



Date: 6th February, 2025

**BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai — 400 001
Scrip Code: 531548**

**National Stock Exchange of India Ltd. (NSE)
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai — 400 051
Symbol: SOMANYCERA**

Dear Sir/Madam,

Subject: Outcome of the Board Meeting and announcements pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”)

Pursuant to the provisions of the Regulations 30 & 33(3) of Listing Regulations, we would like to inform that the Board of Directors of the Somany Ceramics Limited at their meeting held today i.e. 6th February, 2025, have inter-alia, considered and approved:

- a) Unaudited Financial Results (Standalone and Consolidated) of the Company for the Quarter & Nine Months ended 31st December 2024, along with Limited Review Report, issued by M/s. Singhi & Co., Statutory Auditors of the Company, duly considered and reviewed by the Audit Committee and approved by the Board of Directors of the Company (as enclosed).
- b) Re-appointment of M/s. Pinchaa & Co., Company Secretaries, Jaipur, having registration number P2016RJ051800 as Secretarial Auditor of the Company for a term of five consecutive years commencing from 1st April, 2025, subject to the approval of shareholders.
- c) Investment of upto Rs. 10,50,00,000/- (Rupees Ten Crores Fifty Lakhs) in Dura Build Care Private Limited (“DBCPL”) by way of acquisition of upto 52% (fifty-two percent) equity shares in DBCPL. Post this acquisition, DBCPL will become subsidiary of the Company.

The meeting of Board of Directors was commenced at 2:00 p.m. and concluded at 3:55 p.m.

Disclosure in relation to the aforesaid investment as required under Regulation 30 read with Schedule III of the SEBI Listing Regulation and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are enclosed as **Annexure A**.

The aforesaid information may also be accessed on the website of the Company www.somanyceramics.com.

This is for your information & records.

Thanking you,

Yours Faithfully,

For Somany Ceramics Limited

**Ambrish Julka
Sr. GM (Legal) & Company Secretary
M. No. F4484**

Encl: as above

SOMANY CERAMICS LIMITED | Corporate Office: F-36, Sector-6, Noida, 201301 (U.P.), India

Registered Office: 2, Red Cross Place, Kolkata - 700 001 | Tel: (033) 22487406/5913

Corporate Identity Number (CIN): L40200WB1968PLC224116

T: 0120 - 4627900 | customer.care@somanyceramics.com | www.somanyceramics.com | 1800-1030-004

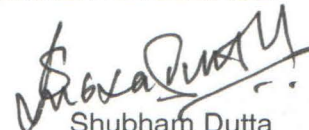
Independent Auditor's Review Report on Quarterly and nine months ended Standalone Unaudited Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended

To the Board of Directors of Somany Ceramics Limited

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results ("the Statement") of Somany Ceramics Limited ("the Company") for the quarter and nine months ended December 31, 2024. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results read with notes therein, prepared in all material respects in accordance with the applicable accounting standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E


Shubham Dutta

Partner

Membership No. 500580

UDIN: 25500580BMOY Y1222

Place: New Delhi
Date: February 6, 2025

Independent Auditor's Review Report on Quarterly and nine months ended Consolidated Unaudited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended

To the Board of Directors of Somany Ceramics Limited

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Somany Ceramics Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter and nine months ended December 31, 2024, ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the entities as mentioned in **Annexure 1**.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of review reports of other auditors referred in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement read with notes therein, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the interim financial results included in the consolidated unaudited quarterly and nine months ended financial results, in respect of:

- Six subsidiaries, whose interim financial results includes total revenues of Rs. 2,896 Lakhs and Rs. 8,307 Lakhs, total net profit after tax of Rs. 62 Lakhs and Rs. 218 Lakhs and total comprehensive Income of Rs. 62 Lakhs and Rs. 218 Lakhs for the quarter and nine months ended December 31, 2024 respectively. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.
- Five subsidiaries, total revenues of Rs. 11,965 Lakhs and Rs 39,666 Lakhs, total net profit after tax of Rs. 175 Lakhs and Rs. 625 Lakhs and total comprehensive Income of Rs. 176 Lakhs and Rs. 627 Lakhs for the quarter and nine months ended December 31, 2024 respectively. These reviewed financial results were adjusted to align with accounting policies of the Holding Company for preparing consolidated financial results of the Group. These adjusted interim financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

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



For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

A handwritten signature in black ink, appearing to read "Shubham Dutta".

Shubham Dutta
Partner

Membership No. 500580

UDIN: 255005&0BM0YYX5334

Place: New Delhi
Date: February 6, 2025

Annexure-1

Annexure-1 to our report dated February 6, 2025 on the Quarterly and nine months ended Unaudited Consolidated Financial Results of the Somany Ceramics Limited for the quarter and nine months ended December 31, 2024:

S.No.	Name of Company	Relationship
1.	Somany Excel Vitrified Private Limited	Subsidiary
2.	Somany Bathware Limited	Subsidiary
3.	Somany Sanitary Ware Private Limited	Subsidiary
4.	SR Continental Limited	Subsidiary
5.	Somany Bath Fittings Private Limited	Subsidiary
6.	SRCL Buildwell Private Limited ^	Subsidiary
7.	Amora Tiles Private Limited *	Subsidiary
8.	Sudha Somany Ceramics Private Limited	Subsidiary
9.	Acer Granito Private Limited *#	Subsidiary
10.	Vicon Ceramic Private Limited #	Subsidiary
11.	Vintage Tiles Private Limited #	Subsidiary
12.	Somany Piastrelle Private Limited	Subsidiary
13.	Somany Max Private Limited	Subsidiary

Considered as subsidiary under Ind-AS

^ Step down subsidiary

* Consolidated upto 30th November, 2024



Particulars	Standalone						Consolidated						
	Quarter ended			Nine Months Ended			Year Ended	Quarter ended			Nine Months Ended		Year Ended
	31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
1. Revenue from operations													
(a) Sale of Goods	62,080	63,896	59,689	1,81,925	1,81,586	2,52,516	64,007	66,152	60,879	1,87,745	1,84,551	2,57,732	
(b) Other Operating Income	248	307	158	749	492	933	479	481	335	1,232	832	1,403	
2. Other Income	576	524	696	1,690	2,263	2,812	182	132	281	523	902	1,061	
Total Income	62,904	64,727	60,543	1,84,364	1,84,341	2,56,261	64,668	66,765	61,495	1,89,500	1,86,285	2,60,196	
3. Expenses													
(a) Cost of Materials consumed	6,398	5,886	6,282	18,151	19,930	26,211	15,581	14,407	13,408	44,492	41,002	54,277	
(b) Purchases of stock-in-trade	36,656	37,284	32,641	1,05,125	96,169	1,35,832	18,220	16,992	14,053	47,666	41,981	59,908	
(c) Changes in inventories of finished goods, work-in progress and stock-in trade	(2,305)	499	(463)	(2,177)	47	2,282	(4,593)	879	(186)	(5,827)	1,203	5,608	
(d) Employees benefit expense	6,580	6,552	5,942	19,428	17,803	24,239	8,943	8,912	7,942	26,532	23,766	32,437	
(e) Finance Costs	207	181	202	554	582	777	1,327	1,348	1,088	4,025	3,303	4,646	
(f) Depreciation & amortization expense	1,500	1,124	1,276	3,761	3,464	4,663	2,282	1,916	1,882	6,115	5,321	7,251	
(g) Power and Fuel	5,403	4,797	5,631	15,327	18,357	24,128	13,066	12,342	12,523	38,168	38,202	52,187	
(h) Other expenses	6,426	5,942	6,197	17,554	17,773	23,844	7,923	7,501	7,571	22,104	21,854	29,396	
Total expenses (a to h)	60,865	62,265	57,708	1,77,723	1,74,125	2,41,976	62,749	64,297	58,281	1,83,275	1,76,632	2,45,710	
4. Profit/(loss) before exceptional items and tax	2,039	2,462	2,835	6,641	10,216	14,285	1,919	2,468	3,214	6,225	9,653	14,486	
5. Less:- Exceptional Item - (Gain)/Loss	(942)	-	(130)	(942)	207	(120)	200	-	(130)	200	532	205	
6. Profit before Tax	2,981	2,462	2,965	7,583	10,009	14,405	1,719	2,468	3,344	6,025	9,121	14,281	
7. Tax expense													
- Current Tax	584	549	793	1,655	2,603	3,757	671	648	839	1,920	2,693	3,906	
- Deferred Tax	87	87	63	207	(10)	270	81	87	165	179	(122)	437	
- Tax for earlier years	-	-	-	-	-	-	0	(1)	-	(1)	-	-	
8. Net Profit for the period	2,310	1,826	2,109	5,721	7,416	10,378	967	1,734	2,340	3,927	6,550	9,938	
9. Other Comprehensive Income (OCI)													
a. Items that will not be reclassified to profit or loss (net of tax)	-	(18)	-	(18)	(20)	8	(0)	(16)	-	(16)	(7)	40	
b. Items that will be reclassified to profit or loss (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	
10. Other Comprehensive Income for the period	-	(18)	-	(18)	(20)	8	-	(16)	-	(16)	(7)	40	
11. Total Comprehensive Income	2,310	1,808	2,109	5,703	7,396	10,386	967	1,718	2,340	3,911	6,543	9,978	
Net profit attributable to:													
Owners of the Company							929	1,716	2,219	3,873	6,607	9,688	
Non-Controlling Interest							38	18	121	54	(57)	250	
Other Comprehensive Income attributable to:													
Owners of the Company							0	(17)	-	(17)	(20)	17	
Non-Controlling Interest							(0)	1	-	1	13	23	
Total Comprehensive Income attributable to:													
Owners of the Company							930	1,699	2,219	3,857	6,587	9,705	
Non-Controlling Interest							37	19	121	54	(44)	273	
12. Paid up Equity Share Capital	820	820	849	820	849	820	820	820	849	820	849	820	
13. Other Equity						71,497						71,194	
14. Earning Per share- In Rs. (face value of Rs. 2/- each)													
Basic (In Rs.) (Not annualised)	5.63	4.46	4.97	13.95	17.46	24.64	2.26	4.19	5.22	9.45	15.56	23.01	
Diluted (In Rs.) (Not annualised)	5.63	4.45	4.96	13.94	17.43	24.61	2.26	4.18	5.21	9.44	15.53	22.98	



Notes:

1. These financial results have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
2. The business activity of the Company falls within a single operating business segment viz 'Ceramic Tiles and Allied Products' and hence there is no other reportable segment as per Ind AS 108 'Operating Segments'.
3. In the previous quarter, the Company granted options to certain employees under the Employee Stock Options Plan, 2023 (ESOP 2023). The employee benefits expenses during the quarter and Nine months ended December 31, 2024 includes provision for the fair value, measured in accordance with the provisions of Ind AS 102 "Share-based Payment", of the options granted under ESOP 2023 and ESOP 2021.
4. The Board of Directors has given approval for investment upto Rs. 1,050 Lakhs in equity shares of Dura Build Care Private Limited Private Limited (engaged in the business of manufacturing and selling of construction chemicals) by way of acquisition of upto 52% Equity Shares.
5. The Board of Directors in the meeting held on January 15, 2025, has approved to divest the investment in Amora Tiles Private Limited, w.e.f December 1, 2024. As per IND AS- 105 "Non-Current Assets Held for Sale and Discontinued Operations", The Company has treated the said Assets as held for sale in Standalone Financial Statements and in Consolidated Financial Statements. Consequently a gain of Rs. 397.80 lacs and loss of Rs. 13.33 lacs on fair valuation has been disclosed under the head "Exceptional Item" in Standalone Financial Statement and Consolidated Financial Statement respectively ,during the quarter and nine months ended December 31, 2024
6. The Board of Directors in the meeting held on January 15, 2025, has approved to divest the investment in Acer Granito Tiles Private Limited, w.e.f December 1, 2024. As per IND AS- 105 "Non-Current Assets Held for Sale and Discontinued Operations", The Company has treated the said Assets as held for sale in Standalone Financial Statements and in Consolidated Financial Statements. Consequently a gain of Rs. 544.30 lacs and loss of Rs. 186.61 lacs on fair valuation has been disclosed under the head "Exceptional Item" in Standalone Financial Statement and Consolidated Financial Statement respectively ,during the quarter and nine months ended December 31, 2024
7. The above results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on February 6, 2025 and the statutory auditor of the company has carried out Limited review of the same.

Date : February 6, 2025
Place : New Delhi



For SOMANY CERAMICS LIMITED


SHREEKANT SOMANY
CHAIRMAN & MANAGING DIRECTOR
DIN 00021423

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Name: Dura Build Care Private Limited (“DBCPL”) a private limited company bearing CIN: U24100DL1998PTC095846.</p> <p>Size/Turnover: Rs. 1510 Lakhs for the year ended March 31, 2024.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at 'arm's length"	<p>The proposed Investment of upto Rs. 10,50,00,000/- (Rupees Ten Crores Fifty Lakhs) towards upto 52% of equity share capital in the DBCPL, will not be a Related Party Transaction and the promoter/promoter group/group companies will have no interest therein.</p> <p>DBCPL becomes a ‘subsidiary’ only after proposed acquisition of the equity shares.</p> <p>The proposed investment shall be at arms' length basis.</p>
3	Industry to which the entity being acquired belongs	DBCPL is engaged in the business of manufacturing and selling construction chemicals.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	DBCPL is in the business of manufacturing and selling construction chemicals. With this the Company will have an access to enhanced production capacity of construction chemicals.
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition	Approximately 120 Days.
7	Nature of consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration
8	Cost of acquisition or the price at which the shares are acquired.	Proposed investment of up to Rs. 10,50,00,000 (Rupees Ten Crores Fifty Lakhs)
9	Percentage of shareholding control acquired and/or number of shares acquired	Upon completion of the proposed investment, shareholding of SCL in DBCPL shall be upto 52% of the equity share capital of DBCPL. SCL shall make the aforesaid investment in one or more tranches.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country	<u>Products/line of business of DBCPL:</u> Manufacturing and selling construction chemicals



	in which the acquired entity has presence and any other significant information (in brief).	<p><u>Date of incorporation of DBCPL:</u> August 28, 1998</p> <p><u>Turnover of last three years of DBCPL:</u> 1. Financial year 2023-24: Rs. 1510 Lakhs 2. Financial year 2022-23: Rs. 1603 Lakhs 3. Financial year 2021-22: Rs. 1365 Lakhs</p> <p><u>Country in which DBCPL will have presence:</u> India</p>
--	---	---