

Registered Office:
" Maithri "
132, Cathedral Road,
Chennai 600 086.
India.

Tel : 91 44 2811 2472
URL : www.ranegroup.com

CIN : L35999TN1936PLC002202

Rane Holdings Limited



//Online Submission//

RHL / SE / 57 / 2020-21

February 09, 2021

BSE Limited Listing Centre Scrip Code: 505800	National Stock Exchange of India Ltd. NEAPS Symbol: RANEHOLDIN
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Dear Sir / Madam,

Sub: Outcome of Board Meeting held on February 09, 2021 - under Regulation 30 of SEBI LODR

Ref: Our letter no. RHL / SE / 50 / 2020-21 dated December 30, 2020

This is to inform that the Board of Directors, inter alia, approved the Unaudited Financial Results (Standalone & Consolidated) for the quarter and nine months ended December 31, 2020 of the Company as recommended by the Audit Committee at their respective meeting(s) held today (**February 09, 2021**).

The Unaudited Financial Results (Standalone & Consolidated) of the Company for the quarter and nine months ended December 31, 2020 is enclosed along with the Limited Review Report on both Standalone & Consolidated results issued by M/s. BSR & Co, LLP, Chartered Accountants, Statutory Auditors. (**Regulation 33**).

The Unaudited Financial Results (Standalone & Consolidated) will be uploaded on the website of the company at www.ranegroup.com and stock exchanges at www.bseindia.com and www.nseindia.com (**Regulation 46**). An 'earnings release' for the above results is also enclosed (**Regulation 30**).

The extract of the Unaudited Financial Results (Consolidated) will be published in newspapers, i.e., 'Business Standard' and 'Dinamani' in the format prescribed (**Regulation 47**).

The meeting of the Board of Directors commenced at 10:30 hrs (IST) and concluded at 11 : 36 hrs (IST).

We request you to take the above on record and note the compliance under above referred regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

Thanking you.

Yours faithfully,

For **Rane Holdings Limited**


Siva Chandrasekaran
Secretary



Encl: a/a

1. Unaudited Financial Results (Standalone & Consolidated) for the quarter and nine months ended December 31, 2020.
2. Extract of the Un-audited Financial Results (Consolidated) for Newspaper publication.
3. Limited Review Report (Standalone & Consolidated) for the quarter and nine months ended December 31, 2020.
4. Earnings release for the quarter and nine months ended December 31, 2020.

Statement of Standalone & Consolidated unaudited financial results for the Quarter and Nine months ended December 31, 2020

Rs. Lakhs

Particulars	Standalone						Consolidated					
	Quarter ended		Nine months ended		Year ended		Quarter ended		Nine months ended		Year ended	
	31.12.2020	30.09.2020	31.12.2019	31.12.2020	31.12.2019	31.03.2020	31.12.2020	30.09.2020	31.12.2019	31.12.2020	31.12.2019	31.03.2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1. Revenue												
(a) Revenue from operations	1,742.47	2,169.22	1,533.26	4,818.86	7,780.51	9,730.62	64,377.83	50,713.68	52,254.69	1,33,226.03	1,60,940.70	2,09,803.23
(b) Other Operating Income	-	-	-	-	-	-	1,983.69	887.60	1,404.07	3,247.58	5,147.89	5,720.43
Total Revenue from operations	1,742.47	2,169.22	1,533.26	4,818.86	7,780.51	9,730.62	66,361.52	51,601.28	53,658.76	1,36,473.61	1,66,088.59	2,15,523.66
Other Income	18.94	32.96	11.14	57.33	35.67	47.06	1,000.56	794.60	940.78	2,697.67	2,034.54	2,876.35
Total Revenue	1,761.41	2,202.18	1,544.40	4,876.19	7,816.18	9,777.68	67,362.08	52,395.88	54,599.54	1,39,171.28	1,68,123.13	2,18,400.01
2. Expenses												
(a) Cost of materials consumed	-	-	-	-	-	-	35,878.51	25,864.79	26,610.58	68,971.50	84,261.36	1,10,727.82
(b) Purchases of stock-in-trade	-	-	-	-	-	-	205.35	122.88	137.64	399.80	658.50	846.78
(c) Changes in inventories of finished goods and work-in-progress	-	-	-	-	-	-	(32.15)	1,418.84	970.05	4,239.11	2,171.52	724.56
(d) Employee benefits expense	377.66	311.98	420.41	1,003.18	1,207.65	1,512.14	11,276.00	9,887.82	10,921.79	29,771.44	33,927.38	44,207.70
(e) Finance costs	55.10	60.02	50.22	190.79	156.99	216.93	961.28	1,143.64	1,283.30	3,268.39	3,882.39	5,103.35
(f) Depreciation and amortisation expense	74.80	73.45	92.38	231.94	227.92	320.57	2,984.76	2,886.57	3,125.27	8,902.45	9,356.95	12,751.26
(g) Professional charges	98.13	83.54	93.22	271.17	341.24	480.03	283.41	418.55	717.30	1,141.69	2,148.42	3,308.72
(h) Information Systems expenses	162.72	170.38	135.70	490.35	441.37	645.31	410.44	288.00	211.98	922.09	644.06	869.25
(i) Other expenses	210.75	112.40	221.56	455.43	666.28	898.69	11,567.63	9,367.80	10,594.85	25,549.10	31,341.31	40,622.32
Total Expenses	979.16	811.77	1,013.49	2,642.86	3,041.45	4,073.67	63,535.23	51,398.89	54,572.76	1,43,165.57	1,68,391.89	2,19,161.76
3. Profit / (Loss) before share of profit / (loss) of Joint ventures and Exceptional items (1-2)	782.25	1,390.41	530.91	2,233.33	4,774.73	5,704.01	3,826.85	996.99	26.78	(3,994.29)	(268.76)	(761.75)
4. Share of Profit / (loss) of Joint Ventures (Includes share of exceptional items, net of taxes) (Refer note 7)	-	-	-	-	-	-	258.90	399.76	(542.09)	(1,134.63)	(360.05)	(40.24)
5. Profit / (Loss) Before exceptional items and tax (3+4)	782.25	1,390.41	530.91	2,233.33	4,774.73	5,704.01	4,085.75	1,396.75	(515.31)	(5,128.92)	(628.81)	(801.99)
6. Exceptional Items (Refer Note 8)	-	-	-	-	-	-	2,348.94	(80.57)	-	2,268.37	-	(196.59)
7. Profit / (Loss) before tax (5+6)	782.25	1,390.41	530.91	2,233.33	4,774.73	5,704.01	6,434.69	1,316.18	(515.31)	(2,860.55)	(628.81)	(998.58)
8. Tax expense												
Current Tax	178.33	254.60	52.67	445.68	585.72	619.29	2,298.25	(704.99)	731.12	1,607.75	2,484.65	2,652.86
Deferred Tax (Net)	(2.92)	(4.20)	2.31	(7.22)	(14.31)	2.60	203.18	1,552.56	(941.13)	(466.44)	(2,458.74)	(2,604.37)
Total Tax Expenses	175.41	250.40	54.98	438.46	571.41	621.89	2,501.43	847.57	(210.01)	1,141.31	25.91	48.49
9. Profit / (Loss) for the period (7-8)	606.84	1,140.01	475.93	1,794.87	4,203.32	5,082.12	3,933.26	468.61	(305.30)	(4,001.86)	(654.72)	(1,047.07)
Profit / (Loss) for the period attributable to:												
a. Owners of the company	606.84	1,140.01	475.93	1,794.87	4,203.32	5,082.12	2,472.55	417.09	(285.70)	(2,825.39)	(173.97)	(271.82)
b. Non-controlling interest	-	-	-	-	-	-	1,460.71	51.52	(19.60)	(1,176.47)	(480.75)	(775.25)
10. Other Comprehensive Income / (Loss)												
(a) Items that will not be reclassified to profit or loss and its related income tax effects												
i. Re-measurement losses on defined benefit plans	5.02	11.18	(25.55)	16.20	(77.27)	(55.03)	37.31	6.24	(74.87)	47.21	(416.73)	(1,130.76)
ii. Net gain / (loss) on FVOCI equity shares	(21.75)	(134.31)	147.32	(148.55)	187.25	391.16	(21.76)	(134.29)	147.32	(148.55)	187.25	391.17
iii. Income tax relating to items that will not be reclassified to profit or loss	(1.26)	(13.69)	(29.96)	(17.70)	(29.96)	(52.90)	(10.78)	(12.81)	(23.84)	(27.62)	70.02	114.62
	(17.99)	(136.82)	91.81	(150.05)	80.02	283.23	4.77	(140.86)	48.61	(128.96)	(159.46)	(624.97)
(b) Items that will be reclassified to profit or loss and its related income tax effects												
i. Net movement on cash flow hedges	-	-	-	-	-	-	48.37	217.66	(20.34)	435.57	2.18	(448.02)
ii. Exchange differences on translation of foreign exchanges	-	-	-	-	-	-	(714.61)	(440.07)	(408.25)	(1,469.40)	(407.47)	(908.01)
iii. Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	(25.55)	(63.70)	7.10	(148.49)	(0.76)	156.56
	-	-	-	-	-	-	(691.79)	(286.11)	(421.49)	(1,182.32)	(406.05)	(1,199.47)
Total Other Comprehensive Income / (Loss) (Net of Tax)	(17.99)	(136.82)	91.81	(150.05)	80.02	283.23	(687.02)	(426.97)	(372.88)	(1,311.28)	(565.51)	(1,824.44)
Other Comprehensive Income / (Loss) (OCI) attributable to:												
a. Owners of the company	(17.99)	(136.82)	91.81	(150.05)	80.02	283.23	(442.63)	(306.89)	(196.02)	(875.43)	(353.64)	(1,068.79)
b. Non-controlling interest	-	-	-	-	-	-	(244.39)	(120.08)	(176.86)	(435.85)	(211.87)	(755.65)
11. Total Comprehensive Income / (loss) for the period (9+10)	588.85	1,003.19	567.74	1,644.82	4,283.34	5,365.35	3,246.24	41.64	(678.18)	(5,313.14)	(1,220.23)	(2,871.51)
(Comprising profit / (loss) and other comprehensive income / (loss) for the period)												
Total Comprehensive Income / (Loss) (OCI) attributable to:												
a. Owners of the company	588.85	1,003.19	567.74	1,644.82	4,283.34	5,365.35	2,029.93	110.20	(481.71)	(3,700.81)	(527.60)	(1,340.61)
b. Non-controlling interest	-	-	-	-	-	-	1,216.31	(68.56)	(196.47)	(1,612.33)	(692.63)	(1,530.90)
12. Details of equity share capital												
Paid-up equity share capital (Face Value of Rs.10/- per share)	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78
13. Other equity												
14. Earnings per share (EPS) (Face Value - Rs.10/- each) (Amount in Rs.) (not annualised for quarters and nine months ended)												
(a) Basic	4.25	7.98	3.33	12.57	29.44	35.59	17.32	2.92	(2.00)	(19.79)	(1.22)	(1.90)
(b) Diluted	4.25	7.98	3.33	12.57	29.44	35.59	17.32	2.92	(2.00)	(19.79)	(1.22)	(1.90)

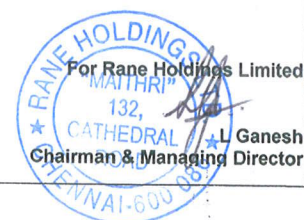


Statement of Standalone & Consolidated unaudited financial results for the Quarter and Nine months ended December 31, 2020

Notes

- 1 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 09, 2021.
- 2 The Statutory Auditors have carried out a limited review of these financial results. Periods prior to the quarter ended September 30, 2020, included in the above results were reviewed / audited by the previous auditors of the Company.
- 3 The Company holds strategic investments in subsidiaries (the company and its subsidiary collectively referred to as 'the Group') and joint ventures that are engaged primarily in manufacturing/marketing of components and providing technological services for the transportation industry, mainly the automotive sector. The Company also provides management, information technology and business development services to its subsidiaries and joint ventures.
- 4 The Group operates in single segment, namely, manufacture/marketing of components and providing technological services for Transportation industry.
- 5 The above financial results have 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 and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 6 The previous period figures have been re-grouped wherever necessary to conform to current period's presentation.
- 7 Share of profit / (loss) of Joint Ventures disclosed in the consolidated financial results includes the Company's share of exceptional expenditure recorded by Rane NSK Steering Systems Private Limited ('RNSS'), a joint venture company, for the quarter and nine months ended December 31, 2020 amounting to Rs. 2,415.70 Lakhs and Rs. 3,434.90 Lakhs respectively. The corresponding figures of the Company's share of exceptional expenditure for the quarter ended September 30, 2020, quarter ended December 31, 2019, nine months ended December 31, 2019 and year ended March 31, 2020 were Rs. 1,019.20 Lakhs, Rs. 1,776.74 Lakhs, Rs. 4,314.94 Lakhs and Rs. 5,123.44 Lakhs respectively. This exceptional expenditure was incurred by RNSS towards incremental warranty claims with respect to certain specific lots of products sold by RNSS to one of its customers. These amounts have been determined by the management of RNSS based on technical estimates.
- 8 Item 6 - Exceptional items in the consolidated financial results include the following :
 - a. Rane Engine Valve Limited ('REVL'), a subsidiary company made a Profit on sale of Land of Rs. 2,395.33 Lakhs for the quarter and nine months ended December 31, 2020. REVL has also incurred VRS expenditure of Rs. 46.39 Lakhs and Rs. 80.57 Lakhs for the quarter ended December 31, 2020 and the quarter ended September 30, 2020 respectively and Rs. 126.96 Lakhs for the nine months ended December 31, 2020.
 - b. During the year ended March 31, 2020, the Company / Group had assessed the recoverable value of its investments made in an operating wholly owned step-down subsidiary (through the Company's subsidiary - Rane (Madras) Limited) ('RML') and provided for an impairment aggregating to Rs. 196.59 Lakhs being shown as an exceptional charge for the year ended March 31, 2020. In order to carry out the above assessment, projections of future cash flows based on long-term forecasts, including selling price as well as volumes were estimated over the next five years. The estimation of sales volumes was based on management's assessment of probability of securing the new businesses in the future, adverse business impact and uncertainties arising due to COVID-19 pandemic to the extent known. Based on the assessment done for the quarter ended December 31, 2020, no further impairment was considered necessary.
- 9 In view of the COVID-19 pandemic and the resultant lockdown, the Company / the Group has considered internal and external information and has performed an assessment of the impact thereof on the uncertainties involved in developing some of the estimates relating to the preparation of the financial results. Such estimates include assessment of recoverable values of its investments, property, plant and equipment, intangible assets, deferred tax assets and other assets (net of provisions established). Based on information available as of this date, management believes that no further adjustments are required to the financial results. In view of the highly uncertain economic environment, a definitive assessment of the impact is highly dependent upon circumstances as they evolve in future and the actual results may differ from those estimated as at the date of approval of the financial results.
- 10 The Group's operations for the quarter ended June 30, 2020 were suspended for part of the quarter on account of the lockdown announced by the Government of India consequent to the outbreak of COVID-19 pandemic. The results for the nine months ended December 31, 2020 are not comparable with the prior periods.
- 11 Subsequent to the quarter ended December 31, 2020, the Company has paid Rs. 2,500 Lakhs to RML as warrant exercise price towards conversion of the outstanding 11,61,440 warrants issued on preferential basis. RML allotted equivalent equity shares of Rs. 10 each fully paid-up on January 07, 2021 to the company. Post allotment, the Company holds 66.52% equity shares in RML.
- 12 Subsequent to the quarter ended December 31, 2020, the Company has also subscribed to a fresh preferential issue of 25,49,936 convertible warrants of RML. Accordingly the company has paid Rs. 1,500 Lakhs to RML as warrant subscription price towards the said warrants, which were allotted on January 29, 2021.
- 13 The standalone and consolidated financial results for the quarter and nine months ended December 31, 2020 are being published in the newspaper as per the format prescribed under Regulation 33 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. The financial results (standalone and consolidated) are also available on the Stock Exchange websites: www.bseindia.com and www.nseindia.com and on the Company's website - www.ranegroup.com.

Chennai
February 09, 2021



RANE HOLDINGS LIMITED

Regd. Office : " MAITHRI ", 132, Cathedral Road, Chennai - 600 086
visit us at: www.ranegroup.com CIN: L35999TN1936PLC002202



Extract of Consolidated Unaudited Financial Results for the Quarter and Nine months ended December 31, 2020

S.No	Particulars	Rs. Lakhs			
		Quarter ended		Nine months ended	
		31.12.2020	31.12.2019	31.12.2020	31.12.2019
		Unaudited	Unaudited	Unaudited	Unaudited
1	Total Revenue	67,362.08	54,599.54	1,39,171.28	1,68,123.13
2	Net Profit / (Loss) for the period (before Tax and Exceptional items)	4,085.75	(515.31)	(5,128.92)	(628.81)
3	Net Profit / (Loss) for the period before tax (after Exceptional items)	6,434.69	(515.31)	(2,860.55)	(628.81)
4	Net Profit / (Loss) for the period after tax and Exceptional items	3,933.26	(305.30)	(4,001.86)	(654.72)
	Attributable to:				
	a. Owners of the company	2,472.55	(285.70)	(2,825.39)	(173.97)
	b. Non-controlling interest	1,460.71	(19.60)	(1,176.47)	(480.75)
5	Total Comprehensive Income / (Loss) for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income / (Loss) (after tax)]	3,246.24	(678.18)	(5,313.14)	(1,220.23)
	Attributable to:				
	a. Owners of the company	2,029.93	(481.71)	(3,700.81)	(527.60)
	b. Non-controlling interest	1,216.31	(196.47)	(1,612.33)	(692.63)
6	Equity Share Capital	1,427.78	1,427.78	1,427.78	1,427.78
7	Earnings per share (EPS) (Face Value - Rs.10/- each) (Amount in Rs.) (not annualised for quarters and Half years)				
	1. Basic:	17.32	(2.00)	(19.79)	(1.22)
	2. Diluted:	17.32	(2.00)	(19.79)	(1.22)

The above is an extract of the detailed format of Consolidated unaudited Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Disclosure Requirements) Regulations, 2015. The full format of the Standalone and Consolidated Financial Results are available on the Stock Exchange websites: www.bseindia.com and www.nseindia.com and on the company's website-www.ranegroup.com

Notes:

- The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 09, 2021.
- Exceptional items in the consolidated financial results include the following :
 - Rane Engine Valve Limited ('REVL'), a subsidiary company made a Profit on sale of Land of Rs. 2,395.33 Lakhs for the quarter and nine months ended December 31, 2020. REVL has also incurred VRS expenditure of Rs. 46.39 Lakhs and Rs. 80.57 Lakhs for the quarter ended December 31, 2020 and the quarter ended September 30, 2020 respectively and Rs. 126.96 Lakhs for the nine months ended December 31, 2020.
 - During the year ended March 31, 2020, the Company / Group had assessed the recoverable value of its investments made in an operating wholly owned step-down subsidiary (through the Company's subsidiary - Rane (Madras) Limited) ('RML') and provided for an impairment aggregating to Rs. 196.59 Lakhs being shown as an exceptional charge for the year ended March 31, 2020. In order to carry out the above assessment, projections of future cash flows based on long-term forecasts, including selling price as well as volumes were estimated over the next five years. The estimation of sales volumes was based on management's assessment of probability of securing the new businesses in the future, adverse business impact and uncertainties arising due to COVID-19 pandemic to the extent known. Based on the assessment done for the quarter ended December 31, 2020, no further impairment was considered necessary.
- The above financial results have 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 and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4 Key standalone financial information is given below

S.No	Particulars	Rs. Lakhs			
		Quarter ended		Nine months ended	
		31.12.2020	31.12.2019	31.12.2020	31.12.2019
		Unaudited	Unaudited	Unaudited	Unaudited
1	Total Revenue	1,761.41	1,544.40	4,876.19	7,816.18
2	Profit Before Tax	782.25	530.91	2,233.33	4,774.73
3	Profit After Tax	606.84	475.93	1,794.87	4,203.32
4	Other Comprehensive Income	(17.99)	91.81	(150.05)	80.02
5	Total Comprehensive Income	588.85	567.74	1,644.82	4,283.34

Chennai
February 09, 2021

For Rane Holdings Limited
"MAITHRI"
132, Cathedral Road
CHENNAI-600 086
Chairman & Managing Director



B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st & 2nd Floors,
No.1, Harrington Road, Chetpet,
Chennai – 600 031, India

Telephone: + 91 44 4608 3100
Fax: + 91 44 4608 3199

Limited review report

To Board of Directors of Rane Holdings Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Rane Holdings Limited (“the Company”) for the quarter ended December 31, 2020 and year to date results for the period from April 1, 2020 to December 31, 2020 (“the Statement”).
2. This Statement, which is the responsibility of the Company’s management and approved by the 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 and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report 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 applicable accounting standards and other recognised 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 including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw your attention to Note 9 to the unaudited standalone financial results, which describes the management’s assessment of the impact of COVID-19 pandemic on the uncertainties involved in developing some of the estimates involved in preparation of the financial results including but not limited to its assessment of recoverable values of its investments and other assets. In view of the highly uncertain economic environment, a definitive assessment of the impact is highly dependent upon circumstances as they evolve in future and the actual results may differ from those estimated as at the date of approval of the unaudited standalone financial results.

Our conclusion is not modified in respect of this matter.

Principal Office

B S R & Co. LLP

Limited review report

Page 2 of 2

6. Corresponding figures for all periods prior to the quarter ended September 30, 2020, included in the Statement are based on the previously issued standalone financial results that were reviewed / audited by the predecessor auditors who expressed an unmodified opinion (vide their limited review report dated August 14, 2020 on the standalone financial results for the quarter ended June 30, 2020, limited review report dated February 6, 2020 on the standalone financial results for the quarter and nine months ended December 31, 2019 and audit report dated June 24, 2020 on the standalone annual financial results for the year ended March 31, 2020 furnished to us and relied upon by us for the purpose of our review opinion on the Statement).

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No. 101248W/W – 100022



S Sethuraman

Partner

Membership No. 203491

UDIN: 21203491AAAAAZ7687

Place: Chennai

Date: February 9, 2021

B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st & 2nd Floors,
No. 1, Harrington Road, Chetpet,
Chennai – 600 031, India

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Limited review report

To Board of Directors of Rane Holdings Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Rane Holdings Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit / loss after tax and total comprehensive income / loss of its joint ventures for the quarter ended December 31, 2020 and year to date results for the period from April 1, 2020 to December 31, 2020 ("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 ("Listing Regulations").
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 and in compliance with Regulation 33 of the Listing Regulations. 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 Listing Regulations, to the extent applicable.

4. The Statement includes the results of the entities listed in Annexure I.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors 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 Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Principal Office

B S R & Co. is a partnership firm with Registration No. BA61223 converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

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6. a. We draw your attention to Note 9 to the unaudited consolidated financial results, which describes the management's assessment of the impact of COVID-19 pandemic on the uncertainties involved in developing some of the estimates involved in preparation of the financial results including but not limited to its assessment of recoverable values of its investments, property, plant and equipment, intangible assets, deferred tax assets and other assets. In view of the highly uncertain economic environment, a definitive assessment of the impact is highly dependent upon circumstances as they evolve in future and the actual results may differ from those estimated as at the date of approval of the unaudited consolidated financial results.
- b. As reported by the other auditor of a joint venture company in their limited review report, we draw your attention to Note 7 to the unaudited consolidated financial results, which describes the nature of exceptional expenditure that was incurred by the joint venture company towards incremental warranty claims. These warranty claims have been determined by the management of the joint venture company based on the technical estimates.

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

7. We did not review the financial information of three subsidiaries included in the Statement, whose financial information reflect total revenues of Rs. 22,478.41 lakhs and Rs. 48,304.04 lakhs, total net profit after tax of Rs. 2,572.77 lakhs and Rs. 877.14 lakhs and total comprehensive income of Rs. 2,571.28 lakhs and Rs. 879.44 lakhs for the quarter ended December 31, 2020 and for the period from April 1, 2020 to December 31, 2020, respectively, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also includes the Group's share of net profit after tax of Rs. 258.86 lakhs and net loss after tax of Rs. 1,134.74 lakhs and total comprehensive income of Rs. 259.36 lakhs and total comprehensive loss of Rs. 1,095.55 lakhs for the quarter ended December 31, 2020 and for the period from April 1, 2020 to December 31, 2020, respectively, as considered in the Statement, in respect of two joint ventures, whose financial information have not been reviewed by us. These financial information 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 and joint ventures, 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.



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Limited review report

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8. The Statement includes the financial information of two subsidiaries which have not been reviewed, whose financial information reflect total revenue of Rs. 127.65 lakhs and Rs. 312.70 lakhs, total net profit after tax of Rs. 5.99 lakhs and Rs. 14.61 lakhs and total comprehensive income of Rs. 5.87 lakhs and Rs. 12.57 lakhs for the quarter ended December 31, 2020 and for the period from April 1, 2020 to December 31, 2020, respectively, as considered in the Statement. According to the information and explanations given to us by the management, these financial information are not material to the Group.

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

9. Corresponding figures for all periods prior to the quarter ended September 30, 2020, included in the Statement are based on the previously issued consolidated financial results that were reviewed / audited by the predecessor auditors who expressed an unmodified opinion (vide their limited review report dated August 14, 2020 on the consolidated financial results for the quarter ended June 30, 2020, limited review report dated February 6, 2020 on the consolidated financial results for the quarter and nine months ended December 31, 2019 and audit report dated June 24, 2020 on the consolidated annual financial results for the year ended March 31, 2020 furnished to us and relied upon by us for the purpose of our review opinion on the Statement).

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No. 101248W/W – 100022



S Sethuraman

Partner

Membership No. 203491

UDIN: 21203491AAAABA7061

Place: Chennai

Date: February 9, 2021

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Annexure I to the Limited review report

The unaudited consolidated financial results include results of the following entities:

Name of the entity	Nature of relationship
Rane Holdings Limited	Parent company
Rane (Madras) Limited	Direct subsidiary of the Parent company
Rane Brake Lining Limited	Direct subsidiary of the Parent company
Rane Engine Valve Limited	Direct subsidiary of the Parent company
Rane T4U Private Limited	Direct subsidiary of the Parent company
Rane Holdings America Inc.	Direct subsidiary of the Parent company
Rane Holdings Europe GmbH	Direct subsidiary of the Parent company
Rane (Madras) International Holdings B.V.	Step-down subsidiary of the Parent company
Rane Light Metal Castings Inc.	Step-down subsidiary of the Parent company
Rane TRW Steering Systems Private Limited	Joint venture
Rane NSK Steering Systems Private Limited	Joint venture





Chennai, India, February 09, 2021 – Rane Holdings Limited (NSE: RANEHOLDIN; BSE Code: 505800), the holding Company of Rane group today announced financial performance for the third quarter (Q3 FY21) and nine months (9M FY21) ended December 31st, 2020.

Group Aggregate Performance – Q3 FY21

- Total Revenue was ₹1,368.4 Crore in Q3 FY21 compared to ₹1,088.1 Crore in Q3 FY20, an increase of 25.8%
- EBITDA stood at ₹149.8 Crore compared to ₹89.2 Crore during Q3 FY20, an increase of 67.9%
- EBITDA Margin at 10.9% for Q3 FY21 against 8.2% in Q3 FY20, an increase of 275 basis points (bps)
- PBT stood at a profit of ₹58.9 Crore for Q3 FY21 compared to a loss of ₹15.7 Crore in Q3 FY20

Consolidated Financials – Q3 FY21

- Total Revenue was ₹673.6 Crore in Q3 FY21 compared to ₹546.0 Crore in Q3 FY20, an increase of 23.4%
- EBITDA stood at ₹77.7 Crore compared to ₹44.4 Crore during Q3 FY20, an increase of 75.2%
- EBITDA Margin at 11.5% for Q3 FY21 against 8.1% in Q3 FY20, an increase of 342 basis points (bps)
- PBT stood at a profit of ₹64.3 Crore for Q3 FY21 (which includes an exceptional income of ₹23.9 Crore from Profit on Sale of land by REVL) compared to a loss of ₹5.2 Crore in Q3 FY20

Group's Operational Performance - Q3 FY21

- Revenue from Indian OE customers grew 28%
- Revenues from International customers grew 28% due to strong offtake for occupant safety products and new business for steering products
- Revenue from Indian aftermarket segment grew 8%
- EBITDA margin improved by 275 bps on account of lower employee cost and fixed cost reduction

MANAGEMENT COMMENT

"We saw strong recovery in the demand environment in Q3. This was well supported by the production ramp up across group companies. We remain cautiously optimistic on the demand environment as we are seeing some volatility in the customer schedules owing to supply constraints on certain components. We are experiencing inflationary pressure on material cost and the group companies continue to pursue various cost reduction initiatives."

L. Ganesh, Chairman & Managing Director, Rane Holdings Ltd.

BUSINESS HIGHLIGHTS

GROUP AGGREGATE FINANCIAL PERFORMANCE

Particulars	Q3 FY 21	Q3 FY 20	YOY%
Total Revenue	1,368.4	1,088.1	25.8%
EBITDA	149.8	89.2	67.9%
Margin (%)	10.9%	8.2%	275 bps
PBT*	58.9	-15.7	NM

* PBT includes Exceptional items

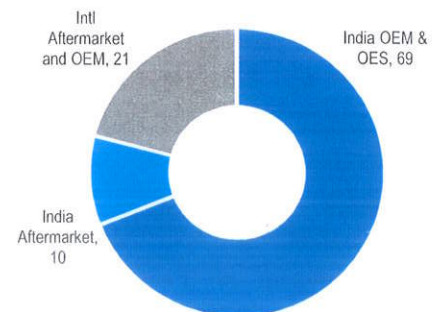
CONSOLIDATED FINANCIAL PERFORMANCE

Particulars	Q3 FY 21	Q3 FY 20	YOY%
Total Revenue	673.6	546.0	23.4%
EBITDA	77.7	44.4	75.2%
Margin (%)	11.5%	8.1%	342 bps
PBT*	64.3	-5.2	NM

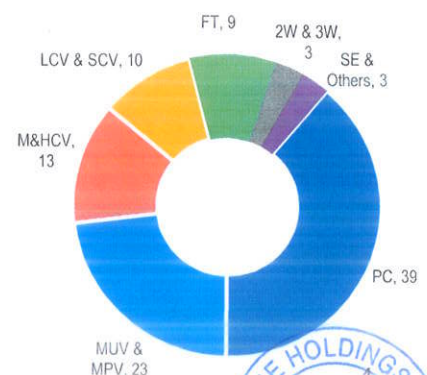
* PBT includes net profit/(loss) from JV and Exceptional items

(In ₹ Crore, unless otherwise mentioned)

GROUP AGGREGATE SALES (Q3 FY21) BY MARKET (%)



BY VEHICLE SEGMENT (%)



CONSOLIDATED STATEMENT OF PROFIT AND LOSS

Particulars	Q3FY21	Q2FY21	QoQ%	Q3FY20	YoY%	9MFY21	9MFY20	YoY%
Revenue from Operations	643.8	507.1	26.9%	522.5	23.2%	1,332.3	1,609.4	-17.2%
Other Operating Income	19.8	8.9	123.5%	14.0	41.3%	32.5	51.5	-36.9%
Other Income	10.0	7.9	25.9%	9.4	6.4%	27.0	20.3	32.6%
Total Revenue	673.6	524.0	28.6%	546.0	23.4%	1,391.7	1,681.2	-17.2%
Expenses								
-Cost of Material Consumed	358.8	258.6	38.7%	266.1	34.8%	689.7	842.6	-18.1%
-Purchase of stock-in-trade	2.1	1.2	67.1%	1.4	49.2%	4.0	6.6	-39.3%
-Changes in inventories	-0.3	14.2	-102.3%	9.7	-103.3%	42.4	21.7	95.2%
-Employee Benefit Expense	112.8	98.9	14.0%	109.2	3.2%	297.7	339.3	-12.2%
-Finance Cost	9.6	11.4	-15.9%	12.8	-25.1%	32.7	38.8	-15.8%
-Depreciation & Amortization	29.8	28.9	3.4%	31.3	-4.5%	89.0	93.6	-4.9%
-Professional Charges	2.8	4.2	-32.3%	7.2	-60.5%	11.4	21.5	-46.9%
-Information Systems expenses	4.1	2.9	42.5%	2.1	93.6%	9.2	6.4	43.2%
-Other Expenditure	115.7	93.7	23.5%	105.9	9.2%	255.5	313.4	-18.5%
Total Expenses	635.4	514.0	23.6%	545.7	16.4%	1,431.7	1,683.9	-15.0%
PBT before share of profit / (loss) of JV & associates and Exceptional Items and Exceptional Items	38.3	10.0	NM	0.3	NM	-39.9	-2.7	NM
Share of Profit / (loss) of JV and Associate (includes share of exceptional items, net of taxes)	2.6	4.0	NM	-5.4	NM	-11.3	-3.6	NM
PBT before Exceptional items	40.9	14.0	NM	-5.2	NM	-51.3	-6.3	NM
Exceptional Item	23.5	-0.8	NM	-	NM	22.7	-	NM
PBT	64.3	13.2	NM	-5.2	NM	-28.6	-6.3	NM
Tax Expense	25.0	8.5	NM	-2.1	NM	11.4	0.3	NM
PAT	39.3	4.7	NM	-3.1	NM	-40.0	-6.5	NM

(In ₹ Crore, unless otherwise mentioned. The sum of sub-segment amounts may not equal the total amounts due to rounding off)



ABOUT RANE HOLDINGS LIMITED

Rane Holdings Limited (RHL) is the holding company of Rane Group. RHL owns the trademark in Rane and provides a wide range of services to group Companies. These include employee training, development, investor services, business development and information system support.

ABOUT RANE GROUP

Headquartered in Chennai, India, Rane Group is engaged primarily in manufacturing auto components for well over five decades. Rane Group is a preferred supplier to major OEMs in India and abroad. Through its group companies, it provides Steering and Suspension systems, Friction materials, Valve train components, Occupant safety systems, Light metal casting products and Connected mobility solutions. Its products serve a variety of industry segments including Passenger Vehicles, Commercial Vehicles, Farm Tractors, Two-wheelers, Three-wheelers, Railways and Stationary Engines.

IF YOU HAVE ANY QUESTIONS OR REQUIRE FURTHER INFORMATION, PLEASE FEEL FREE TO CONTACT: INVESTORSERVICES@RANEGROUP.COM OR DPINGLE@CHRISTENSENIR.COM

Certain statements in this document that are not historical facts are forward looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local, political or economic developments, technological risks and many other factors that could cause actual results to differ materially from those contemplated by the relevant forward-looking statements. The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.