

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

**Review Report to
The Board of Directors
Bharat Gears Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Bharat Gears Limited (the 'Company') for the quarter ended June 30, 2019 (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 ('the Regulation') as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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

per Pramod Kumar Bapna
Partner
Membership Number: 105497



UDIN: 19105497A AAA BL 8758
Place: Faridabad
Date: August 6, 2019

BHARAT GEARS LIMITED CIN: L29130HR1971PLC034365 Registered Office: 20 K. M. Mathura Road, P. O. Amar Nagar, Faridabad - 121003 (Haryana)				
STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE, 2019				
(₹ in lacs)				
Particulars	Quarter ended			Previous year ended
	30.06.2019	31.03.2019	30.06.2018	31.03.2019
	(Unaudited)	(Audited) Refer Note 7	(Unaudited)	(Audited)
1 Revenue from operations	11,488	14,368	14,603	59,440
2 Other income (Refer Note 4)	40	41	203	475
3 Total income (1+2)	11,528	14,409	14,806	59,915
4 Expenses				
(a) Cost of materials and components consumed	5,373	6,881	7,092	28,840
(b) Changes in inventories of finished goods and work-in-progress	522	66	(229)	(1,429)
(c) Employee benefits expense	2,412	2,479	2,270	9,840
(d) Finance costs	556	591	469	2,197
(e) Depreciation and amortisation expense	665	586	489	2,176
(f) Other expenses	3,080	3,755	4,193	16,346
Total expenses	12,608	14,358	14,284	57,970
5 (Loss)/profit before tax (3-4)	(1,080)	51	522	1,945
6 Tax expense				
1. Current tax	(978)	(208)	255	689
2. Deferred tax	601	221	(74)	3
7 Net (loss)/profit for the period (5-6)	(703)	38	341	1,253
8 Other comprehensive income/(loss)				
(i) Items that will not be reclassified to profit or loss	(18)	(225)	(0)	(285)
(ii) Income tax relating to items that will not be reclassified to profit or loss	6	78	0	99
9 Total comprehensive income for the period (7+8)	(715)	(109)	341	1,067
10 Paid-up equity share capital (Face value ₹ 10/- per share)	931	814	814	814
11 Other equity (excluding revaluation reserve)				8,035
12 Earnings per share (Refer Note 6) [face value of ₹ 10/- each (* not annualised)] Basic and diluted (₹)	*(7.86)	*0.44	*4.04	14.83

**SIGNED FOR IDENTIFICATION
BY**
S R B C & CO LLP
**S R B C & CO LLP
MUMBAI**



Notes:

1. The above financial results have been reviewed and recommended by the Audit Committee in its meeting held on 05 August, 2019 and have been approved by the Board of Directors at its meeting held on 06 August, 2019.
2. The statutory auditors of the Company have carried out limited review of the aforesaid Unaudited Financial Results.
3. 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".

4. Other income includes:

Particulars	Quarter ended			Previous year ended
	30.06.2019	31.03.2019	30.06.2018	31.03.2019
	(Unaudited)	(Audited) Refer Note 7	(Unaudited)	(Audited)
Net exchange gain	17	23	177	391

5. The Company has adopted Ind AS 116 'Leases' effective 01 April, 2019 and applied the Standard to its leases retrospectively. This has resulted in recognizing a Right-of-use asset and a corresponding Lease Liability of ₹ 485 lacs as at 01 April, 2019. Resulting impact in the financial results of current period is an increase of ₹ 51 lacs and ₹ 14 lacs in depreciation for the right-of-use assets and finance costs on lease liability respectively and decrease in lease rent cost of ₹ 59 lacs.
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. Pursuant to this allotment, the securities premium stands increased by ₹ 1054 lacs net of share issue expenses of ₹ 51 lacs. The proceeds from Rights Issue have been utilised for the intended purposes. Basic and diluted earnings per share for the quarter ended 30 June, 2018 and 31 March, 2019, and year ended 31 March 2019 have been accordingly adjusted for effect of Rights Issue.
7. The figures of the quarter ended 31 March, 2019 are the balancing figures between audited figures in respect of the full financial year and the unaudited published year-to-date figures upto 31 December 2018, which were subjected to limited review by auditors.
8. Previous period's figures have been regrouped/reclassified wherever necessary.

For and on behalf of the Board of Directors

Surinder Paul Kanwar

Place: Faridabad
Date : 06 August, 2019

SURINDER PAUL KANWAR
Chairman & Managing Director

