

APL/SECT/DLH/SE: 2018-19

14th February 2019Electronic Filing

National Stock Exchange of India Limited
"Exchange Plaza" Bandra-Kurla Complex,
Bandra (E),
Mumbai-400051

Department of Corporate Services/Listing
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai-400001

NSE Symbol : APLAPOLLO

Scrip Code : 533758

Subject: Outcome of Board Meeting held on 14th February, 2019

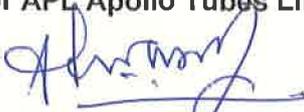
Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we would like to inform you that Board of Directors of the Company in their meeting held on today i.e. Thursday, February 14, 2019, which was commenced at 1:00 P.M and concluded at 3:00 P.M. *inter alia*, have considered and approved the Unaudited Financial Results (Standalone & Consolidated) of the Company for the third quarter and nine months ended 31st December, 2018. Copy of the said results alongwith Limited Review Report thereon by M/s Deloitte Haskins & Sells LLP, Chartered Accountants, Gurgaon, Statutory Auditors of the Company, is submitted herewith in compliance of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The results are also being published in the newspapers in the prescribed formats.

You are requested to take the same in your records.

Thanking you

Yours faithfully
For APL Apollo Tubes Limited



Adhish Swaroop
Company Secretary

**APL Apollo Tubes Limited** (CIN-L74099 DL 1906PLC023443)

Corp. Office : 36, Kaushambi, Noar Anand Vihar Terminal, Delhi NCR 201010, India Tel : +91-120-4041400 Fax : +91-120-4041444

Corp. Office : Tapasya Corp. Heights 4th Floor, Sector-126, Noida, Uttar Pradesh-201303 India

Regd. Office : 37, Hargovind Enclave, Vikas Marg, Delhi 110092, India Tel: +91-11-22373437 Fax : +91-11-22373537

Unit-I : A-19, Industrial Area, Sikandrabad, Distt. Bulandshahar, U.P.-203205, India Unit - II : 332-338, Alur Village, Perandapalli, Hosur, Tamilnadu-635109, India

Unit-III : Plot No. M-1, Additional M.I.D.C. Area, Kudavali, Murbad, Maharashtra, Thane-421401, India Unit-IV : Village Bendri, Near Urla Indl. Area Raipur, Chhattisgarh-493661, India

E-mail : info@aplapollo.com Website : www.aplapollo.com

APL APOLLO TUBES LIMITED

Regd. Office: 37, Hargobind Enclave, Vikas Marg, Delhi-110092

Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2018

Particulars	Quarter ended	Quarter ended	Quarter ended	Nine months	(Rupees in crore, except EPS)	
	December 31, 2018	September 30, 2018	December 31, 2017	ended December 31, 2018	Nine months ended December 31, 2017	Year ended March 31, 2018
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I Revenue from operations						
(a) Sale of products [^]	1,621.64	1,631.67	1,275.76	4,870.53	3,839.16	5,293.74
(b) Other operating income	69.56	58.80	38.62	187.67	113.81	178.64
Total revenue from operations	1,691.20	1,690.47	1,314.38	5,058.20	3,952.97	5,472.38
II Other Income	3.24	1.89	2.08	8.87	6.11	8.01
III Total income (I + II)	1,694.44	1,692.36	1,316.46	5,067.07	3,959.08	5,480.39
IV Expenses						
(a) Cost of materials consumed	1,567.03	1,450.22	1,066.70	4,500.18	3,173.35	4,568.16
(b) Purchase of stock-in-trade (traded goods)	7.16	66.78	5.27	89.02	44.52	56.23
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(48.53)	(18.98)	49.46	(99.76)	1.33	(76.06)
(d) Excise duty expenses [^]	-	-	-	-	137.61	137.61
(e) Employee benefits expense	25.93	27.26	20.02	79.30	62.76	86.16
(f) Finance costs	27.14	30.96	20.25	84.41	58.70	81.30
(g) Depreciation and amortisation expense	15.70	16.15	13.90	47.05	38.45	53.41
(h) Other expenses	80.38	78.97	84.48	235.35	264.99	329.24
Total expenses	1,674.81	1,651.36	1,260.08	4,935.55	3,781.71	5,236.05
V Profit before tax (III-IV)	19.63	41.00	56.38	131.52	177.37	244.34
VI Tax expense:						
(a) Current tax	4.98	15.46	13.72	40.82	53.71	71.11
(b) Deferred tax charge	1.78	(1.14)	6.73	4.16	7.81	15.10
(c) Income tax of earlier year	-	-	-	-	0.37	-
Total tax expense	6.76	14.32	20.45	44.98	61.89	86.21
VII Profit for the period / year (V-VI)	12.87	26.68	35.93	86.54	115.48	158.13
VIII Other Comprehensive Income						
Items that will not be reclassified to profit or loss						
Remeasurement of post employment benefit obligation	0.25	0.26	(0.17)	0.76	(0.41)	0.94
Income tax relating to above item	(0.09)	(0.09)	0.06	(0.27)	0.14	(0.33)
Other Comprehensive Income for the period / year	0.16	0.17	(0.11)	0.49	(0.27)	0.61
IX Total Comprehensive Income for the period / year (VII+VIII)	13.03	26.85	35.82	87.03	115.21	158.74
X Paid up Equity Share Capital (Face value of Rupees 10 each)	23.73	23.73	23.73	23.73	23.73	23.73
XI Earnings per equity share (EPS) of Rupees 10 each # :						
(a) Basic	5.42	11.24	15.17	36.47	48.79	66.84
(b) Diluted	5.32	11.03	14.94	35.79	48.06	65.63

[^] Refer Note 4(a)

EPS is not annualised for the quarter and nine months ended December 31, 2018, quarter ended September 30, 2018 and quarter and nine months ended December 31, 2017.



APL APOLLO TUBES LIMITED

Regd. Office : 37, Hargobind Enclave, Vikas Marg, Delhi - 110092

Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2018

Particulars	(Rupees in crore, except EPS)					
	Quarter ended December 31, 2018	Quarter ended September 30, 2018	Quarter ended December 31, 2017	Nine months ended December 31, 2018	Nine months ended December 31, 2017	Year ended March 31, 2018
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I Revenue from operations						
(a) Sale of products*	1,320.31	1,324.26	1,054.79	3,969.39	3,067.10	4,288.39
(b) Other operating income	55.41	46.76	29.99	150.97	87.81	142.78
Total revenue from operations	1,375.72	1,371.02	1,084.78	4,120.36	3,154.91	4,431.17
II Other Income	2.19	34.70	2.19	38.85	33.40	35.45
III Total income (I + II)	1,377.91	1,405.72	1,086.97	4,159.21	3,188.31	4,466.62
IV Expenses						
(a) Cost of materials consumed	1,212.43	1,150.77	797.92	3,516.17	2,298.79	3,375.77
(b) Purchase of stock-in-trade (traded goods)	96.69	100.22	100.32	293.60	354.63	487.17
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(47.06)	(23.87)	51.99	(101.22)	(6.57)	(72.55)
(d) Excise duty*	-	-	-	-	95.37	95.37
(e) Employee benefits expense	18.13	19.68	15.22	57.80	46.24	62.51
(f) Finance costs	23.60	27.89	18.04	76.12	50.89	70.44
(g) Depreciation and amortisation expense	13.35	13.54	11.41	39.57	31.42	43.98
(h) Other expenses	56.97	59.63	62.11	174.98	196.27	247.98
Total expenses	1,374.11	1,347.86	1,057.01	4,057.02	3,067.04	4,310.67
V Profit before tax (III-IV)	3.80	57.86	29.96	102.19	121.27	155.95
VI Tax expense:						
(a) Current tax	(1.95)	10.25	4.97	18.30	23.91	30.88
(b) Deferred tax charge	2.81	(1.69)	6.45	4.63	8.47	12.38
(c) Income tax of earlier year	-	-	-	-	0.02	-
Total tax expense	0.86	8.56	11.42	22.93	32.40	43.26
VII Profit for the period / year (V-VI)	2.94	49.30	18.54	79.26	88.87	112.69
VIII Other Comprehensive Income						
Items that will not be reclassified to profit or loss						
Remeasurement of post employment benefit obligation	0.26	0.25	(0.18)	0.76	(0.53)	0.93
Income tax relating to above item	(0.08)	(0.09)	0.06	(0.26)	0.18	(0.32)
Other Comprehensive Income for the period / year	0.18	0.16	(0.12)	0.50	(0.35)	0.61
IX Total Comprehensive Income for the period / year (VII+VIII)	3.12	49.46	18.42	79.76	88.52	113.30
X Paid up Equity Share Capital (Face value of Rupees 10 each)	23.73	23.73	23.73	23.73	23.73	23.73
XI Earnings per equity share (EPS) of Rupees 10 each # :						
(a) Basic	1.24	20.78	7.80	33.40	37.49	47.63
(b) Diluted	1.21	20.39	7.68	32.78	36.93	46.76

* Refer Note 4(b)

EPS is not annualised for the quarter and nine months ended December 31, 2018, quarter ended September 30, 2018 and quarter and nine months ended December 31, 2017.



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Notes :-

1. The above Unaudited Consolidated and Standalone Financial Results for the quarter and nine months ended December 31, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 14, 2019.
2. The Statutory Auditors have carried out the 'Limited Review' of the Unaudited Consolidated and Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2018 in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. During the quarter ended December 31, 2018, the Board of Directors of the APL Apollo Tubes Limited ('Company') in their meeting held on October 18, 2018 considered and approved the acquisition / investment by Shri Lakshmi Metal Udyog Limited ('SLMUL'), a wholly owned subsidiary of the Company by way of entering into a Share Purchase Agreement ('Agreement') for the acquisition of 8,030,030 Equity Shares and Options attached to 4,300,000 Warrants of Apollo Tricoat Tubes Limited ('Target Entity') which will together represent 40.43% of the fully diluted share capital of the Target Entity in terms of the provisions of Section 186 of the Companies Act, 2013 and relevant rules thereto. The acquisition / investment would be a Related Party Transaction in terms of the provisions of Section 188 of the Companies Act, 2013.

Pursuant to the said Agreement, SLMUL made an open offer which got completed on February 01, 2019 and SLMUL became promoter of Target Entity in compliance with the provisions of Regulation 3(1) and Regulation 4 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. During the offer period, SLMUL acquired 1,325,000 Equity Shares representing 5.16% of the paid-up share capital of Target Entity from open market and 1,536,209 Equity Shares representing 5.98% of the paid-up share capital of Target Entity as tendered under open offer, both aggregating to 2,861,209 Equity Shares representing 11.14% of the paid-up share capital of Apollo Tricoat Tubes Limited.

4. Consequent to the introduction of Goods and Service Tax (GST) with effect from July 1, 2017, Central Excise, Value Added Tax (VAT) etc. have been replaced by GST. In accordance with 'Ind-AS 115 : Revenue from Contracts with customers' and Schedule III of the Companies Act, 2013, GST is not included in Revenue from operations for applicable periods. In view of the aforesaid restructuring of indirect taxes, Revenue from operations for nine months ended December 31, 2018 are not comparable with the nine months ended December 31, 2017. Following additional information is being provided to facilitate such comparison:

(a) Consolidated :

S.No.	Particulars	Quarter ended			Nine months ended		Year ended March 31, 2018
		December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017	
I	Revenue from operations	1,691.20	1,690.47	1,314.38	5,058.20	3,952.97	5,472.38
II	Excise duty	-	-	-	-	137.61	137.61
III	Revenue from operations (net of excise duty)(I-II)	1,691.20	1,690.47	1,314.38	5,058.20	3,815.36	5,334.77

(b) Standalone :

S.No.	Particulars	Quarter ended			Nine months ended		Year ended March 31, 2018
		December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017	
I	Revenue from operations	1,375.72	1,371.02	1,084.78	4,120.36	3,154.91	4,431.17
II	Excise duty	-	-	-	-	95.37	95.37
III	Revenue from operations (net of excise duty)(I-II)	1,375.72	1,371.02	1,084.78	4,120.36	3,059.54	4,335.80

5. Profits during the quarter ended December 31, 2018 has significantly decreased as compared to previous quarters due to steep fall in steel prices resulting in inventory loss.
6. 'Ind-AS 115 : Revenue from Contracts with customers', mandatory for reporting periods beginning on or after April 1, 2018 replaces the existing revenue recognition standards. The application of Ind-AS 115 did not have any significant impact on Unaudited Consolidated and Standalone Financial Results of the Company.
7. The Company is in business of Manufacturing of ERW steel tube and pipes and hence only one reportable operating segment as per 'Ind-AS 108 : Operating Segments'.
8. The Unaudited Consolidated and Standalone Financial Results for the quarter and nine months ended December 31, 2018 are available on the website of the Company (www.aplapollo.com) and on Stock Exchanges website (www.bseindia.com and www.nseindia.com).

Ghaziabad
February 14, 2019



**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
FINANCIAL RESULTS**

TO THE BOARD OF DIRECTORS OF APL APOLLO TUBES LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Interim Financial Results of **APL APOLLO TUBES LIMITED** ("the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2018 ("the Statement") being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Holding 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 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

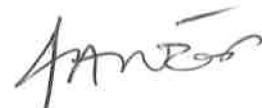
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and 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 Holding Company's 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.
3. These Consolidated Unaudited Interim Financial results included in the Statement include the results of the following entities:
 - (i) The Holding Company
 - APL Apollo Tubes Limited
 - (ii) Wholly owned subsidiary companies :-
 - Apollo Metalex Private Limited
 - Shri Lakshmi Metal Udyog Limited
 - Blue Ocean Projects Private Limited



4. Based on our review conducted as stated above and based on the consideration of the review reports of other auditors referred to in paragraph 5 below, nothing has come to our attention that causes us to believe that the accompanying Consolidated Results included in "the 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, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review the interim financial results of one subsidiary included in the Consolidated Unaudited Interim Financial Results, whose interim financial results reflect total revenues of Rs. Nil for the quarter and nine months ended December 31, 2018 respectively, total (loss) after tax of Rs. 0.03 crore and Rs. 0.10 crore for the quarter and nine months ended December 31, 2018 respectively and total comprehensive loss of Rs. 0.03 crore and Rs. 0.10 crore for the quarter and nine months ended December 31, 2018 respectively, as considered in the Consolidated Unaudited Interim Financial Results. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the reports of the other auditor.

Our report on the Statement is not modified in respect of this matter.

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



RASHIM TANDON
Partner
(Membership No. 095540)

Ghaziabad, February 14, 2019
RT/AL/2019



**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
FINANCIAL RESULTS**

TO THE BOARD OF DIRECTORS OF APL APOLLO TUBES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Interim Financial Results of **APL APOLLO TUBES LIMITED** ("the Company"), for the quarter and nine months ended December 31, 2018 (collectively, "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 modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

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

2. 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.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that "the 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, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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



RASHIM TANDON
Partner
(Membership No. 095540)

Ghaziabad, February 14, 2019
RT/AL/2019

