

TTKHC:SEC:GJ:223:23

August 01, 2023

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra East Mumbai 400 051

SCRIP CODE: 507747

SCRIP CODE:

TTKHLTCARE

Dear Sirs,

Re: Disclosure under Regulation 30 - Unaudited Financial Results along with Limited Review Report for the First Quarter ended 30th June, 2023

We are forwarding herewith the Unaudited Financial Results along with the Limited Review Report from the Statutory Auditors of the Company, for the First Quarter ended 30th June, 2023, duly reviewed by the Audit Committee at their meeting held yesterday (i.e.) on 31st July, 2023 and approved by the Board of Directors of the Company at their Meeting held today.

The Board Meeting commenced at 12 noon and concluded at ______p.m.

Kindly take the above documents on record.

Thanking you

Yours faithfully

For TTK Healthcare Limited

(S KALYANARAMAN)

Wholetime Director & Secretary

Encl.: a/a

CIN: L24231TN1958PLC003647



TTK HEALTHCARE LIMITED

Regd. Office: No.6, Cathedral Road, Chennai 600 086 CIN: L24231TN1958PLC003647 | Website: www.ttkhealthcare.com

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2023

[Prepared in compliance with the Indian Accounting Standards (Ind AS)]

SI.			For the Quarter ended			(Rs. in lakhs) For the Year ended	
No.		Particulars	(30/06/2023) (31/03/2023)		(30/06/2022)	(31/03/2023)	
			Unaudited	Audited	Unaudited	Audited	
l.	Revenue	e from Operations	20,212.35			72,511.03	
II.	Other Inc	·	1,461.34			4,833.17	
III.	Total Inc	come (I + II)	21,673.69	19,575.06	20,248.26	77,344.20	
IV.	Expense	PS:					
	(a) Cos	st of materials consumed	4,523.01	4,548.15	4,330.06	18,228.65	
	(b) Pur	chase of Stock-in-trade	4,385.20	4,481.03	4,386.75	17,020.75	
	` '	anges in inventories of Finished Goods, Work-in- gress and Stock-in-trade	(401.38)	(382.97)	552.41	(471.90)	
	(d) Em	ployee benefits expense	3,444.13	2,770.05	3,220.15	12,338.20	
	(e) Fin	ance Costs	85.99	95.35	270.91	523.89	
	(f) De	preciation and Amortization Expense	315.58	307.91	319.75	1,280.64	
	(g) Oth	ner Expenses	7,257.30	5,079.98	6,396.70	22,260.41	
	Total Ex	penses (IV)	19,609.83	16,899.50	19,476.73	71,180.64	
٧.	Profit / (Loss) before Exceptional Items and Tax (III - IV)	2,063.86	2,675.56	771.53	6,163.56	
VI.	Exception	nal Items	-	-	-	-	
VII.		Loss) before Tax (V - VI)	2,063.86	2,675.56	771.53	6,163.56	
VIII.	Tax Exp						
	(1) Cui	rrent Tax	530.00	670.00	278.08	1,741.03	
	(2) Def	ferred Tax	(33.05)	(36.39)	59.59	(44.26)	
IX.	Profit / ((VII-VIII)	Loss) for the period from Continuing Operations	1,566.91	2,041.95	433.86	4,466.79	
X.	Profit / (a) below	Loss) from Discontinued Operations [Refer Note No.3 v]	-	-	77,643.92	77,643.92	
XI.	(b) below		-	347.68	17,991.69	18,139.42	
XII.		Loss) from Discontinued Operations (after tax) (X -XI)	-	(347.68)	59,652.23	59,504.50	
XIII.		Loss) for the period (IX + XII)	1,566.91	1,694.27	60,086.09	63,971.29	
XIV.		omprehensive Income:					
	(A) (i)	Items that will not be reclassified subsequently to profit or loss	98.18	(151.37)	(1.22)	(195.62)	
	(ii)	Income tax relating to items that will not be reclassified to profit or loss	(6.02)	7.57	0.14	12.63	
	(B) (i)	Items that will be reclassified subsequently to profit or loss	-	-	-	-	
	(ii)	Income tax relating to items that will be reclassified to profit or loss	1	-	-	1	
XV.	Total Co	omprehensive Income for the period (XIII + XIV)	1,659.07	1,550.47	60,085.01	63,788.30	
	Paid-un	Equity Share Capital (Face Value Rs.10 per share)	1,413.03	1,413.03	1,413.03	1,413.03	
	Other Equity as per Balance Sheet (excluding Revaluation Reserve)		-	-	-	93,483.95	
XVI.	Earning	s per Equity Share (For Continuing Operations):					
	` /	sic (in Rs.)	11.09	14.45	3.07	31.61	
	(2) Diluted (in Rs.)		11.09	14.45	3.07	31.61	

XVII.	Earnings per Equity Share (For Human Pharma Operations				
	- Discontinued):				
	(1) Basic (in Rs.)	-	(2.46)	422.16	421.11
	(2) Diluted (in Rs.)	-	(2.46)	422.16	421.11
XVIII.	Earnings per Equity Share (For Continuing and Human				
	Pharma Operations - Discontinued):				
	(1) Basic (in Rs.)	11.09	11.99	425.23	452.72
	(2) Diluted (in Rs.)	11.09	11.99	425.23	452.72

Notes:

- (1) The above financial results for the First Quarter ended 30th June, 2023 in respect of TTK Healthcare Limited (the Company) have been reviewed by the Audit Committee at its meeting held on 31st July, 2023 and approved by the Board of Directors of the Company at its meeting held on 1st August, 2023 at the Registered Office of the Company also, with the provision of Video Conferencing facility.
- (2) The Statutory Auditors of the Company have carried out Limited Review of the above Unaudited Financial Results in terms of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (3) (a) Profit from Discontinued Operations (pertaining to previous year):
 - (i) Gain on sale of undertaking:

During the First Quarter of FY 2022-23, the necessary formalities for transfer of the Human Pharma Division (Undertaking) of the Company were completed and the Division stood transferred as a going concern on slump sale basis, for a consideration of Rs.80,500 lakhs (final consideration of Rs.80,281.54 lakhs after working capital and other customary adjustments) to M/s.BSV Pharma Private Ltd (BSV) with effect from 9th May, 2022.

The consideration for the transfer was 74% cash (Rs.59,442.51 lakhs) and 26% in the form of equity of the buying entity. The terms of transfer also provided for purchase of the aforesaid 26% Equity Shares held by the Company in BSV, by M/s Bharat Serums and Vaccines Limited or its nominees, after they obtain necessary regulatory clearances at the issue price.

During the Third Quarter of FY 2022-23, the above shares were transferred to M/s Bharat Serums and Vaccines Limited and the consideration of Rs.20,839.03 lakhs for the shares was received by the Company.

The gain on sale of this Undertaking amounted to Rs.76,429.45 lakhs (after providing for Rs.1,500.00 lakhs towards contingencies of which Company had incurred expenses amounting to Rs.266.58 lakhs till 31st March, 2023).

(ii) Profit from Human Pharma Division Operations:

The total income of Human Pharma Division up to the date of sale (i.e.) 9th May, 2022 was Rs.2,240.57 lakhs (including reversal of provision made towards damaged / expired stock returns in the earlier years amounting to Rs.1,132.29 lakhs which was no longer required) and its total expenses were Rs.1,026.10 lakhs resulting in a net profit of Rs.1,214.47 lakhs.

(b) Tax expense of Discontinued Operations:

The tax expense on sale of Human Pharma Division was Rs.17,835.48 lakhs (i.e. Long Term Capital Gain tax expense on the above transfer amounting to Rs.17,769.26 lakhs and Deferred Tax expenses of Rs.66.22 lakhs).

The tax expense on the profit for the year ended 31st March, 2023 from the operations of Human Pharma Division was Rs.303.94 lakhs.

- (4) Implementation of the Code of Social Security 2020, which was likely to impact the contributions by the Company towards Provident Fund, Gratuity and other related areas has been deferred by the Government beyond 1st April, 2021. However, the Company based on the initial assessment made a provision for Rs.350 lakhs in the Fourth Quarter of FY 2020-21 and proposes to take further appropriate action after the Rules are made applicable.
- The Company's Promoters made an Initial Public Announcement on 5th April, 2023 in accordance with Regulation 8 of the SEBI (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations"), to acquire all Equity Shares aggregating to 35,94,493 Equity Shares of Rs.10/- each that are held by the Public Shareholders of the Company, either individually / collectively, or together with other members of the Promoter Group, as the case may be; and consequently, voluntarily delist the Equity Shares of the Company from the Stock Exchanges where the Equity Shares are presently listed (i.e.) BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). However, as the stipulated threshold limit of 90% of the Paid-up Share Capital of the Company as per the Delisting Regulations was not met through the offer from the Public Shareholders, the delisting proposal was not successful.

- The figures for the Quarter ended 31st March, 2023 are the balancing figures between the Audited Figures in respect of (6) the full financial year and the published year to date figures upto the end of the Third Quarter of the relevant financial year which were subjected to Limited Review.
- The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the (7)current period's / year's presentation.
- (8)The full financial results for the First Quarter ended 30th June, 2023 are available on the website of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and also on the website of the Company (www.ttkhealthcare.com).

For TTK HEALTHCARE LIMITED

T T RAGHUNATHAN **Executive Chairman**

Chennai

Place: Date:

August 01, 2023



TTK HEALTHCARE LIMITED

Regd. Office: No.6, Cathedral Road, Chennai 600 086 CIN: L24231TN1958PLC003647 | Website: www.ttkhealthcare.com

SEGMENTWISE REVENUE, RESULTS, ASSETS & LIABILITIES FOR THE QUARTER ENDED 30TH JUNE, 2023

	(Rs. in lakhs						
0.	For the Quarter ended					For the Year	
SI.		Particulars	(20/00/0000)	(04/00/0000)	(00/00/0000)	ended	
No.			(30/06/2023) Unaudited	(31/03/2023) Audited	(30/06/2022) Unaudited	(31/03/2023)	
1.	Segment Revenue:		Unaudited	Audited	Unaudited	Audited	
١. ا	(Sales and Other Operating Income)						
	(a)	Animal Welfare Division	2,723.78	2,693.33	2,483.48	10,625.77	
	(b)	Consumer Products	7,117.66		7,585.31		
	(c)	Medical Devices	2,221.10	1,677.85	1,932.85		
	(d)	Protective Devices	5,146.94	5,535.92	4,522.15		
	(e)	Foods	2,990.13	2,957.92	2,725.93	11,150.57	
	(f)	Others	12.74	7.63	12.31	35.89	
	(g)	Human Pharma - Discontinued			1,107.20	1,107.20	
		Operations	-	_	1,107.20	·	
	Total		20,212.35	18,013.74	20,369.23	73,618.23	
		nter Segment Revenue	-	-	-	-	
		es / Income from Operations	20,212.35	18,013.74	20,369.23	73,618.23	
2.	_	nt Results:					
		(+) / Loss (-) before tax and interest					
		ach segment]					
	(a)	Animal Welfare Division	129.21	223.28	85.31	684.94	
	(b)	Consumer Products	498.46	555.19	649.48	2,421.70	
	(c)	Medical Devices	580.09	451.89	300.45	1,219.36	
	(d)	Protective Devices	302.59	899.85	105.13	1,471.03	
	(e)	Foods	3.99	(84.34)	(136.36)	(498.09)	
	(f)	Others	9.92	7.88	7.19	27.97	
	(g)	Human Pharma - Discontinued			77.054.50	77.054.50	
		Operations [Refer Note No.3(a) below]	-	-	77,651.59	77,651.59	
	Total		1,524.26	2,053.75	78,662.79	82,978.50	
	Less:	Finance Cost	85.99	95.35	278.58	531.56	
	Less:	Unallocable Expenses (Net of	(625.59)	(717.16)	(31.24)	(1,360.54)	
	T (D	Unallocable Income)	· ·		·	·	
	I Otal P	rofit (+) / Loss (-) before tax	2,063.86	2,675.56	78,415.45 As on		
			As on 30/06/2023	As on 31/03/2023	30/06/2022	As on 31/03/2023	
3.	Saama	nt Assets:	30/00/2023	31/03/2023	30/00/2022	31/03/2023	
Э.	(a)	Animal Welfare Division	4,166.46	3,779.27	4,066.94	3,779.27	
	(b)	Consumer Products	4,919.58				
	(c)	Medical Devices	7,079.53	6,132.89			
	(d)	Protective Devices	12,015.97	11,855.40	9,376.44	·	
	(e)	Foods	7,783.75	7,780.97	9,763.06		
	(f)	Others	242.70	230.93			
	Total		36,207.99	34,468.40	32,317.00		
	Unallocated [Refer Note No.3 (b) below]		84,170.66	82,542.68	1,06,700.83		
	Total A	. , , .	1,20,378.65				

4.	Segme	ent Liabilities:				
	(a)	Animal Welfare Division	3,607.77	3,328.10	4,547.94	3,328.10
	(b)	Consumer Products	7,184.74	6,644.30	6,972.27	
	(c)	Medical Devices	2,369.89	1,725.66	1,968.55	1,725.66
	(d)	Protective Devices	4,385.33	4,181.85	3,632.51	4,181.85
	(e)	Foods	1,505.53	1,492.82	1,641.96	
	(f)	Others	133.72	134.07	137.91	134.07
	Total	•	19,186.98	17,506.80	18,901.14	17,506.80
	Unallocated		4,194.19	4,165.87	27,068.54	4,165.87
	Total Liabilities		23,381.17	21,672.67	45,969.68	21,672.67

Notes:

- Segments have been identified in line with the Indian Accounting Standard on Segment Reporting (Ind AS 108) based on review of performance by the Top Management.
- 2. Details of products included in each of the Segments are as below:
 - Animal Welfare (earlier included in Pharmaceuticals Segment) comprise products for Veterinary use.
 - Consumer Products comprise marketing and distribution of Woodward's Gripewater, EVA Range of Cosmetics, Good Home range of Scrubbers, Air Fresheners, etc.
 - Medical Devices include Artificial Heart Valves, Orthopaedic Implants, etc.
 - Protective Devices comprise manufacturing and marketing of Male Contraceptives and other allied products.
 - Foods comprise manufacturing and marketing of Food Products.
 - "Others" include Printing and Publishing of Maps and Atlases.
 - Human Pharma (earlier included in Pharmaceuticals Segment) comprise products for Human use
- (a) Segment Results of Human Pharma Division include gain on sale of the Division amounting to Rs.76,429.45 lakhs.
 - (b) Unallocated Segment Assets include consideration on sale of Human Pharma Division received in the form of cash and equity.
- 4. The segment wise revenue, results, assets and liabilities figures relate to respective amounts directly identifiable to each of the segments. The unallocable expenditure includes expenses incurred on common services at the corporate level and also those expenses not identifiable to any specific segment.
- 5. The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the current period's / year's presentation.

For TTK HEALTHCARE LIMITED

Place

Chennai

Date

August 01, 2023

T T RAGHUNATHAN Executive Chairman



TTK HEALTHCARE LIMITED

Regd. Office: No.6, Cathedral Road, Chennai 600 086
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EXTRACT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2023

(Rs. in lakhs)

SI.	Dowlandoro	For	For the Year ended		
No.	Particulars	(30/06/2023)	(31/03/2023)	(30/06/2022)	(31/03/2023)
		Unaudited	Audited	Unaudited	Audited
1.	Total income from Operations	20,212.35	18,013.74	20,369.23	73,618.23
2.	Net Profit / (Loss) for the period (before Tax, Exceptional and / or Extraordinary Items)	2,063.86	2,675.56	78,415.45	83,807.48
3.	Net Profit / (Loss) for the period before Tax (after Exceptional and / or Extraordinary Items)	2,063.86	2,675.56	78,415.45	83,807.48
4.	Net Profit / (Loss) for the period after Tax (after Exceptional and / or Extraordinary Items)	1,566.91	1,694.27	60,086.09	63,971.29
5.	Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after Tax) and Other Comprehensive Income (after Tax)]	1,659.07	1,550.47	60,085.01	63,788.30
6.	Equity Share Capital (Face Value of Rs.10/- per share)	1413.03	1,413.03	1,413.03	1,413.03
7.	Other Equity as per Balance Sheet of previous accounting year (excluding Revaluation Reserve)	-	-	-	93,483.95
8.	Earnings per share (of Rs.10/- each) (for continuing and discontinued operations)				
	(a) Basic (in Rs.)	11.09	11.99	425.23	452.72
	(b) Diluted (in Rs.)	11.09	11.99	425.23	452.72

Notes:

- (1) The above is an extract of the detailed Statement of Unaudited Financial Results for the First Quarter ended 30th June, 2023, filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (2) The full financial results for the First Quarter ended 30th June, 2023 are available on the website of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and also on the website of the Company (www.ttkhealthcare.com).
- (3) The above financial results for the First Quarter ended 30th June, 2023 in respect of TTK Healthcare Limited (the Company) have been reviewed by the Audit Committee at its meeting held on 31st July, 2023 and approved by the Board of Directors of the Company at its meeting held on 1st August, 2023 at the Registered Office of the Company also, with the provision of Video Conferencing facility.
- (4) The Statutory Auditors of the Company have carried out Limited Review of the above Unaudited Financial Results in terms of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (5) (a) Profit from Discontinued Operations (pertaining to previous year):
 - (i) Gain on sale of undertaking:

During the First Quarter of FY 2022-23, the necessary formalities for transfer of the Human Pharma Division (Undertaking) of the Company were completed and the Division stood transferred as a going concern on slump sale basis, for a consideration of Rs.80,500 lakhs (final consideration of Rs.80,281.54 lakhs after working capital and other customary adjustments) to M/s.BSV Pharma Private Ltd (BSV) with effect from 9th May, 2022.

The consideration for the transfer was 74% cash (Rs.59,442.51 lakhs) and 26% in the form of equity of the buying entity. The terms of transfer also provided for purchase of the aforesaid 26% Equity Shares held by the Company in BSV, by M/s Bharat Serums and Vaccines Limited or its nominees, after they obtain necessary regulatory clearances at the issue price.

During the Third Quarter of FY 2022-23, the above shares were transferred to M/s Bharat Serums and Vaccines Limited and the consideration of Rs.20,839.03 lakhs for the shares was received by the Company.

The gain on sale of this Undertaking amounted to Rs.76,429.45 lakhs (after providing for Rs.1,500.00 lakhs towards contingencies of which Company had incurred expenses amounting to Rs.266.58 lakhs till 31st March, 2023).

(ii) Profit from Human Pharma Division Operations:

The total income of Human Pharma Division up to the date of sale (i.e.) 9th May, 2022 was Rs.2,240.57 lakhs (including reversal of provision made towards damaged / expired stock returns in the earlier years amounting to Rs.1,132.29 lakhs which was no longer required) and its total expenses were Rs.1,026.10 lakhs resulting in a net profit of Rs.1,214.47 lakhs.

(b) Tax expense of Discontinued Operations:

The tax expense on sale of Human Pharma Division was Rs.17,835.48 lakhs (i.e. Long Term Capital Gain tax expense on the above transfer amounting to Rs.17,769.26 lakhs and Deferred Tax expenses of Rs.66.22 lakhs).

The tax expense on the profit for the year ended 31st March, 2023 from the operations of Human Pharma Division was Rs 303.94 lakhs.

- (6) Implementation of the Code of Social Security 2020, which is likely to impact the contributions by the Company towards Provident Fund, Gratuity and other related areas has been deferred by the Government beyond 1st April, 2021. However, the Company based on the initial assessment made a provision for Rs.350 lakhs in the Fourth Quarter of FY 2020-21 and proposes to take further appropriate action after the Rules are made applicable.
- (7) The Company's Promoters made an Initial Public Announcement on 5th April, 2023 in accordance with Regulation 8 of the SEBI (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations"), to acquire all Equity Shares aggregating to 35,94,493 Equity Shares of Rs.10/- each that are held by the Public Shareholders of the Company, either individually / collectively, or together with other members of the Promoter Group, as the case may be; and consequently, voluntarily delist the Equity Shares of the Company from the Stock Exchanges where the Equity Shares are presently listed (i.e.) BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). However, as the stipulated threshold limit of 90% of the Paid-up Share Capital of the Company as per the Delisting Regulations was not met through the offer from the Public Shareholders, the delisting proposal was not successful.
- (8) The figures for the Quarter ended 31st March, 2023 are the balancing figures between the Audited Figures in respect of the full financial year and the published year to date figures upto the end of the Third Quarter of the relevant financial year which were subjected to Limited Review.
- (9) The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the current period's / year's presentation.

For TTK HEALTHCARE LIMITED

T T RAGHUNATHAN Executive Chairman

Plac : Chennai

Date: August 01, 2023

PKF SRIDHAR & SANTHANAM LLP

Chartered Accountants

Independent Auditor's Review Report on review of Interim financial results

To the Board of Directors of TTK Healthcare Limited

We have reviewed the accompanying Statement of Unaudited financial results ("the Statement") of TTK Healthcare Limited ("the Company") for the quarter and period ended 30th June 2023. The Statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing obligations) which has been initialed by us for identification purposes.

Management's Responsibility

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 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.

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 stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the aforesaid Indian Accounting Standards 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

Attention is drawn to the fact that the figures for the quarter ended 31st March 2023 as reported in these financial results are the balancing figures between audited figures in respect of full financial year and the published unaudited year to date figures up to the end of the third quarter of the relevant financial year which were subject to limited review by us.

Our conclusion is not modified in respect of this matter.

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm's Registration No. 003990S/S200018

S.Rajeshwari

Partner

Membership No. 024105

Place: Chennai

Date: 01st August, 2023

UDIN No: 23024105BGYMHP6512