

TTK Prestige LIMITED



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Corporate Office: 11th Floor, Brigade Towers, 135, Brigade Road, Bangalore – 560 025. INDIA
Phone: 91-80-22217438/39, Fax: 91-80-22277446, E-mail: ttkcorp@ttkprestige.com
www.ttkprestige.com CIN : L85110TZ1955PLC015049

October 27, 2021

To, BSE Limited 25th Floor, P.J. Towers, Dalal Street, Mumbai-400 001 Scrip ID: TTKPRESTIG Security Code: 517506	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051 Symbol: TTKPRESTIG
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**Sub: Outcome of Board Meeting held today i.e. October 27, 2021 of
TTK Prestige Limited ("Company")**

Dear Sir/Madam,

Further to our intimations dated September 20, 2021 and October 18, 2021 and in terms of Regulation 30, 33 and 42(2) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we wish to inform you the outcome of the Board Meeting as follows:

Financial Results

Kindly find enclosed a statement of Un-audited Financial Results for the second quarter ended 30th September 2021 approved by the Board of Directors for your records along with the Limited Review Report of the Statutory Auditors – M/s. PKF Sridhar & Santhanam LLP. The same is being published in the Press as per statutory requirements.

Sub-Division/ Split of Equity Shares

- a. The Board has approved Sub-Division/Split of Equity Shares of the Company from face value of Rs.10/- each into Re.1/- each subject to the approval of members through Postal Ballot.

The Record Date for the proposed for sub-division/split will be intimated in due course subject to compliance of necessary laws;

The details on sub-division/split of equity shares in terms of SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed as Annexure -1.

A  Group Company

(Registered Office: Plot No.38, SIPCOT Industrial Complex, Hosur – 635 126, Tamil Nadu. INDIA)

- b. The Board has approved alteration of the "Capital Clause" of the Memorandum of Association of the Company on account of Sub-Division/Split of Equity shares of the Company from face value of Rs.10/- each into Re.1/- each, subject to approval of the Members through Postal Ballot.

Disclosure required under Regulation 30 of the Listing Regulations is enclosed as Annexure -2.

The meeting of the Board of Directors commenced at 10.00 a.m. and concluded at 12.30p.m.

This is for your information and record.

Thanking you,

Yours faithfully,
For TTK Prestige Limited,



K. Shankaran
Wholetime Director & Secretary



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 Website: www.ttkprestige.com, email: investorhelp@ttkprestige.com, CIN No. L85110TZ1955PLC015049



Rs.in Crores (Except EPS)

Statement of Unaudited Financial Results for the Quarter and Half year ended 30th September 2021

Sl.No.	PARTICULARS	STANDALONE						CONSOLIDATED					
		Quarter Ended			Half Year Ended		Year Ended	Quarter Ended			Half Year Ended		Year Ended
		30.09.2021	30.06.2021	30.09.2020	30.09.2021	30.09.2020	31.03.2021	30.09.2021	30.06.2021	30.09.2020	30.09.2021	30.09.2020	31.03.2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue from operations	808.56	356.92	590.23	1165.48	798.77	2033.05	858.55	401.07	636.63	1259.62	863.27	2186.93
II	Other Income	8.00	8.28	7.17	16.28	13.74	27.53	8.00	8.28	7.59	16.28	14.61	28.71
III	Total Income (I+II)	816.56	365.20	597.40	1181.76	812.51	2060.58	866.55	409.35	644.22	1275.90	877.88	2215.64
IV	Expenses												
	a) Cost of Materials consumed	176.13	116.12	120.57	292.25	153.00	432.74	176.13	116.12	120.57	292.25	153.00	432.74
	b) Purchase of stock-in-Trade	304.83	126.59	181.64	431.42	238.21	699.73	324.38	161.14	204.40	485.52	263.65	776.35
	c) Changes in Inventories of Finished Goods, Work in Progress and Stock-in-Trade	5.33	(44.84)	54.69	(39.51)	89.69	47.66	13.77	(53.91)	60.82	(40.14)	103.31	59.80
	d) Employee benefits expense	48.97	45.51	39.80	94.48	75.17	166.88	54.99	51.30	46.05	106.29	87.11	191.15
	e) Finance Costs	0.84	0.98	0.67	1.82	1.34	3.07	1.69	1.21	0.87	2.90	1.82	5.05
	f) Depreciation and amortisation expense	10.26	9.76	9.44	20.02	17.79	37.92	10.92	10.38	10.27	21.30	19.26	39.97
	g) Other expenses	137.53	74.46	107.71	211.99	148.76	371.40	145.92	82.37	114.13	228.29	159.54	399.61
	Total Expenses (IV)	683.89	328.58	514.32	1012.47	723.96	1759.40	727.80	368.61	557.11	1096.41	787.69	1904.67
V	Profit / (Loss) before Exceptional items and Tax (III- IV)	132.67	36.62	83.08	169.29	88.55	301.18	138.75	40.74	87.11	179.49	90.19	310.97
VI	Exceptional items	-	-	-	-	-	11.90	-	-	-	-	-	11.90
VII	Profit/(Loss) before tax(V+VI)	132.67	36.62	83.08	169.29	88.55	313.08	138.75	40.74	87.11	179.49	90.19	322.87
VIII	Tax Expense												
	- Current Tax	33.15	9.14	20.96	42.29	22.24	75.63	34.34	9.88	21.28	44.22	22.56	78.08
	- Deferred Tax	0.88	0.27	(0.05)	1.15	0.05	2.31	0.88	0.27	0.39	1.15	0.05	1.90
IX	Profit / (Loss) for the period from Continuing operations (VII -VIII)	98.64	27.21	62.17	125.85	66.26	235.14	103.53	30.59	65.44	134.12	67.58	242.89
X	Profit/(Loss)from discontinued operations	-	-	-	-	-	-	-	-	-	-	-	(6.11)
XI	Tax Expense of discontinued operations	-	-	-	-	-	-	-	-	-	-	-	-
XII	Profit / (Loss)from discontinued operations(after tax)	-	-	-	-	-	-	-	-	-	-	-	(6.11)
XIII	Profit / (Loss) for the Period (IX+XII)	98.64	27.21	62.17	125.85	66.26	235.14	103.53	30.59	65.44	134.12	67.58	236.78
XIV	Other Comprehensive Income												
	A.(i) Items that will not be reclassified to Profit or Loss												
	Remeasurements of defined benefit plan actuarial gains/ (losses)	(1.93)	-	(0.22)	(1.93)	(0.23)	(0.30)	(1.93)	-	(0.22)	(1.93)	(0.23)	(0.30)
	Change in fair value of equity instruments designated irrevocably as FVTOCI	-	0.03	-	0.03	0.02	0.02	-	0.03	-	0.03	0.02	0.02
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.48	-	0.06	0.48	0.06	0.07	0.48	-	0.06	0.48	0.06	0.07
	B.(i) Items that will be reclassified to Profit or Loss												
	Foreign Exchange Fluctuation on Translation	-	-	-	-	-	-	(6.88)	4.31	4.81	(2.57)	3.84	17.63
XV	Total Comprehensive Income for the period(XIII+XIV) (Comprising Profit / (Loss) and other Comprehensive Income for the period)	97.19	27.24	62.01	124.43	66.11	234.93	95.20	34.93	70.09	130.13	71.27	254.20



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Rs.in Crores (Except EPS)

Statement of Unaudited Financial Results for the Quarter and Half year ended 30th September 2021

Sl.No.	PARTICULARS	STANDALONE						CONSOLIDATED					
		Quarter Ended			Half Year Ended		Year Ended	Quarter Ended			Half Year Ended		Year Ended
		30.09.2021	30.06.2021	30.09.2020	30.09.2021	30.09.2020	31.03.2021	30.09.2021	30.06.2021	30.09.2020	30.09.2021	30.09.2020	31.03.2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
XVI	Profit attributable to:												
	- Owners	98.64	27.21	62.17	125.85	66.26	235.14	103.53	30.59	65.64	134.12	68.19	236.78
	- Non controlling Interest	-	-	-	-	-	-	-	-	(0.20)	-	(0.61)	-
XVII	Other Comprehensive Income attributable to:												
	- Owners	(1.45)	0.03	(0.16)	(1.42)	(0.15)	(0.21)	(8.33)	4.34	4.65	(3.99)	3.84	17.42
	- Non controlling Interest	-	-	-	-	-	-	-	-	-	-	(0.15)	-
XVIII	Total Comprehensive Income attributable to:												
	- Owners	97.19	27.24	62.01	124.43	66.11	234.93	95.20	34.93	70.29	130.13	72.03	254.20
	- Non controlling Interest	-	-	-	-	-	-	-	-	(0.20)	-	(0.76)	-
XIX	Paid up Equity Share Capital (Face value Rs.10 per share)	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86
XX	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year						1464.01						1489.00
XXI	Annualised Basic & Diluted	71.16	19.63	44.85	90.79	47.80	169.64	74.69	22.07	47.21	96.76	48.75	175.23
XXII	Annualised Basic & Diluted	-	-	-	-	-	-	-	-	-	-	-	(4.41)
XXIII	Earnings Per Share- Rs.Ps.(for discontinued & continuing operations)-Not Annualised Basic & Diluted	71.16	19.63	44.85	90.79	47.80	169.64	74.69	22.07	47.21	96.76	48.75	170.82

Notes:

- The above results have been reviewed by the Audit Committee of the Board and were approved by the Board of Directors at its meeting held on 27th October 2021 and have been subjected to Limited Review by the Statutory Auditors
- The company operates under one segment of Kitchen & Home appliances.
- These Financial Results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Sec 133 of the Companies Act, 2013 and as amended thereto.
- Other expenses include expenditure on account of CSR to the tune of Rs.3.26 crores in 1st half of Current year (PY H1 : Rs.2.58 crores) and Rs.1.79 Crores in Q2 of Current Year (PY Q2: Rs.1.29 Crores)
- The exceptional item in 12 months' FY 20-21 of standalone and consolidated financial results refers to the reversal of provision for export obligation of the acquired business made in the previous years, as the same stands fulfilled.
- The Amount of Rs.6.11 crores shown as 'Loss from Discontinued Operations' appearing in 12 months' FY 20-21 consolidated financial results refers to the company's wholly owned stepdown subsidiary, Horwood Homewares Limited UK's divestment of its 51% stake in its subsidiary, Horwood Life Limited, UK.
- The Figure shown under "Other Comprehensive Income" in Consolidated Financials include Effect of Changes in Foreign Exchange Rates arising on account of restatement of Assets and Liabilities of the subsidiary in INR.
- The social security code enacted in year 2020 has been deferred. When enacted, this code will have an impact on Company's contribution to Provident Fund, Gratuity and other employee related benefits. The Company proposes to do an assessment at an appropriate time and make appropriate provisions accordingly.
- The Investors can visit the company's website www.ttkprestige.com for updated information.

Date: 27th October 2021

Place: Bengaluru

T. T. Jagannathan
 Chairman

TTK PRESTIGE LIMITED
STATEMENT OF ASSETS AND LIABILITIES

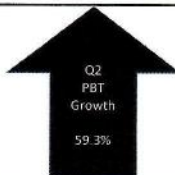
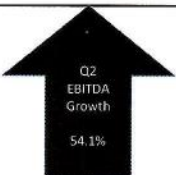
Rs.In Crores

Particulars	Standalone		Consolidated	
	As at 30 Sep 2021	As at 31 Mar 2021	As at 30 Sep 2021	As at 31 Mar 2021
	Unaudited	Audited	Unaudited	Audited
Assets				
Non-Current Assets				
Property, Plant and Equipment	398.86	396.51	400.03	397.60
Right-of-use-assets	32.00	26.44	49.56	42.92
Capital Work-in-Progress	11.80	18.01	11.80	18.01
Goodwill on Consolidation	-	-	128.48	129.88
Other Intangible assets	1.28	1.47	1.85	2.17
Financial Assets				
-Investments	192.78	192.76	0.10	0.07
-Other Non-Current Financial Assets	-	17.91	-	17.91
Advance Income Tax	6.98	8.05	6.98	8.05
Other Non-Current Assets	16.28	13.95	28.00	25.80
Total Non-Current Assets	659.98	675.10	626.80	642.41
Current Assets				
Inventories	464.53	393.41	519.71	447.93
Financial Assets				
-Investments	391.07	420.37	391.07	420.37
-Trade Receivables	403.67	271.91	430.62	290.87
-Cash and Cash Equivalents	12.31	11.96	76.75	75.74
-Bank Balances other than above	103.87	85.42	103.87	85.42
-Other Current Financial Assets	6.77	3.52	6.77	3.52
Other Current Assets	53.07	64.54	55.55	72.10
Total Current Assets	1,435.29	1,251.13	1,584.34	1,395.95
Total Assets	2,095.27	1,926.23	2,211.14	2,038.36
EQUITY AND LIABILITIES				
Equity Share Capital	13.86	13.86	13.86	13.86
Other Equity	1,549.02	1,466.16	1,579.70	1,491.15
Total Equity	1,562.88	1,480.02	1,593.56	1,505.01
Non-Current liabilities				
Financial Liabilities				
-Borrowings	-	-	-	40.38
-Lease Liabilities	25.51	19.79	42.73	36.12
Provisions	2.76	0.05	2.76	0.05
Deferred Tax Liabilities (Net)	35.74	34.59	36.00	34.85
Total Non-Current Liabilities	64.01	54.43	81.49	111.40
Current Liabilities				
Financial Liabilities				
-Borrowings	-	-	39.95	-
-Lease Liabilities	6.92	6.42	7.81	7.04
-Trade Payables				
Total Outstanding due to Micro and Small Enterprises	54.37	31.48	54.37	31.48
Total Outstanding due to other than Micro and Small Enterprises	159.43	168.26	184.63	194.17
-Other Financial Liabilities	203.61	142.04	203.39	141.43
Other Current Liabilities	33.32	34.34	33.32	37.27
Provisions	10.73	9.24	10.73	9.24
Current Tax Liabilities (Net)	-	-	1.89	1.32
Total Current Liabilities	468.38	391.78	536.09	421.95
Total-Equity and Liabilities	2,095.27	1,926.23	2,211.14	2,038.36

TTK PRESTIGE LIMITED
STATEMENT OF CASHFLOW

Rs in Crores

Particulars	Standalone		Consolidated	
	For Half Year Ended 30th Sept 2021	For Half Year Ended 30th Sept 2020	For Half Year Ended 30th Sept 2021	For Half Year Ended 30th Sept 2020
	Unaudited	Unaudited	Unaudited	Unaudited
Cash flows from operating activities				
Net Profit before tax	169.29	88.55	179.49	90.19
Adjustments:				
- Interest Income	(3.83)	(0.86)	(3.83)	(1.74)
- (Profit)/Loss on Sale of Property, Plant and Equipment	0.09	-	0.09	-
- OCI Effects	(1.90)	(0.21)	(4.47)	3.63
- Dividend Income	(6.66)	(10.36)	(6.66)	(10.36)
- Fair Value Gain on Investments in Mutual Funds	(3.45)	(6.08)	(3.45)	(6.08)
- Interest Expense	1.82	1.34	2.90	1.82
- Depreciation and Amortization	20.02	17.79	21.30	19.26
Operating cash flow before working capital changes	175.38	90.17	185.37	96.72
Changes in				
- Trade receivables	(131.76)	(54.10)	(139.75)	(63.48)
- Financial Assets and Other Current and Non-Current Assets	21.97	(2.44)	26.67	(2.36)
- Inventories	(71.12)	84.57	(71.80)	98.19
- Liabilities and provisions (Current and Non-Current)	64.77	29.04	62.37	(8.47)
- Trade Payables	14.06	40.19	13.37	51.29
Cash generated from operations	73.30	187.43	76.23	171.89
Income taxes paid (Net of Refunds)	(40.76)	(20.61)	(40.76)	(20.92)
Cash generated from / (used in) Operating Activities	32.54	166.82	35.47	150.97
Cash flows from Investing Activities				
Purchase of Property, Plant and Equipment	(10.57)	(7.56)	(11.21)	(8.90)
Investment in Subsidiary	-	(19.15)	-	-
Redemption/(Investments) in Mutual Funds or Term Deposits with Banks	14.27	(136.82)	14.27	(136.82)
Interest received	3.83	0.86	3.83	1.74
Dividends received	6.66	10.36	6.66	10.36
Net cash generated from/(used in) Investing Activities	14.19	(152.31)	13.55	(133.62)
Cash flows from Financing Activities				
Proceeds from/(repayment of) long term and short term borrowings	-	-	-	19.28
Dividend paid (including dividend distribution tax)	(41.58)	(27.72)	(41.58)	(27.72)
Interest paid/Finance Cost	(0.51)	(0.71)	(1.08)	(1.19)
Repayment of Lease Liabilities	(4.29)	(3.04)	(5.35)	(3.92)
Net cash used in Financing Activities	(46.38)	(31.47)	(48.01)	(13.55)
Increase in cash and cash equivalents	0.35	(16.96)	1.01	3.80
Cash and cash equivalents at the beginning of the year	11.96	35.06	75.74	53.04
Cash and cash equivalents at the end of the period	12.31	18.10	76.75	56.84
Components of cash and cash equivalents				
Cash on hand	0.06	0.09	0.06	0.09
Balances with banks				
- in current accounts	12.25	18.01	76.69	56.75
Total cash and cash equivalents	12.31	18.10	76.75	56.84

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STANDALONE			CONSOLIDATED		
					
Q2 Sales Value Growth 37.0%	Q2 PBT Growth 59.7%	Q2 EBITDA Growth 54.3%	Q2 Sales Value Growth 34.9%	Q2 PBT Growth 59.3%	Q2 EBITDA Growth 54.1%

Extract of Standalone/ Consolidated Financial Results of TTK Prestige Limited for the Quarter / Half Year ended 30th September 2021											Rs. in Crores (except EPS)
		STANDALONE					CONSOLIDATED				
		Quarter ended		Half Year Ended		Full Year Ended	Quarter ended		Half Year Ended		Full Year Ended
		Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Sl. No.	Particulars	30th September 2021	30th September 2020	30th September 2021	30th September 2020	31st March 2021	30th September 2021	30th September 2020	30th September 2021	30th September 2020	31st March 2021
1	Net Sales/Income from Operations (Net of Discounts)	808.56	590.23	1,165.48	798.77	2,033.05	858.55	636.63	1,259.62	863.27	2,186.93
2	Net Profit / (Loss) for the period (before Tax, Exceptional and/or Extraordinary items)	132.67	83.08	169.29	88.55	301.18	138.75	87.11	179.49	90.19	310.97
3	Net Profit / (Loss) for the period before tax (after Exceptional and/or Extraordinary items)	132.67	83.08	169.29	88.55	313.08	138.75	87.11	179.49	90.19	322.87
4	Net Profit / (Loss) for the period after tax (after Exceptional and/or Extraordinary items)	98.64	62.17	125.85	66.26	235.14	103.53	65.44	134.12	67.58	242.89
5	Total Comprehensive Income for the period (Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax))	97.19	62.01	124.43	66.11	234.93	95.20	70.09	130.13	71.27	254.20
6	Equity Share Capital	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86	13.86
7	Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet					1,464.01					1,489.00
8	Earnings Per Share- Rs.Ps.(for Continuing operations)-Not annualised Basic & Diluted	71.16	44.85	90.79	47.80	169.64	74.69	47.21	96.76	48.75	175.23
9	Earnings Per Share- Rs.Ps.(for discontinued operations)-Not annualised Basic & Diluted										(4.41)
10	Earnings Per Share (of Rs. 10/- each)-Rs.Ps (for continuing and discontinued operations)-Not annualised Basic & Diluted	71.16	44.85	90.79	47.80	169.64	74.69	47.21	96.76	48.75	170.82

Notes:

- 1 The above is an extract of the detailed format of Financial Results for the Quarter & Half Year ended 30th September 2021, filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The full format of the Financial Results are available on the websites of the Stock Exchange's at www.bseindia.com and www.nseindia.com and the Company's website viz. www.ttkprestige.com

Date: 27th October 2021

Place: Bengaluru


T.T. Jagannathan
Chairman

RECENTLY LAUNCHED INNOVATIONS



Triply Svachh Pressure Cooker



Svachh Inner lid Pressure Cooker



Stainless Steel Cookware



Svachh Gas Stove



Blender Mixer Grinder



Vacuum Cleaner



Prestige

Jo apnon se kare pyaar, woh Prestige se kaise kare Inkaar.

PRIDE
2021

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PKF SRIDHAR & SANTHANAM LLP

Chartered Accountants

Independent Auditor's Review Report on review of interim standalone financial results

To the Board of Directors of TTK Prestige Limited.

We have reviewed the accompanying Statement of Unaudited Standalone Financial results of TTK Prestige Limited ("the company") for the quarter and half year ended 30th September 2021, being submitted by the company pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure requirements) regulations, 2015, as amended.

Management's Responsibility

The Statement, which is the responsibility of the management and approved by the Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("IndAS-34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, and other accounting principles generally accepted in India.

Auditor's Responsibility

Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagement (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.

Conclusion

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 prepared in accordance with the applicable Accounting Standards and other recognized 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 PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No. 003990S/S200018



Seethalakshmi. M
Partner

Place: Bengaluru
Date: 27th October 2021

Membership No. 208545
ICAI UDIN: 21208545AAAA138745

Independent Auditor's Review Report on review of interim consolidated financial results

To the Board of Directors of TTK Prestige Limited.

We have reviewed the accompanying statement of Unaudited Consolidated Financial results of TTK Prestige Limited (the "parent") and its subsidiaries (the parent and subsidiaries together referred to as the "Group"), for the quarter and half year ended 30th September 2021 (the "Statement") being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as amended.

Management's Responsibility

The 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 recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("IndAS-34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, and other accounting principles generally accepted in India.

Auditor's Responsibility

Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review in accordance with the Standard on Review Engagement (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 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 doesn't 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.

Conclusion

Based on our review conducted as stated above and based on the financial information of the subsidiaries certified by the management, nothing has come to our attention that causes us to believe that the Statement prepared, in accordance with the Indian Accounting Standards notified under the Section 133 of the Companies Act, 2013, 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.

The Parent's subsidiaries are located outside India whose financial results and financial information have been prepared in accordance with accounting principles generally accepted in their respective country. The Parent's management has converted the financial information of the subsidiaries outside India from accounting principles generally accepted in their respective country to accounting principles generally accepted in India.



Other Matters

The Statement includes the results of the following entities: TTK British Holdings Limited and Horwood Homewares Limited

We did not review the financial information of TTK British Holdings Limited and Horwood Homewares Limited included in the consolidated unaudited financial results, whose financial results reflect total assets of Rs. 115.87 crores and net assets of Rs. 30.68 crores as at 30th Sep 2021, total revenue of Rs. 49.99 crores and 94.14 crores, total profit / (loss) after tax (net) of Rs. 4.89 crores and 8.27 crores, and total comprehensive income of Rs. (1.99) crores and 5.70 crores for the quarter ended 30th September 2021 and for the period from 1 April 2021 to 30 September 2021, respectively, and net cash inflows amounting to Rs. 0.66 crores for the half year ended 30th September 2021. These financial information / results and other financial information have not been reviewed by its auditors, but have been prepared by the management of the Parent, and our conclusion on the statement to the extent they have been derived from such financial information / results is based solely on such statements prepared by the management. Our report on the Statement is not modified in respect of this matter, as in our opinion and according to the information and explanations given to us by the management, these financial information are not material to the group as per regulation 33(8).

For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No. 003990S/S200018


Seethalakshmi M
Partner

Membership No. 208545
ICAI UDIN: 21208545 AAAA1K 6447

Place: Bengaluru
Date: 27th October 2021

Annexure – 1

Details on sub-division in terms of SEBI Circular No.CIR/CFD/CMD/4/2015 dated 9th September, 2015

S.No.	Particulars	Description
1	Ratio of sub-division	1:10 i.e. existing One(1) equity share of face value of Rs.10/- each into Ten(10) Equity Shares of face value of Rs.1/- each
2.	Rationale behind the split	To facilitate larger shareholder base, to increase the liquidity and to make the shares more affordable to investors
3.	Expected time of completion	Within the prescribed timeline specified in this regard
4	Class of shares which are sub-divided	Equity shares of Rs.10/- each (There is only one class of equity shares)
5	Pre and Post Sub-division of Share capital (i) Authorised (ii) Issued, Subscribed and Paid -up	<u>Pre-Sub-Division</u> (i) Authorised Share Capital 1,50,00,000 equity shares of Rs.10/- each (ii) Issued & Subscribed & Paid up Capital 1,38,61,402 equity shares of Rs.10/- each <u>Post-Sub-Division</u> (i) <u>Authorised Share Capital</u> 15,00,00,000 equity shares of Rs.1/- each (ii) <u>Issued & Subscribed & Paid up Capital</u> 13,86,14,020 equity shares of Rs.1/- each
6	Number of shares of each class pre and post sub-division	The details are stated in point 5 above
7	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not Applicable

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Annexure 2

Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as Amended

Amendments to Memorandum of Association of the Company, in brief

The Board of Directors of the Company at its Meeting held on October 27, 2021 subject to the approval of the Members, to be obtained by means of Postal Ballot, has resolved to amend the Capital Clause (Clause 5) of the Memorandum of Association of the Company as below:

5. The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of Re.1/- (Rupee One Only) each, with such rights, privileges and conditions respectively attached thereto as may be, from time to time, conferred by the Regulations of the Company with power to increase and or reduce its capital from time to time and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being provided by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf."

