

Gujarat Sidhee Cement Limited

Corporate Office

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CIN : L26940GJ1973PLC002245

Ref: B/GSCL/SE/VRM/66/2021-22

February 05, 2022

Corporate Relationship Manager,
BSE Limited,
1st Floor, New Trading Ring, Rotunda Bldg,
P.J. Tower, Dalal Street,
Mumbai - 400001.
Stock Code No: 518029

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400051
Stock Symbol: GSCLCEMENT

Dear Sir, Madam,

Sub: Unaudited Financial Results for the third quarter ended 31st December 2021

Further to our letter dated January 24, 2022, we are enclosing herewith Unaudited Financial Results for the third quarter ended 31st December 2021 which were approved by the Board of Directors at their meeting held today at Mumbai along with Limited Review Report issued by the Statutory Auditors pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The said results are also placed on the website of the Company at www.gujaratsidheecementlimited.com.

The meeting commenced at 5.00 p.m. and ended at 6.15 p.m.

Please acknowledge receipt.

Thanking you,

Yours faithfully

For Gujarat Sidhee Cement Limited



V.R. Mohnot

CFO & Company Secretary



Regd. Office & Works
Sidheegram, Veraval 362 276
Gujarat, India

BANSI S. MEHTA & CO.
CHARTERED ACCOUNTANTS

Bansi S. Mehta
(Chief Mentor)

A.A.DESAI	K.R.GANDHI (Ms.)
D.R.DESAI (Ms.)	Y.A.THAR
P.H.CLERK	R.G.DOSHI
M.V.SHAH	A.A.AGRAWAL (Ms.)
A.B.AGRAWAL	U.A.SHAH (Ms.)
M.M. PADHIAR (Ms.)	

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Independent Auditor's Review Report on Unaudited Quarterly and Year to Date Financial Results of Gujarat Sidhee Cement Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**To the Board of Directors,
Gujarat Sidhee Cement Limited**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **Gujarat Sidhee Cement Limited** ("the Company") for the quarter ended December 31, 2021 and for the year to date period from April 1, 2021 to December 31, 2021 ("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 (the "Listing Regulations").
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 the Indian Accounting Standards (Ind AS) 34, "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with the 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 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. 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.
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 Ind AS and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, as amended from time to time, including the manner in which it is to be disclosed, or that it contains any material misstatement.



5. Emphasis of Matter

We draw attention to Note 6 of the Financial Results, which indicates that the Scheme of Arrangement involving Amalgamation of Villa Trading Company Private Limited (VTCPL) and Bhadra Textiles and Trading Private Limited (BTTPL) with Gujarat Sidhee Cement Limited (GSCL) ("the Scheme") has become effective on July 10, 2021, after filing of Form INC-28 with Ministry of Corporate Affairs.

Since the appointed date of the Scheme is April 1, 2020, the unaudited results for the quarter ended December 31, 2020 and for the year to date period from April 1, 2020 to December 31, 2020 have been restated by the Company after recognising the accounting effects of the Scheme from the appointed date.

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

6. Other Matters

We did not review/audit the financial results/financial information of VTCPL and BTTPL, included in the Statement consequent to the Scheme being effective as referred to in the "Emphasis of Matter" paragraph above, for the quarter ended December 31, 2020 and for the year to date period from April 1, 2020 to December 31, 2020. These financial results/financial information have been prepared in accordance with Ind AS and accounting principles generally accepted in India. These financial results/financial information, so far as it relates to VTCPL were reviewed/audited by the other auditor and so far as it relates to BTTPL were certified by the Management. The independent auditor's report on financial results/financial information of VTCPL was then furnished to us by the Management.

Our conclusion on the Statement in so far as it relates to the amounts and disclosures included in respect of the VTCPL, is based solely on the report of such auditor, and in respect of BTTPL, is based solely on financial results/financial information certified by the management.

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

For **BANSI S. MEHTA & CO.**
Chartered Accountants
Firm Registration No. 100991W



PARESH H. CLERK
Partner

Membership No. 036148
UDIN : 22036148AANLLI3003

PLACE : Mumbai
DATED : February 05, 2022

GUJARAT SIDHEE CEMENT LIMITED

CIN : L26940GJ1973PLC002245

At Sidheegram, PO Prashnavada BO, Via Sutrapada SO - 362275, Off Veraval Kodinar Highway, District : Gir Somnath (Gujarat)

Phone : 02876-268200 Fax : 02876-286540 Email : cfo@mehtagroup.com Website : www.mehtagroup.com

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2021

Particulars	Quarter ended			Nine Months ended		Year ended
	Dec. 31, 2021 (Unaudited)	Sep. 30, 2021 (Unaudited)	Dec. 31, 2020 (Unaudited)	Dec. 31, 2021 (Unaudited)	Dec. 31, 2020 (Unaudited)	Mar. 31, 2021 (Audited)
	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs
I Revenue from Operations	17,817.29	16,634.66	15,403.88	50,045.44	37,128.28	56,569.49
II Other Income	102.55	291.02	253.75	503.54	604.47	875.61
III Total Income (I+II)	17,919.84	16,925.68	15,657.63	50,548.98	37,732.75	57,445.10
IV Expenses :						
a. Cost of Materials Consumed	3,230.70	2,407.95	2,694.15	9,178.16	6,549.39	9,977.91
b. Changes in inventories of Finished Goods and Work-in-progress	(2,524.40)	823.77	682.54	(3,612.71)	(91.92)	460.05
c. Employee Benefits Expense	1,154.75	1,078.00	1,317.02	3,361.07	3,109.53	4,315.63
d. Finance Costs	125.66	90.28	133.51	341.80	378.97	504.37
e. Depreciation and Amortisation Expense	263.96	264.50	265.33	792.68	795.08	1,056.38
f. Other Expenses	14,853.54	12,292.28	10,549.49	37,930.76	25,394.74	36,263.99
Total Expenses (a to f)	17,104.21	16,956.78	15,642.04	47,991.76	36,135.79	52,578.33
V Profit / (Loss) before Exceptional Items and Tax (III-IV)	815.63	(31.10)	15.59	2,557.22	1,596.96	4,866.77
VI Exceptional Items	-	-	-	-	-	-
VII Profit / (Loss) before tax (V+VI)	815.63	(31.10)	15.59	2,557.22	1,596.96	4,866.77
VIII Tax Expense (See Note No. 4)						
a. Current Tax	282.57	(21.26)	59.70	892.21	363.00	1,385.57
b. Deferred Tax	15.36	(0.95)	(32.18)	(30.11)	258.90	425.93
Total Tax Expense	297.93	(22.21)	27.52	862.10	621.90	1,811.50
IX Profit / (Loss) for the period (VII-VIII)	517.70	(8.89)	(11.93)	1,695.12	975.06	3,055.27
X Other Comprehensive Income (net of tax)						
Items that will not be reclassified to profit or loss						
i. Remeasurement gain / (loss) on Defined Benefit Plan	12.12	18.34	(47.67)	(6.09)	(27.97)	(35.93)
ii. Effect of measuring Equity Instruments at Fair value	(3,011.65)	204.87	3,339.45	1,079.00	5,012.59	4,814.54
iii. Income Tax on above	53.04	(54.13)	16.65	2.13	9.77	12.56
Total Other Comprehensive Income	(2,946.49)	169.08	3,308.43	1,075.04	4,994.39	4,791.17
XI Total Comprehensive Income for the period (IX+X)	(2,428.79)	160.19	3,296.50	2,770.16	5,969.45	7,846.44
XII Paid up Equity Share Capital (Face value of ₹ 10 each)	8,918.03	8,895.72	8,825.49	8,918.03	8,825.49	8,825.49
XIII Other Equity						36,673.53
XIV Earnings per share of ₹ 10 each (not annualised)						
Basic - in ₹	0.58	(0.01)	(0.01)	1.91	1.11	3.47
Diluted - in ₹	0.58	(0.01)	(0.01)	1.90	1.09	3.43



Notes :

1. The above unaudited Financial Results for the quarter and nine months ended December 31, 2021 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 05, 2022. The Statutory Auditors of the Company have carried out a Limited Review of the aforesaid results. The Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
2. The Company is engaged in the business of manufacturing of cement and clinker, which is the only Operating Segment as per Ind AS 108.
3. During the quarter and nine months ended December 31, 2021, 2,23,144 and 9,25,443 Equity Shares of ₹ 10 each, respectively, have been allotted pursuant to the exercise of options under Gujarat Sidhee Employees Stock Option Scheme, 2017.
4. Income tax expense for the interim period is recognised based on the best estimate of the weighted average annual income tax rate expected for the full financial year. Amounts accrued for income tax expense in one interim period may have to be adjusted in a subsequent interim period of that financial year, if the estimate of the annual income tax rate changes.
5. The Company has considered the possible effects that may result from COVID-19 in the preparation of these financial results including the recoverability of carrying amount of property, plant and equipment, receivables, inventories and other assets. For assessing the impact, the Company has taken into account the external and internal sources of information and it expects that the carrying amount of these assets will be recovered.
6. The Board of Directors of the Company at its meeting held on May 19, 2020 had decided to amalgamate Villa Trading Company Private Limited (VTCPL), its wholly owned subsidiary, and Bhadra Textiles and Trading Private Limited (BTTPL), its holding company, with the Company with effect from April 1, 2020, being the appointed date.


The application for amalgamation of VTCPL and BTTPL with the Company was finally heard by National Company Law Tribunal (NCLT) on June 14, 2021, the Order was pronounced on June 22, 2021 and the same was certified by the Registrar on June 28, 2021. The Order has become effective on July 10, 2021 after filing of Form INC-28 in accordance with the provisions of Section 232(5) of the Companies Act, 2013 and accordingly, the effect of the Scheme has been considered in the preparation and presentation of the Financial Results for the quarter ended June 30, 2021 and thereafter. Since the Company had already published the Audited Standalone Financial Results for the year ended March 31, 2021 and unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2020 without giving the impact of the Scheme, post NCLT's order, those figures have now been restated after giving effect of merger.

7. The Board of Directors of Gujarat Sidhee Cement Limited ("GSCL" or "the Company") at its meeting held on February 5, 2022 has decided to amalgamate Gujarat Sidhee Cement Limited with Saurashtra Cement Limited ("SCL"), the appointed date being January 1, 2022 and accordingly, has approved the Scheme of Amalgamation, subject to approval of the Scheme by shareholders, stock exchanges and National Company Law Tribunal ("NCLT"). On amalgamation of GSCL with SCL,
 - i. the shares held by the Company in SCL will be cancelled and the shares held by SCL in the Company will be cancelled;
 - ii. the shareholders of the Company will get 62 Equity Shares of SCL in exchange of 100 Equity Shares of the Company in proportion of their holdings.
 - iii. the assets and liabilities of GSCL will be transferred to SCL.

The Scheme shall be effective from the last date on which the order approving the Scheme by NCLT is filed by SCL and GSCL with the ROC.

Place : Mumbai
Dated : February 5, 2022

By the Order of the Board
For Gujarat Sidhee Cement Limited


(Jay Mehta)
Executive Vice Chairman

