

PL/SEC/TGT/2020-2021/25
Wednesday, 29th July, 2020

👤 CUSTOMERS 👤 EMPLOYEES 👤 SHAREHOLDERS 👤 SUPPLIERS

Listing Department National Stock Exchange of India Limited “Exchange Plaza’, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai - 400051	Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400 001
Script Code: PRICOLLTD	Script Code: 540293

Dear Sir,

Sub: 1) Audited Financial results for the quarter & year ended 31st March, 2020
2) Compliance of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) RegulationWe would like to inform you that the Board of Directors of the Company at their meeting held on 29th July, 2020, approved the accounts for the financial year ended 31st March, 2020. We are attaching the following

- Audited Standalone and Consolidated financial results
- Statement of Assets and Liabilities
- Cash Flow Statement
- Statutory Auditor’s Report (Standalone & Consolidated)

We would also confirm that the Statutory Auditors of the company has issued Unmodified Opinion on the Standalone and Consolidated financial results.

The Board Meeting concluded at 7.30pm.

This is for your information and records.

Thanking you

Yours faithfully,
For Pricol LimitedT.G.Thamizhanban
Company Secretary
ICSI M.No: F7897

Encl: As above



PRICOL LIMITED

CIN. L34200TZ2011PLC022194

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Audited Financial Results for the Quarter and Year Ended 31st March, 2020

(₹ in Lakhs)

Particulars	Standalone					Consolidated				
	For the Three Months Ended			For the Year Ended		For the Three Months Ended			For the Year Ended	
	31-Mar-2020	31-Dec-2019	31-Mar-2019	31-Mar-2020	31-Mar-2019	31-Mar-2020	31-Dec-2019	31-Mar-2019	31-Mar-2020	31-Mar-2019
	Audited	Unaudited	Audited	Audited	Audited	Audited	Unaudited (Re-presented)	Audited (Re-presented)	Audited	Audited (Re-presented)
1. Income										
(a) Revenue from Operations	26634.28	27088.99	31602.69	114200.42	129724.01	35408.34	37225.95	42797.82	153853.20	173364.84
(b) Other Operating Revenue	1390.00	1523.58	1668.98	6128.12	8009.12	1390.00	1523.58	1668.98	6128.12	8009.12
(c) Other Income	958.94	107.33	683.98	1263.23	846.34	1014.70	259.55	909.65	1486.46	1252.69
Total Income	28983.22	28719.90	33955.65	121591.77	138579.47	37813.04	39009.08	45376.45	161467.78	182626.65
2. Expenses										
(a) Cost of Materials Consumed	17374.54	19149.87	21726.73	76158.23	88080.33	23386.31	25239.92	28965.43	103119.93	118218.82
(b) Purchases of stock-in-trade	1395.12	1560.84	1843.66	6485.78	7552.50	1638.68	1586.45	2291.15	6754.95	7999.98
(c) Changes in inventories of Finished Goods, Stock-in-Trade and Work-In-progress	607.71	(437.91)	(373.81)	1723.29	921.08	509.63	(227.82)	(254.03)	860.79	694.35
(d) Employee Benefits Expense	2939.57	3658.01	3668.61	14647.96	16400.49	4553.83	5727.74	5998.72	22672.76	25087.15
(e) Finance Costs	1073.11	742.14	515.51	3108.45	1808.74	1180.04	1145.76	906.39	4421.05	3534.39
(f) Depreciation and Amortisation expense	2313.49	2350.96	2113.79	9269.24	8019.74	2612.15	2704.75	2332.01	10585.57	9396.76
(g) Other Expenses	2824.79	3121.85	3969.19	12798.63	15406.10	3895.42	4467.91	11381.19	18083.26	26966.48
Total Expenses	28528.33	30145.76	33463.68	124191.58	138188.98	37775.86	40644.71	51620.86	166498.31	191897.93
3. Profit / (Loss) before exceptional items and tax [1 - 2]	454.89	(1425.86)	491.97	(2599.81)	390.49	37.18	(1635.63)	(6244.41)	(5030.53)	(9271.28)
4. Exceptional Items (Net) (Refer Note No. 3)	(12702.64)	(4313.22)	(23197.75)	(19072.36)	(23197.75)	-	-	-	-	-
5. Profit / (Loss) before tax from continuing operations [3 + 4]	(12247.75)	(5739.08)	(22705.78)	(21672.17)	(22807.26)	37.18	(1635.63)	(6244.41)	(5030.53)	(9271.28)
6. Tax Expense										
Current Tax	-	-	95.80	-	95.80	12.01	14.96	198.88	54.30	232.31
Deferred Tax	(172.23)	(224.11)	(434.64)	(384.20)	(14.31)	(171.68)	(224.11)	(440.86)	(383.65)	(20.53)
MAT Credit	-	-	(95.80)	-	(95.80)	-	-	(95.80)	-	(95.80)
For Earlier years	-	-	-	-	-	(26.81)	-	(12.79)	(26.81)	(12.79)
7. Profit / (Loss) for the period from continuing operations [5 - 6]	(12075.52)	(5514.97)	(22271.14)	(21287.97)	(22792.95)	223.66	(1426.48)	(5893.84)	(4674.37)	(9374.47)
8. Discontinued operations										
Profit / (Loss) for the period from discontinued operations before tax	-	-	-	-	-	1908.27	(1999.98)	(2818.96)	(5201.06)	(8011.53)
Tax Expense of discontinued operations	-	-	-	-	-	-	-	-	-	-
Profit / (Loss) for the period from discontinued operations	-	-	-	-	-	1908.27	(1999.98)	(2818.96)	(5201.06)	(8011.53)
9. Profit / (Loss) for the period [7 + 8]	(12075.52)	(5514.97)	(22271.14)	(21287.97)	(22792.95)	2131.93	(3426.46)	(8712.80)	(9875.43)	(17386.00)
10. Other Comprehensive Income										
A. Items that will not be reclassified to profit or loss	256.38	12.90	204.39	295.08	47.79	283.97	12.90	246.32	322.67	89.72
B. Income Tax relating to items that will not be reclassified to profit or loss	(89.59)	(4.50)	(71.42)	(103.11)	(16.70)	(90.90)	(4.50)	(81.57)	(104.42)	(26.85)
C. Items that will be reclassified to profit or loss	-	-	-	-	-	467.28	(754.44)	1352.30	279.37	1409.39
Other Comprehensive Income for the period after tax	166.79	8.40	132.97	191.97	31.09	660.35	(746.04)	1517.05	497.62	1472.26
11. Total Comprehensive Income for the period [9 + 10]	(11908.73)	(5506.57)	(22138.17)	(21096.00)	(22761.86)	2792.28	(4172.50)	(7195.75)	(9377.81)	(15913.74)
12. Earnings per Equity Share for continuing operations										
(Face Value of ₹ 1/-) in Rupees										
(a) Basic	(12.74)	(5.82)	(23.49)	(22.46)	(24.04)	0.24	(1.50)	(6.22)	(4.93)	(9.89)
(b) Diluted	(12.74)	(5.82)	(23.49)	(22.46)	(24.04)	0.24	(1.50)	(6.22)	(4.93)	(9.89)
13. Earnings per Equity Share for Discontinued operations										
(Face Value of ₹ 1/-) in Rupees										
(a) Basic	-	-	-	-	-	2.01	(2.11)	(2.97)	(5.49)	(8.45)
(b) Diluted	-	-	-	-	-	2.01	(2.11)	(2.97)	(5.49)	(8.45)
14. Earnings per Equity Share for Continuing and Discontinued operations										
(Face Value of ₹ 1/-) in Rupees										
(a) Basic	(12.74)	(5.82)	(23.49)	(22.46)	(24.04)	2.25	(3.61)	(9.19)	(10.42)	(18.34)
(b) Diluted	(12.74)	(5.82)	(23.49)	(22.46)	(24.04)	2.25	(3.61)	(9.19)	(10.42)	(18.34)
15. Paid-up Equity Share Capital (Face Value of ₹ 1/-)	947.97	947.97	947.97	947.97	947.97	947.97	947.97	947.97	947.97	947.97

Vandana Mishra

STATEMENT OF ASSETS AND LIABILITIES - STANDALONE / CONSOLIDATED

Particulars	Standalone		Consolidated	
	31-3-2020 ₹ Lakhs	31-3-2019 ₹ Lakhs	31-3-2020 ₹ Lakhs	31-3-2019 ₹ Lakhs
ASSETS				
(1) Non-Current assets				
(a) Property, Plant and Equipment	39,569.95	41,045.71	43,959.45	42,486.36
(b) Right of Use	3,307.93	-	4,226.76	-
(c) Capital Work-in-progress	2,025.41	1,360.17	2,189.79	1,360.17
(d) Investment Property	951.74	993.94	951.74	993.94
(e) Goodwill	9,934.00	10,927.40	9,934.00	10,927.40
(f) Other Intangible assets	14,036.10	15,446.52	14,054.01	15,446.51
(g) Intangible Assets under Development	35.03	-	54.37	-
(h) Financial Assets				
i) Investments	4,671.90	4,671.90	-	-
ii) Loans	-	-	-	-
ii) Others	599.65	625.64	606.53	625.64
(i) Other Non-Current assets	5,907.95	7,186.88	6,218.57	7,243.84
Total Non-Current Assets	81,039.66	82,258.16	82,195.22	79,083.86
(2) Current Assets				
(a) Inventories	17,066.02	17,932.87	23,612.16	18,248.96
(b) Financial Assets				
i) Investments	470.94	268.82	470.94	268.82
ii) Trade Receivables	16,927.96	19,184.18	19,601.85	19,478.73
iii) Cash and Cash equivalents	233.11	404.82	946.53	3,895.97
iv) Bank Balances other than (iii) above	1,256.95	660.79	3,474.08	1,956.64
v) Loans	175.00	-	-	-
vi) Others	99.87	277.56	48.16	52.18
(c) Other Current Assets	1,532.81	1,509.28	2,641.70	2,070.49
Total Current Assets	37,762.66	40,238.32	50,795.42	45,971.79
Non-Current Investments held for Sale	-	78.06	-	-
Non-Current Assets held for Sale	-	3,442.91	-	3,442.91
Assets pertaining to Disposal Group	-	-	-	31,724.75
	-	3,520.97	-	35,167.66
	37,762.66	43,759.29	50,795.42	81,139.45
TOTAL ASSETS	1,18,802.32	1,26,017.45	1,32,990.64	1,60,223.31
EQUITY AND LIABILITIES				
(1) Equity				
(a) Equity Share Capital	947.97	947.97	947.97	947.97
(b) Other Equity	41,978.38	63,074.38	38,791.59	48,993.08
Total Equity	42,926.35	64,022.35	39,739.56	49,941.05
(2) Non-Current Liabilities				
(a) Financial Liabilities				
i) Borrowings	20,410.09	9,697.80	23,830.36	9,697.80
ii) Others	2,791.70	115.52	2,791.70	115.52
(b) Provisions	1,023.17	1,148.22	1,166.41	1,316.76
(c) Deferred Tax Liabilities (Net)	5,189.85	5,470.94	5,158.43	5,435.69
(d) Other Non-Current Liabilities	12.02	23.71	12.02	23.71
Total Non-Current Liabilities	29,426.83	16,456.19	32,958.92	16,589.48
(3) Current Liabilities				
(a) Financial Liabilities				
i) Borrowings	8,819.84	14,570.79	13,310.91	16,451.43
ii) Trade Payables				
- Total Outstanding dues of Micro Enterprises and Small Enterprises	87.68	186.45	122.80	186.45
- Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	26,334.80	20,486.89	31,991.74	21,678.50
iii) Others	9,873.25	6,000.01	12,772.38	6,383.19
(b) Other Current Liabilities	919.70	721.37	1,349.53	721.37
(c) Provisions	413.87	442.66	668.07	442.66
(d) Current Tax Liabilities (Net)	-	-	76.73	77.68
Total Current Liabilities	46,449.14	42,408.17	60,292.16	45,941.28
Liabilities directly associated with				
- Non-Current Investments held for sale	-	3,130.74	-	-
- Disposal Group	-	-	-	47,751.50
	46,449.14	45,538.91	60,292.16	93,692.78
TOTAL EQUITY AND LIABILITIES	1,18,802.32	1,26,017.45	1,32,990.64	1,60,223.31

Vanitha Mohan

STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 31ST MARCH 2020						₹ Lakhs
	Standalone		Consolidated			
	Year Ended	Year Ended	Year Ended	Year Ended		
	31st March 2020	31st March 2019	31st March 2020	31st March 2019		
	Audited	Audited	Audited	Audited		
A. Cash flow from operating activities :						
Net Profit / (Loss) Before Tax from						
Continuing operations	(21,672.17)	(22,807.26)	(5,030.53)	(9,271.28)		
Discontinued operations	-	-	(5,201.06)	(8,011.53)		
Adjustments for :						
Depreciation & Amortisation Expense	9,269.24	8,019.74	11,531.23	9,994.74		
Bad debts / Advances written off	24.17	185.30	41.21	185.69		
Provision for doubtful debts and advances / (write back)	(11.71)	(160.79)	(11.71)	(71.83)		
Provision for Impairment of Non Current Investments	19,072.36	23,197.75	-	-		
Excess Provision no longer required written back	(473.81)	(210.44)	(473.81)	(234.17)		
Expected Credit Loss written back	(81.06)	(105.94)	(81.06)	(105.94)		
(Profit) / Loss on sale of Step down subsidiaries	-	-	(1,551.90)	-		
(Profit) / Loss on sale / disposal of Property, Plant and Equipment (Net)	1,714.95	50.95	1,714.95	(83.02)		
Interest received	(259.01)	(53.25)	(154.90)	(124.55)		
Effect of Change in Foreign Currency Translation Reserve	-	-	(478.94)	1,878.63		
Exchange Fluctuation (Gain) / Loss on Re-statement	(37.63)	18.40	556.96	18.40		
Gain on Fair Valuation of Investments at Fair Value through P&L	(27.11)	(12.88)	(27.11)	(12.88)		
Provision / (Reversal) of Impairment Loss	(1,777.94)	200.00	(1,777.94)	200.00		
Impairment of Goodwill on Consolidation	-	-	-	5,730.25		
Finance Costs	3,108.45	1,808.74	5,432.75	5,444.03		
	30,520.90	32,937.58	14,719.73	22,819.35		
Operating Profit before working capital changes	8,848.73	10,130.32	4,488.14	5,536.54		
Adjustments for :-						
(Increase) / Decrease in Trade Receivables and other Receivables	2,036.04	2,494.76	3,432.04	3,949.10		
(Increase) / Decrease in Inventories	866.85	1,285.20	(89.04)	3,133.63		
Increase / (Decrease) in Trade Payables and other Payables	6,377.24	(5,794.76)	7,388.84	(8,637.19)		
	9,280.13	(2,014.80)	10,731.84	(1,554.46)		
Cash generated from Operations	18,128.86	8,115.52	15,219.98	3,982.08		
Direct taxes	(13.27)	351.20	(101.00)	384.28		
Net cash from operating activities	18,115.59	8,466.72	15,118.98	4,366.36		
B. Cash flow from investing activities :						
Purchase of Property, Plant and Equipment	(6,585.94)	(10,310.80)	(7,562.31)	(10,875.97)		
Sale of Property, Plant and Equipment	3,575.25	1,016.84	3,575.25	(368.07)		
Adjustment for capital advances	1,213.17	(167.40)	1,286.43	42.58		
Sale of Step down subsidiaries	-	-	1.47	-		
Adjustments pertaining to acquisition of subsidiary	-	-	-	442.68		
Purchase of Investments	(10,537.54)	(9,368.52)	(175.00)	(75.00)		
Loans to Subsidiaries	(11,175.73)	-	-	-		
Interest received	81.22	47.28	141.26	124.55		
Net Cash (used in) / from investing activities	(23,429.57)	(18,782.60)	(2,732.90)	(10,709.23)		
C. Cash flow from financing activities :						
Proceeds from / (Repayment of) Current Borrowings (Net)	(5,750.95)	5,012.18	(8,550.94)	406.88		
Proceeds from / (Repayment of) Non Current Borrowings (Net)	13,895.32	8,285.22	(2,990.38)	11,814.79		
Dividend & Tax on Dividend Paid	(3.79)	(1,126.07)	(3.79)	(1,126.07)		
Repayment of Lease Liabilities	(198.77)	-	(198.77)	-		
Finance Costs paid	(2,799.54)	(1,783.79)	(5,143.31)	(5,437.57)		
Net Cash from / (used in) financing activities	5,142.27	10,387.54	(16,887.19)	5,658.03		
D. Net increase / (decrease) in cash and cash equivalents (A+B+C)	(171.71)	71.66	(4,501.11)	(684.84)		
Cash and cash equivalents as at 1.4.2019 and 1.4.2018						
(Opening Balance)						
- Continuing Operations	404.82	333.16	3,895.97	6,430.08		
- Discontinued Operations	-	-	1,849.27	-		
Less : Adjustment pertaining to Cash and Cash Equivalents of discontinued operations	-	-	-	1,849.27		
Less : On Disposal of Step down Subsidiaries	-	-	297.60	-		
Cash and cash equivalents as at 31.3.2020 and 31.3.2019	233.11	404.82	946.53	3,895.97		
(Closing Balance)						

Tanisha Mohan

Notes :

1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on 29th July, 2020.

2. a) During the previous financial year 2018-19, the Company had taken a considered decision to dispose off its investment in its wholly owned subsidiary Pricol Espana S.L.Spain (Pricol Espana) (along with the step down subsidiaries, Pricol do Brasil Componentes Automotivos Ltda, Brazil (PdB), Pricol Wiping Systems Czech s.r.o, Czech Republic (PWS Czech), Pricol Wiping Systems Mexico S.A. de C.V, Mexico (PWS Mexico)) and Pricol Wiping Systems India Limited (PWS India). The investment in these subsidiaries were classified and presented separately as "Non Current Investments held for sale" and was carried at the lower of carrying value and estimated realisable value less cost to sell. Consequently, the Company had recognised an Impairment loss of ₹ 20,067.01 Lakhs and an additional provision for expected devolvement of guarantee of ₹ 3,130.74 Lakhs.

On 21st June 2019, the Company had entered into a Share Purchase Agreement (SPA) with Chroma GP, LLC, USA for disposal of 80.50% of its investment in wholly owned subsidiary, Pricol Espana, along with its stepdown subsidiaries (PdB, PWS Mexico and PWS Czech) and 74% of its Investment in PWS India.

The said SPA, as amended from time to time was terminated through an agreement dated 7th February 2020. A new Share Sale and Purchase Agreement dated 7th February 2020 had been entered into between Pricol Espana and the Purchasing Entities, 2NDM LLC and NELS FOUR LP, which are part of Chroma GP LLC Group for Divestment of its 100% shareholding in PdB and PWS Mexico for a Net Consideration of USD 2000 subject to fulfillment of certain terms and conditions. The Purchasing Entities have made the payment of Net Consideration on 11th February 2020, ("Transaction date"). In view of the above, PWS India and Pricol Espana with its Subsidiary PWS Czech remain as Subsidiaries of Pricol Limited.

Based on the conclusion of the sale as stated above, the investments in PWS India and Pricol Espana with its Subsidiary PWS Czech do not meet the criteria for "Non Current Investments Held for Sale" with effect from the transaction date. Hence, in accordance with Ind AS 105 - " Non current Assets held for Sale and Discontinued Operations", the investment in the subsidiaries, PWS India and Pricol Espana have been included in non-current investments in the standalone financial statements as at 31st March, 2020. On reclassification, the investment in subsidiaries, have been remeasured at the lower of (i) carrying amount before the non-current investments was classified as held for sale and (ii) its recoverable amount at the date of its reclassification.

b) In accordance with the terms and conditions of the erstwhile SPA, the Company has made an additional investment of ₹ 10,212.53 Lakhs in Pricol Espana to meet the financial obligations of its subsidiary, PdB. The Investment made during the year has been impaired and charged to Statement of Profit and loss.

c) Further, the Company had granted a Loan of ₹ 11,000.73 Lakhs equivalent to Euro 139.50 Lakhs to its wholly owned Subsidiary, Pricol Espana, for the purpose of repayment of its loan which was guaranteed by the Company. Considering the negative networth of the subsidiary and its inability to generate positive cash flows in the foreseeable future, provision for expected credit loss has been recognised for the entire loan amount together with the Interest accrued on the loan.

Vandana Mishra

3. Exceptional Item represents the following:		₹ in Lakhs		
Particulars	Quarter Ended 31-03-2020	2019-20	2018-19	
Provision in respect of investments made in Subsidiary, Pricol Espana (Refer Note No. 2(b) above)	812.07	10,212.53	19,445.07	
(Estimated realisable value) / Reversal on disposal of investments in wholly owned subsidiaries	78.06	78.06	(78.06)	
Provision in respect of Expected Credit Loss in relation to loan (including interest accrued and restatement) to Subsidiary, Pricol Espana. (Refer Note No. 2(c) above)	11,762.51	11,762.51	-	
Provision in respect of investments made in Subsidiary, PWS India	50.00	150.00	700.00	
(a)	12,702.64	22,203.10	20,067.01	
Provision / (Reversal) of devolvement of guarantee on derecognition of Financial Liability on settlement	(b)	-	(3,130.74)	3,130.74
Total (a + b)	12,702.64	19,072.36	23,197.75	

4. As explained in para 4 of 2(a) above, the assets and liabilities pertaining to the Subsidiaries PWS India, Pricol Espana alongwith its stepdown Subsidiary PWS Czech do not meet the criteria of "Non current Assets held for Sale and Discontinued Operations" as per Ind AS 105. Consequently, the working results of PWS India and Pricol Espana alongwith its Subsidiary PWS Czech have been included in Continuing Operations on Individual Line item basis with comparative / prior periods being re-presented / restated in Consolidated Financial Statements. The assets and liabilities for the year ended 31st March 2020 have been reclassified from Assets / Liabilities pertaining to Disposal Group for which Comparatives have not been restated.

5. Profit / (Loss) from Discontinued Operations for the Quarter and Year Ended 31st Mar 2020 in Consolidated Financial Statements includes :

Particulars	₹ in Lakhs
a. Consideration received on disposal of Subsidiaries, PdB and PWS Mexico	1.47
b. Gain on derecognition of excess liabilities over the assets	1,550.43
c. Reclassification of exchange differences (Gains) from Other Comprehensive Income to Profit and Loss on disposal of subsidiaries	349.10
Net Gain on Disposal	1,901.00

6. The component auditors of Pricol Espana, PWS India and PT Sripri Wiring Systems Indonesia (Subsidiary of PT Pricol Surya, Indonesia) have drawn attention in their auditors' report on the material uncertainty that casts significant doubt on the ability of the subsidiaries to continue as a going concern. The parent company has assured them of continued financial support.

7. Effective 1st April 2019, the Company has adopted Ind AS 116 "Leases" for all long term lease contracts existing as on 1st April 2019, using the modified retrospective method as a lessee, wherein the Right of Use Asset was created with a corresponding lease liability. Accordingly, the comparatives and other periods presented have not been retrospectively adjusted. The effect of this adoption is not material on the profits for the period / year.

8. Other Operating Revenue for the Year Ended 31st March, 2019 includes Income from Sale of Land held as Stock-in-Trade amounting to ₹ 1,183.50 Lakhs which has resulted in a profit of ₹ 1,010.36 Lakhs.

9. The Company's Operations relate to primarily one segment, Automotive Components. Hence, the results are reported under one segment as per the Ind AS 108 - "Operating Segments".

Vanika Mohan

10. A Scheme of Amalgamation between erstwhile Pricol Limited ("Transferor Company") with erstwhile Pricol Pune Limited ("Transferee Company") was sanctioned by Hon'ble High Court of Judicature at Madras and was accounted for during the financial year 2016-17. The Amalgamation was accounted under Purchase Method as per the then prevailing Accounting Standard 14 - "Accounting for Amalgamation", which is different from treatment prescribed under Ind AS 103 - "Business Combination". The intangible assets, including Goodwill represented by Customer relationship and assembled work force, are being amortised over its estimated useful life of 15 years from the appointed date.

11. The Standalone figures for the quarter ended 31st March 2020 and 31st March 2019 are the balancing figures between audited figures in respect of the full financial year and the year to date figures upto the third quarter. The consolidated quarterly financial results of the Company are being submitted for the first time pursuant to the mandatory requirement with effect from 1st April 2019, the consolidated figures for the comparative periods for quarter ended 31st March 2019, as reported in these financial results, is based on the audited figures for the full year and unaudited figures for the year to date upto the third quarter furnished by the management which have not been subjected to limited review.

12. The outbreak of COVID-19 pandemic is causing significant disturbance and slowdown of economic activities globally. The nationwide lockdown ordered by the Government of India has resulted in significant reduction in economic activities and also the business operations of the Company in terms of sales and production. As per current assessment there is no significant impact on carrying amounts of inventories, trade receivables, investments and other financial assets except to the extent for which impairment loss has been provided for. The eventual outcome of the impact of the global health pandemic may be different from those estimated as on date of the approval of the financial results.

13. Events after the Balance Sheet :

The Board of Directors at its meeting held on 29th July 2020 have approved the disposal of its Wholly Owned Subsidiary Pricol Espana along with its subsidiary PWS Czech for a consideration of Euro 50,000 net of all liabilities taken over by the buyer. The draft Share Purchase Agreement for the said disposal have been approved by the Board. No adjustment is considered necessary in the financial results in relation to the disposal of the subsidiary for the quarter / year ended 31st March 2020.

14. The figures for the previous periods have been reclassified / regrouped wherever necessary to conform to current period's classification.

By order of the Board



**VANITHA MOHAN
CHAIRMAN**

DIN : 00002168

**Coimbatore
29th July 2020**

Independent Auditor's Report on Annual Standalone Financial Results of Pricol Ltd Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Independent Auditor's Report

To the Board of Directors of Pricol Limited

Report on the Audit of the Standalone financial results

Opinion

1. We have audited the accompanying standalone annual financial results of Pricol Limited ('the Company') for the year ended March 31, 2020 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - i) is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information for the year ended March 31, 2020.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Statement* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Management and Board of Directors' Responsibilities for the Statement

4. This Statement has been prepared on the basis of the standalone annual financial statements. The Company's Management and Board of Directors are responsible for the preparation of the Statement that gives a true and fair view of the net loss, and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian accounting standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.
5. In preparing the Statement, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
6. The Management and the Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

7. Our objectives are to obtain reasonable assurance about whether the Statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.



8. As part of an audit in accordance with the SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
 - Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Independent Auditor's Report on the Annual Consolidated Financial Results of Pricol Ltd Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Independent Auditor's Report

To the Board of Directors of Pricol Limited

Report on the Audit of the Consolidated Financial Results

Opinion

1. We have audited the accompanying consolidated annual financial results of Pricol Limited ('the Holding Company') and its subsidiaries including the step-down subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the year ended March 31, 2020 ('the Statement'), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the separate financial statements / financial information of the subsidiaries, the aforesaid Statement:
 - a) includes the annual financial results of the following entities:

S.No.	Name of the Entity	Relationship
1	PT Pricol Surya, Indonesia	Subsidiary Company
2	Pricol Asia Pte Limited, Singapore	Subsidiary Company
3	Pricol Espana Sociedad Limitada, Spain	Subsidiary Company
4	Pricol Wiping Systems India Limited	Subsidiary Company
5	PT Sripri Wiring Systems, Indonesia	Step-down Subsidiary (Subsidiary of PT Pricol Surya, Indonesia)
6	Pricol Wiping Systems Czech s.r.o, Czech Republic	Step-down Subsidiary (Subsidiary of Pricol Espana Sociedad Limitada, Spain)
7	Pricol Wiping Systems Mexico S.A. de C.V, Mexico	Step-down Subsidiary (Subsidiary of Pricol Espana Sociedad Limitada, Spain - upto the date of loss of control)
8	Pricol do Brasil Componentes Automotivos LtdA, Brazil	Step-down Subsidiary (Subsidiary of Pricol Espana Sociedad Limitada, Spain - upto the date of loss of control)



- b) is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c) gives a true and fair view in conformity with the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the consolidated net profit for the quarter ended March 31, 2020 and consolidated net loss for the year ended March 31, 2020 and other comprehensive income and other financial information of the Group for the year ended March 31, 2020.

Basis for Opinion

- 3. We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ('the Act'). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Statement* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in the *Other Matter* paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter:

- 4. We draw attention to:
 - a) Note no. 4 of the Statement regarding the re-presentation of the working results of certain subsidiaries from "Discontinued Operations" to "Continuing Operations" and the reclassification of assets and liabilities which were hitherto classified as "Disposal Group".
 - b) Note no. 6, wherein the component auditors of certain subsidiaries have drawn attention in their auditor's report on the material uncertainty that casts significant doubt on the ability of the subsidiaries to continue as a going concern.

Our opinion is not modified in respect of these matters.



Management and Board of Directors' Responsibilities for the Statement

5. This Statement has been prepared on the basis of the consolidated annual financial statements / financial information. The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net profit for the quarter ended March 31, 2020 and net loss for the year ended March 31, 2020, and other comprehensive income and other financial information of the Group in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.
6. In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
7. The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Statement

8. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.



9. As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors;
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities within the Group, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Statement, of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities are further described in the section titled "Other Matters" in the audit report.

10. We communicate with those charged with governance of the Holding Company and such other entities included in the Statement, of which we are the independent auditors, regarding, among other matters, the planned scope and timing of the audit and

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significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
12. We also performed procedures in accordance with SEBI Circular CIR/CFD/CMD1/44/2019 dated March 29, 2019, issued by SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.

Other Matter

13. The financial statements of 5 subsidiaries including step-down subsidiaries incorporated outside India, included in the Statement, whose financial statements reflect the total assets of ₹ 30,891.51 Lakhs as at March 31, 2020, total revenues of ₹ 57,972.98 Lakhs, total loss (including other comprehensive income) after tax of ₹ 34,739.61 Lakhs, and net cash outflows of ₹ 3,273.58 Lakhs for the year ended on that date, have been prepared in accordance with the accounting principles generally accepted in their respective countries, which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management and Board of Directors have converted the financial statements of these subsidiaries located outside India from the accounting principles generally accepted in their respective countries to the accounting principles generally accepted in India. We have audited the conversion adjustments made by the Management and Board of Directors. Our opinion in so far as it relates to the amounts and disclosures included in respect of these step-down subsidiaries is based solely on the audit reports of such other auditors, and the procedures performed by us as stated in *Auditor's Responsibilities for the Audit of the Statement* section above.
Our opinion is not modified in respect of this matter.

14. The financial statements of 2 step-down subsidiaries (disposed off during the year) incorporated outside India, included in the Statement, whose financial statements reflect the total revenues of ₹ 11,083.27 Lakhs, total loss (including other comprehensive income) after tax of ₹ 7,928.40 Lakhs, and net cash outflows of ₹ 521.95 Lakhs for the period upto the date of loss of control over these step-down subsidiaries, have been audited / reviewed by other auditors under generally accepted auditing standards applicable in their respective countries, whose reports have been furnished to us by the Management. Our opinion in so far as it relates to the amounts and disclosures included in respect of these step-down subsidiaries is based solely on the audit report / review report of such other auditors, and the procedures performed by us as stated in *Auditor's Responsibilities for the Audit of the Statement* section above.
Our opinion is not modified in respect of this matter.



15. We draw attention to the following:

- a) This Statement includes the consolidated financial results for the quarter ended March 31, 2020, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subject to limited review by us.
- b) The consolidated figures for the corresponding quarter ended March 31, 2019, as reported in the Statement have been approved by the Holding Company's Board of Directors, but have not been subjected to review, since the requirement of submission of quarterly consolidated financial results had become mandatory requirement only from April 1, 2019.

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

For VKS Aiyer & Co.
Chartered Accountants
ICAI Firm Registration No. 000066S



V S Srinivasan
Partner
Membership No. 013729
UDIN : 20013729AAAACS9191
Place : Coimbatore
Date : 29th July, 2020



PL/SEC/TGT/2020-21
Wednesday, 29th July, 2020

The Manager Listing Department National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai - 400051	Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400 001
Script Code: PRICOLLTD	Script Code: 540293

Dear Sir,

Sub: Declaration with respect to Financial Results for the financial year ended March 31, 2020, pursuant to Regulation 33(3) (d) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015

I, K.Ramesh, Chief Financial Officer of Pricol Limited having its registered office at 109, Race Course, Coimbatore - 641 018, hereby declare that M/s. VKS Aiyer & Co, Chartered Accountants, Statutory Auditors of the Company have issued an Audit Report with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and year ended March 31, 2020.

Please take note of the same.

Thanking you

Yours faithfully,
For Pricol LimitedK.Ramesh
Chief Financial Officer