

## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF PENNAR INDUSTRIES LIMITED

1. We have reviewed the accompanying Consolidated Unaudited Financial Results of **PENNAR INDUSTRIES 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, 2020 ("Consolidated Results") included in the accompanying Statement of Unaudited Consolidated and Standalone Financial Results for the quarter and nine months ended December 31, 2020 ("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. The Consolidated Results included in 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 the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder 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 Consolidated Results included in 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel 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 specified under Section 143(10) of the Companies Act, 2013 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 following entities:
  - i) Pennar Industries Limited, India (Parent Company)
  - ii) Pennar Global Inc., USA (Wholly-Owned Subsidiary)
  - iii) Eneritech Pennar Defense and Engineering Systems Private Limited, India (Subsidiary)
  - iv) Pennar GmbH, Germany (w.e.f. December 4, 2019) (Wholly-Owned Subsidiary)
  - v) Oneworks BIM Technologies Private Limited, India (w.e.f. February 14, 2020) (Wholly-Owned Subsidiary)
  - vi) Pennar Global Metals Inc., USA (w.e.f. August 12, 2020) (Subsidiary of (ii) above)
  - vii) Ascent Buildings LLC., USA (w.e.f. September 4, 2020) (Subsidiary of (ii) above)
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, and based on the consideration of the review report of the other auditor referred to in paragraph 7 below, 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 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.



**Deloitte  
Haskins & Sells LLP**

6. We draw your attention to Note 6 of the statement, which describes that certain estimates and judgements were made related to the COVID-19 pandemic, wherein, the eventual outcome of the impact of this global health pandemic may be different from those estimated by the management.

Our conclusion is not modified in respect of this matter.

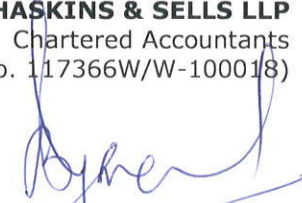
7. We did not review the interim financial statements / financial information of three subsidiaries included in the Consolidated results, whose interim financial statements / financial information reflect total revenues of ₹ 2,235 lakhs and ₹ 5,132 lakhs for the quarter and nine months ended December 31, 2020, respectively, total net profit after tax and total comprehensive income of ₹ 57 lakhs and ₹ 15 lakhs for the quarter and nine months ended December 31, 2020 respectively, as considered in the Consolidated Results included in the Statement. These interim financial statements / financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Consolidated Results, 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 these matters.

8. The consolidated unaudited financial results includes the interim financial statements / financial information of three subsidiaries which have not been reviewed by their auditors, whose interim financial statements / financial information reflect total revenues of ₹ 442 lakhs and ₹ 1,265 lakhs for the quarter and nine months ended December 31, 2020, respectively, total net profit after tax and total comprehensive income of ₹ 4 lakhs and ₹ 58 lakhs for the quarter and nine months ended December 31, 2020 respectively, as considered in the Consolidated Results included in the Statement. According to the information and explanations given to us by the Management, these interim financial statements / financial information are not material to the Group.

Our conclusion on the Statement is not modified in respect of our reliance on the interim financial statements / financial information certified by the Management.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm Registration No. 117366W/W-100018)

  
**Ganesh Balakrishnan**  
Partner  
(Membership No.201193)  
UDIN: 21201193AAAABS7080

Hyderabad, February 12, 2021

## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF PENNAR INDUSTRIES LIMITED

1. We have reviewed the accompanying Standalone Unaudited Financial Results of **PENNAR INDUSTRIES LIMITED** ("the Company"), for the quarter and nine months ended December 31, 2020 ("Results") included in the accompanying Statement of Unaudited Consolidated and Standalone Financial Results for the quarter and nine months ended December 31, 2020 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. The Results included in the Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 specified under section 143(10) of the Companies Act, 2013 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.
4. Based on our review conducted as stated in paragraph 3 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 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.
5. We draw your attention to Note 6 of the statement, which describes that certain estimates and judgements were made related to the COVID-19 pandemic, wherein, the eventual outcome of the impact of this global health pandemic may be different from those estimated by the management.

Our conclusion is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm Registration No. 117366W/W-100018)

  
**Ganesh Balakrishnan**  
Partner

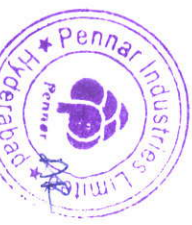
(Membership No.201193)  
UDIN: 21201193AAAABR1389

Hyderabad, February 12, 2021

PENNAR INDUSTRIES LIMITED  
(CIN: L27109TG1975PLC001919)

Regd. Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad 500084, Telangana, India.  
Tel: +91 40 40061621; Fax: +91 40 40061618; Email: corporatecommunications@pennarindia.com; Website: www.pennarindia.com  
Statement of Consolidated and Standalone Unaudited Financial Results for the Quarter and Nine months ended December 31, 2020

Sl. No	Particulars	Consolidated results						Standalone results					
		Quarter Ended		Nine months Ended		Year Ended		Quarter Ended		Nine months Ended		Year Ended	
		31-Dec-20	30-Sep-20	31-Dec-19	31-Dec-20	31-Dec-19	31-Mar-20	31-Dec-20	30-Sep-20	31-Dec-19	31-Dec-20	31-Dec-19	31-Mar-20
1	Income	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
(a)	Revenue from operations	41,193	39,044	53,738	96,856	1,65,516	2,10,655	41,121	39,304	53,207	96,668	1,64,612	
(b)	Other Income	466	225	355	967	1,570	2,028	463	193	420	914	2,029	
	<b>Total Income</b>	<b>41,659</b>	<b>39,269</b>	<b>54,093</b>	<b>97,823</b>	<b>1,67,086</b>	<b>2,12,683</b>	<b>41,584</b>	<b>39,497</b>	<b>53,627</b>	<b>97,582</b>	<b>1,66,183</b>	
2	Expenses												
(a)	Cost of materials consumed	24,602	24,434	27,176	57,793	94,769	1,18,460	23,639	24,231	27,013	56,592	94,564	
(b)	Purchase of traded goods	548	1,697	2,742	2,502	5,795	8,463	903	1,342	2,742	2,502	5,795	
(c)	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	(383)	(3,088)	2,356	(2,375)	(1,289)	(1,143)	574	(2,162)	(1,161)	(634)	(1,289)	
(d)	Employee benefits expense	3,760	3,423	4,540	10,297	13,055	16,184	3,668	3,262	4,416	9,859	12,742	
(e)	Finance costs	2,198	1,982	2,258	6,157	8,345	8,345	2,192	1,979	2,262	6,139	6,515	
(f)	Depreciation and amortisation expense	1,213	1,137	1,137	3,638	3,129	4,282	1,199	1,204	1,135	3,596	3,124	
(g)	Other expenses	9,379	9,536	12,265	23,913	38,912	51,780	9,135	9,620	12,149	22,734	38,643	
	<b>Total expenses</b>	<b>41,317</b>	<b>39,202</b>	<b>52,474</b>	<b>1,01,925</b>	<b>1,60,888</b>	<b>2,06,371</b>	<b>41,310</b>	<b>39,476</b>	<b>52,073</b>	<b>1,01,788</b>	<b>1,60,094</b>	
3	<b>Profit / (loss) before tax (1-2)</b>	<b>342</b>	<b>67</b>	<b>1,619</b>	<b>(4,102)</b>	<b>6,198</b>	<b>6,312</b>	<b>274</b>	<b>21</b>	<b>1,554</b>	<b>(4,206)</b>	<b>6,089</b>	
4	Tax expense												
(a)	Current tax	7	1	393	31	1,483	1,768	-	-	379	-	1,459	
(b)	Deferred tax	62	9	(5)	(1,059)	(529)	(796)	62	11	(5)	(1,059)	(529)	
	<b>Total tax expense</b>	<b>69</b>	<b>10</b>	<b>388</b>	<b>(1,028)</b>	<b>954</b>	<b>972</b>	<b>62</b>	<b>11</b>	<b>374</b>	<b>(1,059)</b>	<b>930</b>	
5	<b>Net Profit / (Loss) for the period (3-4)</b>	<b>273</b>	<b>57</b>	<b>1,231</b>	<b>(3,074)</b>	<b>5,244</b>	<b>5,340</b>	<b>212</b>	<b>10</b>	<b>1,180</b>	<b>(3,147)</b>	<b>5,159</b>	
	Attributable to:												
	Shareholders of the Company	264	49	1,209	(3,098)	5,210	5,305	212	10	1,180	(3,147)	5,159	
	Non-controlling interest	9	8	22	24	34	35	-	-	-	-	-	
6	Other comprehensive income												
	Items that will not be reclassified subsequently to profit or loss	-	-	-	-	-	(52)	-	-	-	-	-	
	(a) Remeasurement of the net defined benefit liability	-	-	-	-	-	13	-	-	-	-	-	
	(b) Income tax relating to above items	(7)	(25)	8	(26)	9	67	-	-	-	-	-	
	<b>Total Other comprehensive Income/(Loss), net of tax</b>	<b>(7)</b>	<b>(25)</b>	<b>8</b>	<b>(26)</b>	<b>9</b>	<b>28</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(39)</b>	
	Attributable to:												
	Shareholders of the Company	(7)	(25)	8	(26)	9	28	-	-	-	-	(39)	
	Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	
7	<b>Total Comprehensive Income (5+6)</b>	<b>266</b>	<b>32</b>	<b>1,239</b>	<b>(3,100)</b>	<b>5,253</b>	<b>5,368</b>	<b>212</b>	<b>10</b>	<b>1,180</b>	<b>(3,147)</b>	<b>5,159</b>	
	Attributable to:												
	Shareholders of the Company	257	24	1,217	(3,124)	5,219	5,333	212	10	1,180	(3,147)	5,159	
	Non-controlling interests	9	8	22	24	34	35	-	-	-	-	-	
8	<b>Paid up equity share capital [Face Value of ₹ 5 per share] (Refer note 3)</b>	<b>7,108</b>	<b>7,108</b>	<b>7,550</b>	<b>7,108</b>	<b>7,550</b>	<b>7,262</b>	<b>7,108</b>	<b>7,108</b>	<b>7,550</b>	<b>7,108</b>	<b>7,550</b>	
9	<b>Other equity</b>												
10	<b>Earnings Per Share [Face Value of ₹ 5 per share] (For the quarterly periods - not annualised)</b>												
	Basic and Diluted Earnings per share (in ₹)	0.19	0.03	0.79	(2.17)	3.42	3.51	0.15	0.01	0.78	(2.21)	3.39	



**NOTES:**

- The consolidated and standalone financial results of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI").
  - The above consolidated and standalone financial results were reviewed and recommended by the Audit Committee at their meeting held on February 10, 2021 and approved by the Board of Directors at their meeting held on February 12, 2021. The Statutory Auditors have issued an unmodified conclusion in respect of the limited review for the quarter and nine months ended December 31, 2020.
  - The Board of Directors, at its meeting held on November 12, 2019, approved Buyback of the Company's fully paid-up equity shares of face value of ₹ 5 each from the eligible equity shareholders of the Company other than promoters, promoter group and persons who are in control of the company, at a price not exceeding ₹ 45 per equity share (Maximum Buyback price), for an aggregate amount not exceeding ₹ 4,000 lakhs (Maximum Buyback size), payable in cash from the open market route through the stock exchange mechanism under the Buyback Regulations and the Companies Act. The Buyback shall not exceed ₹ 4,000 lakhs (Maximum Buyback size) excluding the transaction charges.
- On May 25, 2020, the scheme of Buyback was closed, the Company bought back 1,01,95,000 equity shares as of that date, resulting in total cash consideration of ₹ 2,725 lakhs (including ₹ 488 lakhs towards transaction cost and tax on Buyback). In line with the requirement of Companies Act, 2013, an amount of ₹ 2,215 lakhs has been utilized from securities premium account for the buyback. Further, capital redemption reserve of ₹ 510 lakhs representing the nominal value of shares brought back, has been created in accordance with Section 69 of the Companies Act, 2013.

4. The consolidated financial results include the results of the following group companies:

Name of the Company	Country of Incorporation	Nature of relationship	% Holding
Enerech Penmar Defense and Engineering Systems Private Limited	India	Subsidiary	51%
Penmar GmbH (from December 04, 2019)	Germany	Subsidiary	100%
Oneworks BIM Technologies Private Limited (w.e.f February 14, 2020)	India	Subsidiary	100%
Penmar Global Inc.	USA	Subsidiary	100%
Penmar Global Metals, LLC (w.e.f August 12, 2020)	USA	Step-down Subsidiary	100%
Ascent Buildings, LLC (from September 4, 2020)	USA	Step-down Subsidiary	100%

- During the quarter ended December 31, 2019, the Company acquired 100% equity shares of Penmar GmbH,
  - During the quarter ended March 31, 2020, the Company acquired 100% equity shares of Oneworks BIM Technologies Private Limited and recognised goodwill amounting to ₹ 322 lakhs in consolidated financial results and
  - During the previous quarter ended September 30, 2020, Penmar Global Inc (Subsidiary of the Company), has acquired Penmar Global Metals, LLC and incorporated Ascent Buildings, LLC as its subsidiaries. Accordingly the results for the corresponding periods are not comparable.

- COVID-19 is an infectious disease caused by the most recently discovered coronavirus, SARS-CoV-2. In March 2020, the World Health Organisation declared COVID-19 a pandemic. The Government of India, declared a lockdown on March 23, 2020 in the light of the outbreak of COVID-19 due to which the Company suspended its operations from March 23, 2020. Operations have resumed from May 4, 2020 and the Company is taking various precautionary measures to protect its employees and their families from COVID-19 pandemic. The Company (including its subsidiaries) has considered internal and certain external sources of information up to the date of approval of the financial results in assessing the recoverability of inventories and other current assets. The impact of the global health pandemic may be different from those estimated as on the date of approval of these financial results and the Company / Group will continue to closely monitor any material changes to future economic conditions. The results for the quarter and nine months ended December 31, 2020 are not comparable with previous periods for reasons stated above.

- The details of funds raised through Initial Public Offer (IPO) by the erstwhile entity, PEBS during the financial year 2015-2016, and utilisation of said funds as at December 31, 2020 are as follows:

Particulars	Objects of the issue as per prospectus		Utilisation upto		Unutilised amount upto December 31, 2020	(\$ in Lakhs)
	December 31, 2020	December 31, 2020	December 31, 2020	December 31, 2020		
A) Repayment/ prepayment in full or part of certain working capital facilities availed by the Company	3,400	3,400	3,400	369	-	431
B) Financing the procurement of infrastructure (including software and hardware) for the expansion of design and engineering services	800	800	800	1,079	-	4
C) General corporate purposes	1,079	1,079	1,079	517	-	4
D) Share issue expenses	521	521	521	5,365	-	435
<b>Total</b>	<b>5,800</b>	<b>5,800</b>	<b>5,365</b>			

As on December 31, 2020, unutilised funds have been temporarily invested in in mutual funds and other bank balances.

- The Code on Social Security, 2020 (Code) relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.



9. SEGMENT REPORTING:

(₹ in Lakhs)

Particulars	Quarter Ended		Nine months Ended		Year Ended		
	31-Dec-20 Unaudited	30-Sep-20 Unaudited	31-Dec-19 Unaudited	31-Dec-20 Unaudited	31-Dec-19 Unaudited	31-Mar-20 Audited	
<b>Segment revenue</b>							
Diversified engineering	24,409	21,975	32,791	55,681	1,05,001	1,33,274	
Custom designed building solutions & auxiliaries	19,474	19,454	22,291	47,605	65,433	83,932	
<b>Total</b>	<b>43,883</b>	<b>41,429</b>	<b>55,082</b>	<b>1,03,286</b>	<b>1,70,434</b>	<b>2,17,206</b>	
Less : Inter segment revenue	2,690	2,385	1,344	6,430	4,918	6,551	
<b>Revenue from operations</b>	<b>41,193</b>	<b>39,044</b>	<b>53,738</b>	<b>96,856</b>	<b>1,65,516</b>	<b>2,10,655</b>	
<b>Segment results</b>							
Diversified engineering	2,261	2,165	2,737	3,283	10,869	13,943	
Custom designed building solutions & auxiliaries	1,492	1,102	2,277	2,410	4,975	4,996	
<b>Total</b>	<b>3,753</b>	<b>3,267</b>	<b>5,014</b>	<b>5,693</b>	<b>15,844</b>	<b>18,939</b>	
Less : Depreciation and amortisation expense	1,213	1,218	1,137	3,638	3,129	4,282	
Finance costs	2,198	1,982	2,258	6,157	6,517	8,345	
<b>Profit before tax</b>	<b>342</b>	<b>67</b>	<b>1,619</b>	<b>(4,102)</b>	<b>6,198</b>	<b>6,312</b>	
					As at		
					31-Dec-20 Unaudited	31-Dec-19 Unaudited	31-Mar-20 Audited
<b>Capital employed (Segment assets - Segment liabilities) (See notes below)</b>							
<b>Segment assets</b>							
Diversified engineering			1,06,025	1,04,697	1,11,774	1,18,015	
Custom designed building solutions & auxiliaries			67,364	68,271	70,846	67,323	
<b>Total Segment Assets</b>			<b>1,73,389</b>	<b>1,72,968</b>	<b>1,82,620</b>	<b>1,85,338</b>	
<b>Segment liabilities</b>							
Diversified engineering			73,314	74,074	69,826	72,190	
Custom designed building solutions & auxiliaries			33,762	32,847	41,229	43,058	
<b>Total Segment Liabilities</b>			<b>1,07,076</b>	<b>1,06,921</b>	<b>1,11,055</b>	<b>1,15,248</b>	

**Notes:**

- i. Segment information is presented for the "consolidated financial results" as permitted under the Ind AS 108 - 'Operating Segments'.
- ii. The Company is focused on two business segments: Diversified engineering and Custom designed building solutions & auxiliaries. Based on the "management approach" as defined in Ind AS 108 - 'Operating Segments', the Chief Operating Decision Maker evaluates the Company's performance and allocation resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments. The accounting principles used in the preparation of the financial results are consistently applied to record revenue and expenditure in individual segments.



Place : Hyderabad

Date : February 12, 2021

By order of the Board  
for Pennar Industries Limited

*Aditya N. Rao*

Aditya N. Rao  
Vice Chairman & Managing Director

