Geared for life

BHARAT GEARS LIMITED
Regd. Office & Works :
20 K.M. Mathura Road, P.O. Box 328
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA
Tel. : +91 (129) 4288888, Fax : +91 (129) 4288822-23
E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

BGL/SEC/NSE/3/MAY 2019-2020

May 30, 2019

The Manager (Listing)
National Stock Exchange of India Ltd
"Exchange Plaza", 5th Floor,
Plot No. C-1, G - Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400051

SYMBOL: BHARATGEAR

BGL/SEC/BSE/2/MAY 2019-2020

The Manager (Listing)
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building
PJ Towers, Dalal Street
Fort, Mumbai – 400001

STOCK CODE: 505688

Sub: Outcome of Board Meeting 1/19-20

Dear Sir/Madam,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("the Regulations") :

A) We are enclosing herewith Audited Financial Results of the Company along with Audit Report thereon for the quarter and year ended March 31, 2019 approved by the Board of Directors of the Company at its Meeting held on May 30, 2019 along with the declaration for unmodified opinion pursuant to Regulation 33(3)(d) of the Regulations.

B) This is to inform that the Board of Director(s) of the Company, in its above said meeting has recommended Final Dividend @ ₹ 1.00 per equity share of the Company for the financial year 2018-19 which subject to the approval of the shareholders, which will be paid on or before September 05, 2019.

C) This is to inform that the Board of Directors of the Company at its Meeting held on May 30, 2019 considered and approved the increase in Authorised Share Capital of the Company as per the following details, subject to the approval of the Shareholders in General Meeting/Postal Ballot:

- Creation/addition of 1,00,00,000 (One Crore) Equity Shares of ₹10/- (Rupees Ten) each.

Pursuant to said increase, the Authorised Share Capital of the Company shall be ₹ 35,00,00,000/- (Rupees Thirty Five Crores) divided into:

- 2,00,00,000 (Two Crores) Equity Shares of ₹10/- (Rupees Ten) each; . and
- 15,00,000 (Fifteen Lakhs) Cumulative Redeemable Convertible or Non-Convertible Preference Shares of ₹100/- (Rupees Hundred) each

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,
For **BHARAT GEARS LIMITED**

Prashant Khattry
Head (Legal) & Company Secretary

BHARAT GEARS LIMITED ★ FARIDABAD ★

Encl: As above

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STOCKCODE: 505688

Dear Sir/Madam,

Sub: Declaration Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for unmodified opinion

DECLARATION FOR UNMODIFIED OPINION

We hereby declare that, the Statutory Auditors of the Company M/s S R B C & Co LLP, Chartered Accountants, (Firm Reg. No. 324982E/E300003) have issued an Audit Report with unmodified opinion on Standalone Financial Results for the quarter & year ended 31st March 2019.

Thanking you,

Yours faithfully,
For **Bharat Gears Limited**

Prashant Khattry
Head (Legal) & Company Secretary

BHARAT GEARS LIMITED ★ FARIDABAD ★

S R B C & CO LLP
Chartered Accountants

12th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai - 400 028, India
Tel : +91 22 6819 8000

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
Board of Directors of
Bharat Gears Limited,

1. We have audited the accompanying statement of quarterly Ind AS financial results of Bharat Gears Limited ('the Company') for the quarter ended March 31, 2019 and for the year ended March 31, 2019 ('the Statement'), attached herewith, 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 Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular'). The Ind AS financial results for the quarter ended March 31, 2019 and year ended March 31, 2019 have been prepared on the basis of the Ind AS financial results for the nine-month period ended December 31, 2018, the audited annual Ind AS financial statements as at and for the year ended March 31, 2019, and the relevant requirements of the Regulation and the Circular, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these Ind AS financial results based on our review of the Ind AS financial results for the nine-month period ended December 31, 2018 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual Ind AS financial statements as at and for the year ended March 31, 2019; and the relevant requirements of the Regulation and the Circular.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, these quarterly Ind AS financial results as well as the year to date results:

   i. are presented in accordance with the requirements of the Regulation read with the Circular, in this regard; and
   ii. give a true and fair view of the net profit including other comprehensive income and other financial information for the quarter ended March 31, 2019 and for the year ended March 31, 2019.

S R B C & CO LLP MUMBAI CHARTERED ACCOUNTANTS

4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2019 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2019 and the published year-to-date figures up to December 31, 2018, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under the Regulation and the Circular.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Pramod Kumar Bapna
Partner
Membership No.: 105497

Place: Mumbai
Date : May 30, 2019

BHARAT GEARS LIMITED
CIN: L29130HR1971PLC034365
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STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH, 2019

(₹ in lacs)

	Particulars	Quarter ended			Current year ended	Previous year ended
		31.03.2019 (Audited) Refer Note 7	31.12.2018 (Unaudited)	31.03.2018 (Audited) Refer Note 7	31.03.2019 (Audited)	31.03.2018 (Audited)
1	Revenue from operations	**14,368**	15,512	14,473	**59,440**	51,317
2	Other income (Refer Note 3)	**41**	(7)	91	**475**	158
3	**Total income (1+2)**	**14,409**	15,505	14,564	**59,915**	51,475
4	**Expenses**					
	(a) Cost of materials and components consumed	**6,881**	7,232	6,995	**28,840**	24,348
	(b) Changes in inventories of finished goods and work-in-progress	**66**	(127)	(204)	**(1,429)**	(744)
	(c) Employee benefits expense	**2,479**	2,565	2,385	**9,840**	8,727
	(d) Finance costs	**591**	614	449	**2,197**	1,684
	(e) Depreciation and amortisation expense	**586**	572	475	**2,176**	1,828
	(f) Other expenses (Refer Note 4)	**3,755**	3,915	4,003	**16,346**	14,708
	Total expenses	**14,358**	14,771	14,103	**57,970**	50,551
5	**Profit before tax (3-4)**	**51**	734	461	**1,945**	924
6	**Tax expense**					
	1. Current tax	**(208)**	346	213	**689**	425
	2. Deferred tax	**221**	(85)	(50)	**3**	(131)
7	**Net profit for the period (5-6)**	**38**	473	298	**1,253**	630
8	**Other comprehensive income/(loss)**					
	(i) Items that will not be reclassified to profit or loss	**(225)**	(20)	13	**(285)**	4
	(ii) Income tax relating to items that will not be reclassified to profit or loss	**78**	7	(4)	**99**	(1)
9	**Total comprehensive income for the period (7+8)**	**(109)**	460	307	**1,067**	633
10	Paid-up equity share capital (Face value ₹ 10/- per share)	**814**	814	814	**814**	814
11	Other equity (excluding revaluation reserve)				**8,035**	6,968
12	Earnings per share [face value of ₹ 10 /- each (* not annualised)] Basic and diluted (₹)	* 0.46	* 5.81	* 3.66	**15.39**	7.93

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S R B C & CO LLP
MUMBAI

BHARAT GEARS LIMITED ★ FARIDABAD ★

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Notes:

1. The above financial results was reviewed and recommended by the Audit Committee in its meeting held on 29 May, 2019 and have been approved by the Board of Directors at its meeting held on 30 May, 2019.

2. The Company is primarily engaged in the Automotive Gears business and all other activities revolving around the same. As such there is no other separate reportable segment as defined by Ind AS 108 - "Operating Segments".

3. Other income includes:

(₹ in lacs)

Particulars	Quarter ended			Current year ended	Previous year ended
	31.03.2019	31.12.2018	31.03.2018	**31.03.2019**	31.03.2018
	(Audited) Refer Note 7	(Unaudited)	(Audited) Refer Note 7	**(Audited)**	(Audited)
Net exchange gain/(loss)	**23**	(27)	54	**391**	73

4. Other expenses during the quarter ended 31 December, 2018 and year ended 31 March, 2019 is net of ₹ 312 and ₹ 121 lacs respectively, being reversal of excess provision of expenses of earlier period.

5. Ind AS 115 Revenue from Contracts with Customers, mandatory for reporting periods beginning on or after 01 April, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no significant adjustments required to the retained earnings at 01 April, 2018. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial results.

6. In terms of approval of Board of Directors at their meeting held on 09 October, 2018, the Company on 10 May, 2019 allotted 11,63,262 equity shares at a Price of ₹ 105 per share (including premium of ₹ 95 per share) to existing shareholders on rights basis.

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7. The figures of the quarters ended 31 March, 2019 and 31 March, 2018 are the balancing figures between audited figures in respect of the full financial years and the unaudited published year-to-date figures upto 31 December for respective years, which were subjected to limited review.

8. Statement of Assets and Liabilities:

(₹ in lacs)

	Particulars	As at 31.03.2019 Audited	As at 31.03.2018 Audited
A	**ASSETS**		
1	**Non-current assets**		
	(a) Property, plant and equipment	14,382	11,211
	(b) Capital work-in-progress	1,007	236
	(c) Intangible assets	150	100
	(d) Financial assets		
	(i) Loans	138	129
	(ii)Others	180	158
	(e) Deferred tax assets (net)	305	208
	(f) Other non-current assets	527	451
		16,689	12,493
2	**Current assets**		
	(a) Inventories	9,407	7,702
	(b) Financial assets		
	(i) Trade receivables	11,616	12,818
	(ii) Cash and cash equivalents	57	25
	(iii) Bank balances other than (ii) above	677	509
	(iv) Loans	75	52
	(v) Others	680	357
	(c) Other current assets	66	59
	(d) Current tax assets (net)	2,692	2,558
		25,270	24,080
	Non-current asset held for sale	12	-
		25,282	24,080
	TOTAL	41,971	36,573
B	**EQUITY AND LIABILITIES**		
1	**Equity**		
	(a) Equity share capital	814	814
	(b) Other equity	8,035	6,968
		8,849	7,782
2	**Non-current liabilities**		
	(a) Financial Liabilities		
	(i) Borrowings	8,090	7,868
	(ii) Other financial liabilities	-	115
	(b) Provisions	539	449
	(c) Other non-current liabilities	1,710	1,256
		10,339	9,688
3	**Current liabilities**		
	(a) Financial Liabilities		
	(i) Borrowings	5,935	4,983
	(ii) Trade payables		
	- total outstanding dues of micro enterprises and small enterprises	410	132
	- total outstanding dues of creditors other than micro enterprises and small enterprises	11,233	11,575
	(iii) Others	3,903	1,773
	(b) Provisions	140	91
	(c) Current tax liabilities (net)	109	241
	(d) Other current liabilities	1,053	308
		22,783	19,103
	TOTAL	41,971	36,573

9. The Board of Directors have recommended a dividend of ₹ 1/- per share on equity shares of ₹ 10/- each of the Company (10%), subject to the approval of shareholders at the ensuing Annual General Meeting.

10. Previous period's figures have been regrouped/reclassified wherever necessary.

For and on behalf of the Board of Directors

SURINDER PAUL KANWAR
Chairman & Managing Director

Place: Mumbai
Date : 30 May, 2019

BHARAT GEARS LIMITED ★ FARIDABAD ★

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S R B C & CO LLP
MUMBAI