

NEAPS/ BSE ONLINE

10th August, 2020

**Listing Department
National Stock Exchange of India Limited
Plot No. C/1, Block-G
Exchange Plaza, 5th Floor,
BandraKurla Complex, Bandra (E),
Mumbai 400 051**

Dear Sir/Madam,

Sub: Reply to query regarding seeking clarification of Financial Results of the Company

In furtherance to our reply dated 6th August, 2020 and with reference to your query thereto vide e-mail dated 6th August, 2020 regarding seeking clarification on Financial Results submitted by Somany Home Innovation Limited on 23rd June, 2020, please find enclosed herewith the legible copy of Standalone and Consolidated Audited Financial Results of the Company for the quarter and year ended 31st March, 2020 along with Auditors' Report on such Financial Results and Declaration on Auditors' Report with unmodified opinion in accordance with the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your reference and records.

Thanking you,

For **SOMANY HOME INNOVATION LIMITED**



Payal M. Puri
(Company Secretary & V.P. Group General Counsel)

Name: Payal M. Puri
Address: 301-302, 3rd Floor, Park Centra, Sector 30, NH-8, Gurugram -122001
Membership No.: 16068

Somany Home Innovation Limited

Corporate Office: 37 B, Echelon Institutional Area, Sector-32, Gurugram, Haryana-122 001, India. T. +91 124 2889300
Registered Office: 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668

wecare@hindware.co.in | www.shilgroup.com | CIN: U74999WB2017PLC222970

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SOMANY HOME INNOVATION LIMITED

REGD. OFFICE: 2, RED CROSS PLACE, KOLKATA-700 001

WEBSITE: WWW.SHILGROUP.COM | CIN : LU74999WB2017PLC222970 | TEL: 033-22487407/5668 | Email: INVESTORS@SHILGROUP.COM

PART I

STATEMENT OF AUDITED CONSOLIDATED AND STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2020

(₹ in crore)

S. No.	Particulars	Consolidated					Standalone				
		3 months ended 31st March 2020	Preceding 3 months ended 31st December 2019	Corresponding 3 months ended in the previous year ending 31st March 2019	Year ended 31st March 2020	Corresponding Year ended 31st March 2019	3 months ended 31st March 2020	Preceding 3 months ended 31st December 2019	Corresponding 3 months ended in the previous year ending 31st March 2019	Year ended 31st March 2020	Corresponding Year ended 31st March 2019
		(Audited)	(Unaudited)	(Audited) Restated	(Audited)	(Audited) Restated	(Audited)	(Unaudited)	(Audited) Restated	(Audited)	(Audited) Restated
		Post Scheme	Post Scheme	Post Scheme (Refer Note 3)	Post Scheme	Post Scheme (Refer Note 3)	Post Scheme	Post Scheme	Post Scheme (Refer Note 3)	Post Scheme	Post Scheme (Refer Note 3)
I	Revenue from operations	364.56	445.04	483.44	1,613.13	1,670.88	91.38	136.47	104.53	451.44	396.64
II	Other income	11.87	7.22	3.08	24.31	8.96	27.22	1.21	0.12	29.06	0.44
III	Total income (I+II)	376.43	452.26	486.52	1,637.44	1,679.84	118.60	137.68	104.65	480.50	397.08
IV	Expenses										
	a) Purchases of stock-in-trade	283.25	279.56	272.83	1,104.84	1,089.18	93.42	90.05	60.74	311.50	274.79
	b) Changes in inventories of stock-in-trade	(39.59)	9.22	49.67	(30.69)	(5.71)	(32.42)	(5.16)	5.76	(26.32)	(22.16)
	c) Employee benefits expense	49.11	51.35	43.31	177.36	159.53	11.48	16.42	12.43	49.77	44.89
	d) Finance cost	8.20	9.70	10.34	33.31	28.52	3.04	3.86	4.48	13.13	8.23
	e) Depreciation and amortization expense	13.93	11.68	6.04	45.99	19.69	8.02	4.90	1.43	21.83	5.54
	f) Other expenses	58.78	77.77	93.74	273.46	303.66	17.53	30.91	30.56	108.05	114.38
	Total expenses (IV)	373.68	439.28	475.93	1,604.27	1,594.87	101.07	140.98	115.40	477.96	425.67
V	Profit before exceptional items and tax (III-IV)	2.75	12.98	10.59	33.17	84.97	17.53	(3.30)	(10.75)	2.54	(28.59)
VI	Exceptional item	-	-	(0.15)	-	(0.15)	-	-	-	-	-
VII	Profit before tax	2.75	12.98	10.44	33.17	84.81	17.53	(3.30)	(10.75)	2.54	(28.59)
VIII	Tax expense										
	a) Current tax	3.01	6.33	5.26	18.31	42.84	-	-	-	-	-
	b) Deferred tax charge/(benefit)	(2.57)	(2.63)	(1.56)	(8.25)	(12.72)	(1.85)	(0.89)	(3.68)	(6.24)	(9.80)
	Tax expenses (VIII)	0.44	3.70	3.70	10.06	30.12	(1.85)	(0.89)	(3.68)	(6.24)	(9.80)
IX	Profit for the period (VII - VIII)	2.31	9.28	6.74	23.11	54.70	19.38	(2.41)	(7.07)	8.78	(18.79)
X	Other comprehensive income (net of tax)										
	(i) Items that will not be reclassified to profit or loss	(1.20)	0.27	0.21	(0.52)	0.82	(0.28)	0.07	0.07	(0.08)	0.26
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.33	(0.07)	(0.07)	0.14	(0.29)	0.10	(0.02)	(0.02)	0.03	(0.09)
	(iii) Exchange difference on translation of foreign operations	(0.01)	0.02	0.12	0.00	0.47	-	-	-	-	-
	Total other comprehensive income (X)	(0.88)	0.22	0.26	(0.38)	1.00	(0.18)	0.05	0.05	(0.05)	0.17
XI	Total comprehensive income for the period (IX+X)	1.43	9.50	7.00	22.73	55.70	19.20	(2.36)	(7.02)	8.73	(18.62)
XII	Earnings before interest, depreciation, tax and amortization (EBIDTA) [V+IV (d)+IV(e)]	24.88	34.36	26.97	112.47	133.18	28.59	5.46	(4.84)	37.50	(14.82)
XIII	Paid-up equity share capital (face value ₹ 2/- per share)	14.46	14.46	14.46	14.46	14.46	14.46	14.46	14.46	14.46	14.46
XIV	Other equity (excluding revaluation reserve)				259.76	242.17				76.59	67.86
XV	Earnings per share : (of ₹ 2/- each) (not annualized)										
	(a) Basic (₹)	0.32	1.28	0.93	3.20	7.57	2.68	(0.33)	(0.98)	1.21	(2.60)
	(b) Diluted (₹)	0.32	1.28	0.93	3.20	7.57	2.68	(0.33)	(0.98)	1.21	(2.60)



PART II						(₹ in crore)
Segment wise revenue, results, assets and liabilities						Consolidated
Particulars	3 months ended 31st March 2020	Preceding 3 months ended 31st December 2019	Corresponding 3 months ended in the previous year ending 31st March 2019	Year ended 31st March 2020	Corresponding Year ended 31st March 2019	
	(Audited)	(Unaudited)	(Audited) Restated	(Audited)	(Audited) Restated	
	Post Scheme	Post Scheme	Post Scheme (Refer Note 3)	Post Scheme	Post Scheme (Refer Note 3)	
1 Segment revenue from operation:						
a) Consumer products	73.60	112.37	83.52	361.58	305.63	
b) Retail business	16.73	24.67	21.58	90.67	93.74	
c) Building products	274.23	308.00	378.34	1,160.88	1,271.51	
d) Others	-	-	-	-	-	
e) Unallocated	-	-	-	-	-	
Total	364.56	445.04	483.44	1,613.13	1,670.88	
Less : Inter segment revenue	-	-	-	-	-	
Total income from operations	364.56	445.04	483.44	1,613.13	1,670.88	
2 Segment results: Profit(+)/ loss(-) (before tax and interest from each segment)						
a) Consumer products	(0.63)	3.40	1.74	5.76	(3.98)	
b) Retail business	(4.31)	(3.23)	(7.41)	(14.96)	(14.02)	
c) Building products	16.33	22.29	27.56	76.75	133.98	
d) Others	(0.19)	(0.11)	(0.23)	(0.56)	(0.56)	
Total Profit before unallocable expenditure	11.20	22.35	21.66	66.99	115.42	
Less : Finance costs	8.20	9.70	10.34	33.31	28.52	
Less: Other unallocated expenditure net of unallocable income	0.25	(0.33)	0.88	0.51	2.10	
Total Profit before tax	2.75	12.98	10.44	33.17	84.81	
3 Segment assets						
a) Consumer products	283.39	261.89	210.16	283.39	210.16	
b) Retail business	78.72	83.15	46.19	78.72	46.19	
c) Building products	612.65	672.81	690.21	612.65	690.21	
d) Others	0.88	0.53	1.20	0.88	1.20	
e) Unallocated	34.07	31.68	27.85	34.07	27.85	
Total	1,009.71	1,050.06	975.61	1,009.71	975.61	
Segment liabilities						
a) Consumer products	193.28	189.43	132.48	193.28	132.48	
b) Retail business	107.32	104.30	65.31	107.32	65.31	
c) Building products	434.05	478.15	520.61	434.05	520.61	
d) Others	0.25	0.08	0.21	0.25	0.21	
e) Unallocated	0.59	0.17	0.37	0.59	0.37	
Total	735.49	772.13	718.98	735.49	718.98	



SOMANY HOME INNOVATION LIMITED					(₹ in crore)
STATEMENT OF ASSETS AND LIABILITIES		Consolidated		Standalone	
Particulars		As at 31st March 2020 (Audited)	As at 31st March 2019 Audited (Restated)	As at 31st March 2020 (Audited)	As at 31st March 2019 Audited (Restated)
			Post Scheme (Refer Note 3)		Post Scheme (Refer Note 3)
A	ASSETS				
1	Non-current assets				
a)	Property, plant and equipments	187.98	105.65	78.71	24.64
b)	Capital work in progress	4.80	4.07	2.52	3.80
c)	Other intangible assets	1.79	2.30	0.38	0.78
d)	Financial assets				
i)	Investments	-	-	1.87	1.67
ii)	Loans	6.03	4.98	3.70	3.31
e)	Income-tax assets (net)	-	-	0.00	-
f)	Deferred tax assets (net)	42.41	34.03	33.39	27.12
g)	Other non-current assets	6.35	3.72	4.92	2.08
	Total non-current assets	249.36	154.75	125.49	63.40
2	Current Assets				
a)	Inventories	310.17	279.29	134.19	107.86
b)	Financial assets				
i)	Investments	0.27	0.27	-	-
ii)	Trade receivables	359.18	356.32	117.18	87.61
(iii)	Cash and cash equivalents	2.67	21.76	0.40	8.70
iv)	Bank balance other than (iii) above	-	0.02	-	0.02
v)	Loans	0.07	0.03	0.07	0.03
vi)	Other financial assets	9.56	97.68	0.08	0.00
c)	Other current assets	78.43	65.49	20.01	17.88
	Total current assets	760.35	820.86	271.93	222.10
	TOTAL ASSETS (A=1+2)	1,009.71	975.61	397.42	285.50
B	EQUITY AND LIABILITIES				
1	Equity				
a)	Equity share capital	14.46	-	14.46	-
b)	Share capital Suspense account	-	14.46	-	14.46
c)	Other equity	259.76	242.17	76.59	67.86
	Total equity	274.22	256.63	91.05	82.32
2	Non-current liabilities				
a)	Financial liabilities				
i)	Borrowings	47.57	50.00	14.25	15.00
ii)	Other financial liabilities	97.63	27.53	45.33	1.23
b)	Provisions	7.38	4.93	1.67	1.19
c)	Other non-current liabilities	1.75	0.63	0.44	0.20
	Total non-current liabilities	154.33	83.09	61.69	17.62
3	Current liabilities				
a)	Financial liabilities				
i)	Borrowings	277.95	252.72	122.50	103.74
ii)	Trade payables				
-	Due to micro and small enterprise	31.30	25.05	17.97	9.51
-	Due to others	80.89	145.27	46.70	25.18
iii)	Other financial liabilities	151.33	137.37	47.86	43.74
b)	Other current liabilities	31.77	30.13	7.53	2.65
c)	Income-tax liabilities (net)	5.54	42.84	-	-
d)	Provisions	2.38	2.51	2.12	0.74
	Total current liabilities	581.16	635.89	244.68	185.56
	Total liabilities (2+3)	735.49	718.98	306.37	203.18
	TOTAL EQUITY AND LIABILITIES (B=1+2+3)	1,009.71	975.61	397.42	285.50



Somany Home Innovation Limited				
Statement of cash flows for the year ended 31st March 2020				
Particulars	Consolidated		Standalone	
	Year ended 31 March 2020	Year ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
	Audited	Audited (Restated) (Refer note 3)	Audited	Audited (Restated) (Refer note 3)
A CASH FLOW FROM OPERATING ACTIVITIES				
Profit before exceptional items and tax as per statement of profit and loss	33.17	84.97	2.54	(28.59)
Adjustments for:				
Finance costs	33.31	28.52	13.13	8.23
Dividend income	-	-	(25.00)	-
Interest income	(0.49)	(0.14)	(0.43)	(0.13)
Gain on disposal of property, plant and equipment	(0.07)	(0.01)	(0.01)	(0.00)
Loss on disposal of property, plant and equipment	0.24	0.20	0.01	0.00
Net (gain) arising on current investments	(0.02)	(0.02)	-	-
Sundry balances and liabilities no longer required, written back	(8.27)	(11.09)	(2.02)	(0.32)
Provision for expected credit loss	6.70	4.02	0.75	0.28
Provision for doubtful advances	0.02	0.37	0.02	0.04
Bad debts written off	0.33	0.07	-	0.06
Depreciation and amortisation expenses	45.99	19.69	21.83	5.54
Net foreign exchange gain/(loss)	0.22	-	0.39	-
	111.13	126.58	11.21	(14.89)
Movements in working capital:				
(Increase)/decrease in trade and other receivables	77.29	(185.52)	(30.80)	(22.80)
(Increase)/decrease in inventories	(30.87)	(5.72)	(26.33)	(22.16)
(Increase)/decrease in other assets	(16.88)	(14.19)	(4.60)	(2.79)
Increase/(decrease) in trade and other liabilities	(47.23)	156.81	32.08	23.29
Increase/(decrease) in provisions	2.32	1.16	1.86	0.90
	(15.37)	(47.46)	(27.79)	(23.56)
Income taxes paid	(55.60)	(0.00)	(0.00)	-
Net cash generated/(used in) by operating activities	40.16	79.12	(16.58)	(38.45)
B CASH FLOW FROM INVESTING ACTIVITIES				
Payments to acquire financial assets	-	-	(0.20)	0.00
Interest received	0.52	0.16	0.45	0.05
Amounts advanced to related parties	-	-	(0.06)	-
Dividend income	-	-	25.00	-
Proceeds from sale of financial assets	0.01	0.10	-	-
Payments for property, plant and equipment	(31.96)	(39.77)	(11.31)	(7.51)
Proceeds from disposal of property, plant and equipment	0.41	1.19	0.17	0.23
Movement in other bank balances	0.02	0.85	0.02	0.83
Net cash flows generated from (used in) investing activities	(31.00)	(37.47)	14.07	(6.40)
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from borrowings	0.10	-	-	-
Movement in short term borrowings (net)	25.23	(94.07)	18.76	13.49
Principal payment of lease liability	(14.17)	-	(10.62)	-
Dividends tax paid	(5.14)	-	-	-
Interest paid	(34.27)	(28.53)	(13.93)	(7.96)
Net cash flows generated from (used in) financing activities	(28.25)	(122.60)	(5.79)	5.53
Net increase (decrease) in cash and cash equivalents (A+B+C)	(19.09)	(80.95)	(8.30)	(39.32)
Cash and cash equivalents on account of demerger	-	102.69	-	48.00
Cash and cash equivalents at the beginning of the year	21.76	0.02	8.70	0.02
Cash and cash equivalents at year end	2.67	21.76	0.40	8.70



Notes:

- (1) The above financials results of Somany Home Innovation Limited ("SHIL" or "Company") for the quarter and year ended 31st March 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 23rd June 2020.
- (2) Figures for quarter ended 31 March 2020 represents balancing figures between audited figures for full financial year and published year to date figures up to third quarter of current financial year.
- (3) "I. (a) The Board of Directors of the Company in its meeting held on 10th November 2017 had approved a Composite Scheme of Arrangement under section 230 to 232, read with section 66 and other applicable provisions of the Companies Act 2013 and the provisions of other applicable laws, amongst the Company, Brilloca Limited (a wholly owned subsidiary of the Company) and HSIL Limited and their respective shareholders and creditors ("Scheme"). The Scheme provided for the demerger of, (i) the Consumer Products Distribution and Marketing Undertaking ("CPDM Undertaking") and Retail Undertaking of HSIL Limited into SHIL, and (ii) the Building Products Distribution and Marketing Undertaking ("BPDMD Undertaking") of HSIL Limited into Brilloca Limited. The Scheme was approved by Hon'ble Kolkata Bench of National Company Law Tribunal vide its order dated 26th June 2019, certified copy of the order dated 22nd July 2019 was filed with Registrar of Companies, West Bengal on 5th August 2019 and accordingly the Scheme came into effect. The Scheme is effective from the Appointed Date i.e. 1 April, 2018. Accordingly due effect of the Scheme have been incorporated with effect from the Appointed Date. The Ind AS financial statements of the Company for the year ended 31st March, 2019 were approved by shareholders in its annual general meeting held on 3rd August 2019 (refer note 3.1(c) below) and subsequently to give effect of the Scheme, the comparative financial statements for the quarter and year ended 31st March, 2019 have been restated.
- (b) Before Scheme being effective, the Company and its subsidiary Brilloca Limited were both subsidiaries of HSIL Limited, and their respective audited financial statements for financial year ended 31st March 2019 were consolidated, audited and published with HSIL Limited as per applicable regulations. Accordingly, audited consolidated financial statements of the Company were not published for financial year ended 31st March 2019. Pursuant to the Scheme, the Company ceased to be subsidiary of HSIL Limited and also all subsidiaries of HSIL Limited have been vested with the Company and Brilloca Limited. Post scheme, the audited consolidated financial statements of the Company for financial year ended 31st March 2020 are being published for the first time as per applicable regulations.
- (c) In terms of the Scheme, the 100 percent (%) equity share capital of 5,00,000 of ₹ 2/- each of the Company held by HSIL Limited (erstwhile holding Company) stands cancelled, and existing shareholders of HSIL Limited (transferor Company) have been issued and allotted fully paid up one equity share of the Company of face value of ₹ 2/- each for every one equity share held by them in the HSIL as on the record date i.e. 20th Aug 2019.
- (d) The certain necessary steps and formalities in respect of transfers of properties, investments, trademark & licences, approvals and modification of charges in pursuant to the Scheme of SHIL and Brilloca Limited are under process.

(e) The pre-scheme results and balance sheet as at 31st March, 2019 are as under:

(₹ in crore)

Particulars	Standalone (Pre Scheme)	
	Quarter ended 31st March 2019	Year ended 31st March 2019
Total Revenue (including other income)	-	-
Total Expenses (including exceptional loss)	0.02	0.13
Profit Before taxes	(0.02)	(0.13)
Profit after tax	(0.02)	(0.13)

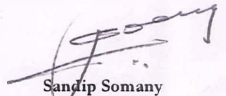
Balance sheet as at 31st March 2019	Year ended 31st March 2019
ASSETS	
Total non-current assets	0.10
Total current assets	0.00
TOTAL ASSETS	0.11
EQUITY AND LIABILITIES	
Total equity	(0.08)
Total non-current liabilities	-
Total current liabilities	0.19
TOTAL EQUITY AND LIABILITIES	0.11



II. As stated above, the aforesaid Scheme of the Company is with HSIL Limited which is erstwhile holding company of SHIL. To give effect of the Scheme from Appointed Date i.e. 1st April 2018 and pursuant to the requirements of Ind AS 103 "Business Combination", the Company has accounted this Business Combination involving entities under common control using the pooling of interest method in the financial results, for prior period i.e. with effect from 1st April 2018 as per Ind AS -103.

- (4) Post implementation of the Scheme, the Company has following subsidiaries: Brilloca Limited (Wholly owned), Hindware Home Retail Private Limited (Wholly owned), Luxxis Heating Solutions Private Limited (Wholly owned) and Hintastica Private Limited (Wholly owned).
- (5) The Other Income for quarter and year ended 31st March 2020 on standalone basis, includes dividend received by Company from Brilloca Limited amounting to ₹ 25.00 crore.
- (6) The Company and its subsidiaries have adopted Ind AS 116 "Leases" effective 1st April, 2019 as notified by the Ministry of Corporate Affairs (MCA) using the modified retrospective approach without restatement of the comparative period. On transition, this has resulted in recognising right of use assets of ₹ 97.91 crore and corresponding Lease liabilities of ₹ 95.52 crore.
- (7) The outbreak of COVID-19 Pandemic has caused global widespread economic disruptions leaving uncertainties with respect to severity & its impact on businesses, which currently cannot be reasonably ascertained. The Company has up to the date of approval of financial results, evaluated and factored in to the extent possible likely material events & circumstances arising from COVID-19 pandemic and their impact on carrying value of its Assets & Liabilities as at 31st March 2020. Based on current indicators of future economic conditions, the Company expects to recover carrying amount of its Assets as on 31st March 2020. The impact of any future events & developments emerging out of COVID-19 Pandemic, if any, and occurring after the balance sheet date and relating to the Assets & Liabilities of the Company as on 31st March 2020 will be recognized prospectively. Considering current market scenario and company's quality product portfolio, brand image, long-standing relationships & goodwill with its customers, suppliers and other stakeholders, Company expects that the business operations, cash flows, future revenue, assets and liabilities will sustain going forward.
- (8) Post implementation of Scheme and transfer of CPDM undertaking, Retail Undertaking to the Company, and transfer of BPDMD Undertaking to a wholly owned subsidiary Company i.e. Brilloca Limited, the Company on consolidated basis has identified following as reportable segments in accordance with the requirement of Ind AS 108 - Operating segments:
- a). Consumer Products: Sales and distribution of consumer products - air purifiers, air coolers, kitchen appliances, water heaters, exhaust fans, water purifiers and related products.
- b). Retail Business: Sales and distribution of furniture, furnishings, home decor and other related products.
- c). Building Products: Sales and distribution of building products - sanitary ware, faucets, UPVC and CPVC pipes, fittings and related products.
- (9) One of the Subsidiary Company (i.e. Brilloca Limited) has decided to exercise the option permitted under section 155 BAA of the income tax Act, 1961 as introduced by the taxation laws (amendment ordinance, 2019 from the current financials year), accordingly the provision for income tax and deferred tax balances have been recorded/re-measured using the new tax rate and the resultant impact have been recognised in the current periods audited financial results.
- (10) The Board of Directors have recommended a dividend of 7.5% i.e. ₹ 0.15/- (previous year Nil) on equity share of ₹ 2/- each for the year ended 31st March 2020 subject to approval of shareholders in the ensuing Annual General Meeting.
- (11) The previous period/year figures have been rearranged /regrouped, whenever considered necessary.

Place : Gurugram
Date: 23rd June 2020


Sandip Somany
Chairman



INDEPENDENT AUDITOR'S REPORT

To
The Board of Directors of
Somany Home Innovation Limited

Opinion

1. We have audited the accompanying Statement of Standalone Financial Results of Somany Home Innovations Limited ('the Company') for the quarter and year ended March 31, 2020 ("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 Listing Regulations"). In our opinion and to the best of our information and according to the explanations given to us, the statement:
 - a) is presented in accordance with the requirements of the Listing Regulations in this regard, 2015, as amended; and
 - b) gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India of the net profit, other comprehensive income and other financial information of the Company for the quarter and year ended 31st March, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditors' Responsibilities for the Audit of the Standalone Financial Results" 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 together with 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 is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Attention is drawn to:

- i) Note no. 7 regarding COVID-19 related lock-down/ restrictions, where management could perform year end physical verification of inventories at certain locations subsequent and near to year end. However, we could not able to physically observe the verification of inventories that was carried out by the Management. Consequently, we have performed alternate procedures to audit the existence of Inventory as per the guidance provided by in SA 501 "Audit Evidence – Specific Considerations for Selected Items" and have obtained sufficient audit evidence to issue our unmodified opinion on these Standalone Financial Results.

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For LODHA & CO., Chartered Accountants
Firm's Reg. No. A
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Firm's Reg. No. 10001/2015, dated 12/03/2015
Firm's Reg. No. 10001/2015, dated 12/03/2015



Further opinion of the management on the carrying value of assets and liabilities and COVID-19 impact on the operation as stated in the said note.

- ii) The appointment and managerial remuneration of Rs. 83.72 lacs paid to a wholetime director is subject to approval by the shareholders in ensuing Annual General Meeting.

Our opinion is not modified in respect of the above matters.

Management's Responsibilities for the Standalone Financial Results

The statement has been prepared on the basis of the Standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable 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 Regulations 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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 judgements and estimates that are reasonable and prudent; and the 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 give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the statement, 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 the cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of Standalone Financial Results

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 the 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. Misstatement 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 the statement.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk 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, misrepresentation, 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 through a separate report on the complete set of standalone financial statements on whether the Company has adequate internal financial control with reference to financial statements in place 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 Board of Directors.
- Conclude on the appropriateness of the 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 financial results 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.

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.

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.

Other Matters

- The Statement includes the results for the quarter ended 31st March, 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.
- The audited result for the quarter ended 31st March 2019 as approved by the Board of directors is balancing figure between the restated audited figures in respect of the full financial year ended 31st March 2019 and the unaudited management certified year to date figures up to the third quarter ended 31st Dec 2018. As stated

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in Note no. 3(I)(a) financial statements for the year ended 31st March 2019 are restated audited figures after giving impact of the scheme approved by the Hon'ble NCLT Kolkata Bench on 26th June 2019 and effective from 1st April 2018 which has been approved by Board of Directors. The restated financial statements for the year ended 31st March 2019 are to be adopted by the shareholders.

Our opinion on above matters are not modified.

For LODHA & CO.
Chartered Accountants
Firm Registration No: 301051E

NARENDRA
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LODHA

Chartered Accountant
Firm Registration No: 301051E
UDIN: 20085155AAAAACQ1828
Date: 23.06.2020



N. K. Lodha
Partner
Membership No. 085155
UDIN : 20085155AAAAACQ1828

Place: New Delhi
Date: 23.06.2020

Independent Auditor's Report

To
The Board of Directors of
Somany Home Innovation Limited
Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying Statement of Consolidated Financial Results of Somany Home Innovation Limited ('the Company'/'Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter and year ended March 31, 2020 ("the statement"), attached herewith, 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 ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial information of the subsidiaries referred in Other Matters section below, the aforesaid consolidated annual financial results :

- a) Includes the results of the following entities;

Subsidiary companies

- i) Brilloca Ltd.**
- ii) Hindware Home Retail (P) Ltd.**
- iii) Luxxis Heating Solutions (P) Ltd.**
- iv) Halis International Limited.\$
- v) Alchemy International Cooperatief U.A.*
- vi) Haas International B.V^
- vii) QUEO Bathroom Innovations Limited#
- viii) Hintastica (P) Ltd.**

** Subsidiary of Somany Home Innovation Limited

\$ Subsidiary of Brilloca Ltd.

* Subsidiary of Halis International Limited

^ Subsidiary of Alchemy International Cooperatief U.A.

Subsidiary of Haas International B.V

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

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Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditors' Responsibilities for the Audit of the Consolidated Financial Results" 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 together with 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 "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Attention is drawn to:

- i) Note no. 7 regarding COVID-19 related lock-down/restrictions, where management could perform year end physical verification of inventories at certain locations subsequent and near to year end. However, we could not able to physically observe the verification of inventories that was carried out by the Management. Consequently, we have performed alternate procedures to audit the existence of Inventory as per the guidance provided by in SA 501 "Audit Evidence – Specific Considerations for Selected Items" and have obtained sufficient audit evidence to issue our unmodified opinion on these Consolidated Financial Results.

Further opinion of the management on the carrying value of assets and liabilities and COVID-19 impact on the operation as stated in the said note.

- ii) The appointment and managerial remuneration of Rs. 83.72 lacs paid to a wholtime director of the holding company is subject to approval by the shareholders in ensuing Annual General Meeting.

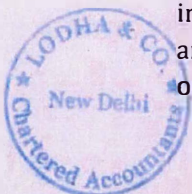
Our opinion is not modified in respect of the above matters.

Management's Responsibilities for the Consolidated Financial Results

The statement has been prepared on the basis of the Consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the statement that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable 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 Regulations 33 of the Listing Regulations.

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The respective Board of Directors of the Companies included in 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 judgements and estimates that are reasonable and prudent; and the 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 give a true and fair view and are 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.

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 the cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing of financial reporting process of the Group.

Auditor's Responsibilities for the Audit of Consolidated Financial Results

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 the 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. Misstatement 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 the statement.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk 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, misrepresentation, 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 through a separate report on the complete set of Consolidated financial statements on whether the Company has adequate internal financial control with reference to financial statements in place and the operating effectiveness of such controls. For drafting of our report we have considered the report of the independent auditors of respective Indian subsidiary companies.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the 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 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 consolidated financial results 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.

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- 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 results/financial information 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 the 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 in this regard are further described in para (a) of the section titled "Other Matters" in this audit report.

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

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matters

1. The consolidated annual financial results include the audited financial results of two subsidiaries, whose financial statements/financial information reflect total assets of Rs.394.76 lacs as at 31 March 2020, total revenue of Rs.866.65 lacs and Rs.58.13 lacs, total net profit / (loss) after tax of (Rs.45.04 lacs) and (Rs.86.20 lacs), and total comprehensive income of (Rs.45.29 lacs) and (Rs.86.45 lacs) for year ended 31 March 2020 and for the quarter ended 31st March 2020 respectively, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors.

The independent auditors' reports on financial statements of these entities have been furnished to us and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

2. The consolidated annual financial results include financial result for the quarter ended 31st March 2020 of three (3) subsidiaries, which reflects total assets of Rs.152.53 lacs as at 31 March 2020, total revenue of Rs.0.02 lacs and Rs.0.02 lacs, total net profit / (loss) after tax of (Rs.87.25 lacs) and (Rs.55.04 lacs), and total comprehensive income of (Rs.87.25 lacs) and (Rs.55.04 lacs) for year ended 31 March 2020 and for the quarter ended 31st March 2020 respectively, above are unaudited management certified results for the year /quarter ended 31st March 2020.

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3. The audited result for the quarter 31st March 2019 as approved by the Board of directors is balancing figure between the restated audited figures in respect of the full financial year ended 31st March 2019 and the unaudited management certified year to date figures up to the third quarter ended 31st Dec 2018. As stated in Note no. 3(I)(a) financial statements for the year ended 31st March 2019 are restated audited figures after giving impact of the scheme approved by the Hon'ble NCLT Kolkata Bench on 26th June 2019 and effective from 1st April 2018 which has been approved by Board of Directors. The restated financial statements for the year ended 31st March 2019 are to be adopted by the shareholders.
4. The consolidated annual financial results include the results for the quarter ended 31st March 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.

Our opinion is not modified in respect of above matters.

For **LODHA & CO.**
Chartered Accountants
FRN: 301051E

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Digitally signed by NARENDRA KUMAR LODHA
DN: cn=NARENDRA KUMAR LODHA, o=LODHA & CO.,
ou=New Delhi, email=NARENDRA@LODHA.CO, c=IN
Date: 2020.06.23 11:47:55 +05'30'

(N. K. LODHA)

Partner

Membership No. 085155

UDIN: 20085155AAAACR3664

Place: New Delhi

Date: 23.06.2020



NEAPS/ BSE ONLINE

23rd June, 2020

**The Corporate Relationship Department
BSE Limited
PhirozeJeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda Building
Mumbai – 400 001**

**Listing Department
National Stock Exchange of India Limited
Plot No. C/1, Block-G
Exchange Plaza, 5th Floor,
BandraKurla Complex, Bandra (E),
Mumbai 400 051**

Sub: Declaration on Auditors' Report with Unmodified Opinion under Regulation 33(3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

I, Sandip Somany, Chairman and Non-Executive Director of Somany Home Innovation Limited (CIN:L74999WB2017PLC222970) having registered office at 2, Red Cross Place, Kolkata — 700001 hereby declare that in accordance with Regulation 33(3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Lodha & Co., Chartered Accountants (Firm's Registration No. 301051E) Statutory Auditors of the Company have issued an Audit Report with unmodified opinion on the Standalone and Consolidated Audited Financial Results of the Company for the quarter and financial year ended on 31st March, 2020.

This is for your information and records.

For **SOMANY HOME INNOVATION LIMITED**


**Sandip Somany
Chairman and Non-Executive Director
DIN: 00053597**

Somany Home Innovation Limited

Corporate Office: 37 B, Echelon Institutional Area, Sector-32, Gurugram, Haryana-122 001, India. T. +91 124 2889300
Registered Office: 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668

wecare@hindware.co.in | www.shilgroup.com | CIN: U74999WB2017PLC222970

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