

August 10, 2022

National Stock Exchange of India Ltd,
Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051
Scrip Symbol: SETCO

Dear Sirs,

# Sub.: Outcome of Board Meeting in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 33 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company in its meeting held today i.e. Wednesday, August 10, 2022 has, inter alia, approved the following:

- 1. Unaudited Standalone and Consolidated financial results for the quarter ended June 30, 2022 alongwith the Limited Review Report of the Statutory Auditors thereon;
- 2. Recommended, the appointment of M/s. Sharp & Tannan Associates, Chartered Accountants (Firm Registration No. 0109983W) as the statutory auditors of the Company for a period of three years commencing from the conclusion of the 39<sup>th</sup> Annual General Meeting until the conclusion of the 42<sup>nd</sup> Annual General Meeting of the Company, subject to the approval of the Shareholders of the Company. Details with respect to appointment/ change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations, SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 and CIR/CFD/CMD1/114/2019 dated October 18, 2019 are annexed herewith.
- Convening the 39<sup>th</sup> (Thirty Ninth) Annual General Meeting of the Company on Monday, September 19, 2022 at the Registered Office of the Company at Baroda-Godhra Highway, Kalol (Panchmahals), Pin Code - 389 330, Gujarat, India.
- 4. The Register of Members and Share Transfer Book of the Company will remain closed from Tuesday, September 13, 2022 to Monday, September 19, 2022 (both days inclusive).



Accordingly, please find enclosed Unaudited Standalone and Consolidated financial results for quarter ended June 30, 2022 alongwith the Limited Review Report of the Statutory Auditors thereon;

The Board meeting commenced at 11:00 a.m. and concluded at 1:15 p.m.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

# For Setco Automotive Limited

Hiren Vala Company Secretary

Encl: As above



Details with respect to appointment/ change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations, SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 and CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Sr.	Disclosure Requirement	Details
<b>No.</b> 1.	Name of Auditor	M/a Sharp & Tappan Associator
2.	Reason       for       Change       viz.,         appointment, resignation, removal,       death or otherwise	M/s. Sharp & Tannan Associates Appointment as Statutory Auditors of the Company
3.	Date of Appointment & terms of appointment	Subject to the approval of the shareholders, appointed for the term of three years commencing from the conclusion of ensuing 39th Annual General Meeting of the Company until the conclusion of the 42nd Annual General meeting of the Company.
4.	Brief profile	M/s Sharp & Tannan Associates (ICAI Firm Reg. No. 0109983W) was constituted on 1st July, 1976. The headquarters of the firm is at Mumbai. It has group offices at Pune, Baroda, Ahmedabad, Goa, Bangalore, Hyderabad, Chennai, New Delhi, and Kolkatta. The S&T Group has 22+ partners having vast experience of manufacturing industry and efficient skilled and qualified staff to cater to the clients having various geographical presence. The core area of practice is Statutory Audit, Internal Audit, Tax Audit, Enterprise Risk Advisory, Legal Compliance Management System, Transaction Advisory etc. Presently, the firm serves to 50+ listed entities across India.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

## **Appointment of Statutory Auditors**

 Corporate Office : 54A, Tardeo Road, Near Film Centre Building, Mumbai - 400034. India. T : +91 (0) 22 40755555 F : +91 (0) 22 23520754

 Registered Office : Vaddoara Godhra Highway, Kalol (pms) - 389 330, Gujarat, India. T : +91 (0) 2676-305600 F : +91 (0) 2676-235524

 Web : www.setcoauto.com

# V. PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS

37, HAMAM STREET, 2nd FLOOR, FORT, MUMBAI - 400 001. D : 2265 02 64 • 2265 35 55 • 2266 62 19 FAX : 2265 43 70 E-Mail : mail@vparekh.com

LIMITED REVIEW REPORT ON UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2022 OF SETCO AUTOMOTIVE LIMITED PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To, The Board of Directors, SETCO AUTOMOTIVE LIMITED

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **SETCO AUTOMOTIVE LIMITED** ("the Company"), for the quarter ended June 30, 2022 ("the Statement"). This statement is the responsibility of the Company's Management and has been 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, as applicable and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, '*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*', specified under Section 143 (10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies 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.

Attention is drawn to the fact that the figures for the 3 months ended 31st March 2022 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

For V. Parekh & Associates Chartered Accountants (Firm Registration No. 107488W) RASESH VINAYKANT PAREKH PAREKH PAREKH PAREKH - Partner Membership No. 038615 UDINo.: 22038615AORWDD8892

Place: Mumbai Date: 10<sup>th</sup> August, 2022



Regd. Office : Baroda - Godhra Highway, Kalol, District Panchmahal, Pin Code - 389 330, Gujarat

Tel :- 02676 - 270600, Fax :- 02676 -235524

 $Website: www.setcoauto.com, \ Email:-\ investor.relations@setcoauto.com$ 

Corporate Identity Number : L35999GJ1982PLC005203

#### Statement of Standalone Unaudited Financial Results for the Quarter ended June 30, 2022

			(Rs. in Lakhs)		
Sr.			Quarter Ended		Year Ended
No.	Particulars	30-Jun-22	31-Mar-22	30-Jun-21	31-Mar-22
-		Unaudited	Audited	Unaudited	Audited
1	Income				
a.	Revenue from Operations	13	1	5,637	15,674
b.	Other Income	126	32	122	520
_	Total Income	139	34	5,760	16,194
2	Expenses		0	2.044	
a.	Cost of materials consumed	1	8	3,866	7,567
b.	Changes in inventories of finished goods and work-in-progress	- 70	-	(137)	4,553
С.	Employee benefits expense	70	-	1,110	2,087
d.	Finance costs	0	3	1,384	2,516
е.	Depreciation and amortisation expense		-	535	978
f.	Other expenses	18	(88)	1,280	2,622
2	Total Expenses	90	(77)	8,038	20,324
3	Profit / (Loss) before exceptional and tax (1-2)	50	111	(2,278)	(4,130)
4	Exceptional Items	-	9,238	-	12,942
5 6	Profit / (Loss) before tax (3-4) Tax Expense	50	(9,128)	(2,278)	(17,072)
<b>о</b> а.	Current Tax	-	(1,545)	_	643
b.	Deferred Tax	-	(298)	(77)	(721)
0.	Total Tax Expense	-	(1,843)	(77)	(79)
7	Profit/(loss) for the period/year from continuing operations	50	(7,285)	(2,201)	(8,949)
	(5-6-8)	50	(7,200)	(=)=01)	(0)) [ )
8	Profit/(loss) before tax for the year from discontinued operati	-	-	-	(8,044)
9	Tax Expense of discontinued operations				(0,0)
a.	Current Tax	-	-	-	3
b.	Deferred Tax	-	-	-	332
	Total Tax Expense	-	-	-	335
10	Profit/(loss) after tax for the year from discontinued	-	-	-	(8,379)
	operations (8-9)				
11	Profit/(loss) for the period/year (7+10)	50	(7,285)	(2,201)	(17,328)
12	Other Comprehensive Income (OCI)				
a.	Items that will not be reclassified to Profit or Loss	-	(154)	-	(154)
b.	Income Tax relating to items that will not be reclassified to Profit	-	-	-	-
	or Loss				
c.	Items that will be reclassified to Profit or Loss	-	-	-	-
d.	Income Tax relating to items that will be reclassified to Profit or	-	-	-	-
	Loss				
	Other Comprehensive Income (Net of Tax)	-	(154)	-	(154)
13	Total Comprehensive income for the period/year (11+12)	50	(7,439)	(2,201)	(17,482)
14	Paid up Equity Share Capital (Face Value Rs. 2/- per share)	2,675	2,675	2,675	2,675
15	Other Equity				5,703
16	Earnings/(loss) per equity share (EPS)				
	(Face Value of Rs. 2/-) (not annualised) :				
a.	Earnings/(loss) per equity share from continuing operations				
	(EPS):				
	(a) Basic - Rs.	0.04	(5.45)	(1.65)	(6.69)
	(b) Diluted - Rs.	0.04	(5.45)	(1.65)	(6.69)
b.	Earnings/(loss) per equity share from discontinued				
	operations (EPS):				
		-	-	-	(6.26)
	(a) Basic - Rs.				(6.26)
	(a) Basic - Rs. (b) Diluted - Rs.	-	-	-	(6.26)
C.		-	-	-	(0.20)
C.	(b) Diluted - Rs.	-	-	-	(0.20)
c.	(b) Diluted - Rs. Earnings/(loss) per equity share from continuing and		- (5.45)	(1.65)	(12.95)

HARISHKUMAR KIRITKANT SHETH Date: 2022.08.10 12:05:11 +05'30' Notes (Standalone):-

1. The above statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) prescribed under Section 133 of the Companies Act, 2013, as amended and other recognized accounting practices and policies to the extent applicable.

	Ç	Year Ended		
Particulars	June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
Foreign Exchange Fluctuation gain	52	31	39	165
Lease Rent	0	0	58	100
Finance income on Financial Guarantee	1	1	6	50
Duty drawback	0	0	14	15
Gain on Lease cancellation	0	0	0	147
Other Misc. income*	74	0	5	43
Total	126	32	122	520

2. Other Income includes as under:

\*Other Misc. income consists of refund of penalty charged by lender.

- 3. The company has not charged interest on unsecured loan to the subsidiaries.
- 4. During the period, demand of Rs. 70.42 lakhs on account of contribution to employee provident fund was raised for previous years, the company has paid/ provided the same under the head of Employee benefit expenses.
- 5. The figures for the quarter ended March 31, 2022, are the balancing figures between the audited figures in respect of full financial year ended on March 31, 2022 and the published unaudited year to date figures upto the period ended December 31, 2021.
- 6. Previous period figures have been regrouped / rearranged wherever considered necessary.
- 7. The impact assessment of Covid-19 is a continuing process, given the uncertainties associated with its nature and duration. The company will continue to monitor any material changes to future economic benefits and the consequent impact on business, if any.
- 8. The above financial results were reviewed and recommended by the Audit Committee at its meeting held on August 10, 2022 and subsequently approved by the Board of Directors at its meeting held on August 10, 2022. The Statutory Auditors have carried out a limited review of the financial results for the quarter ended June 30, 2022.

For and behalf of the Board

HARISHKUMA R KIRITKANT SHETH Date: 2022.08.10 12:05:45 +05'30'

Harish Sheth Chairman & Managing Director DIN:01434459

Date : August 10, 2022 Digitally signed by RASESH VINAYKANT PAREKH PAREKH Date: 2022.08.10 12:39:01 +05'30'

**Place : Mumbai** 

(Rs. In lakhs)

# V. PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS

37, HAMAM STREET, 2nd FLOOR, FORT, MUMBAI - 400 001. D : 2265 02 64 • 2265 35 55 • 2266 62 19 FAX : 2265 43 70 E-Mail : mail@vparekh.com

# LIMITED REVIEW REPORT ON UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2022 OF SETCO AUTOMOTIVE LIMITED PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To, The Board of Directors, SETCO AUTOMOTIVE LIMITED

We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **SETCO AUTOMOTIVE LIMITED** ('hereinafter referred to as 'the Holding Company') and its subsidiaries (collectively referred to as 'the Group') for the quarter ended June 30, 2022 ("the Statement"). The Statement is being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India is the responsibility of the Holding Company's management and has been approved by the Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *`Review of Interim Financial Information Performed by the Independent Auditor of the Entity'*, specified under Section 143 (10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

Sr No	Name of the Entity		
	Subsidiaries		
1)	WEW Holdings Limited, Mauritius		
2)	Setco Automotive (U.K.) Ltd., UK		
3)	Setco Automotive N.A. Inc., (USA)		
4)	Setco MEA DMCC, UAE.		
5)	Lava Cast Private Ltd., India		
6)	Setco Auto Systems Private Limited, India		

The Statement includes results of the following entities:

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance

with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies 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

Attention is drawn to the fact that the figures for the 3 months ended 31st March 2022 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

For V. Parekh & Associates Chartered Accountants (Firm Registration No. 107488W) RASESH VINAYKANT PAREKH PAREKH PAREKH BARESH V. Parekh - Partner Membership No. 038615 UDINo.: 22038615AORWKB8269

Place: Mumbai Date: 10<sup>th</sup> August 2022



Regd. Office : Baroda - Godhra Highway, Kalol, District Panchmahal, Pin Code - 389 330, Gujarat

Tel :- 02676 - 270600, Fax :- 02676 -235524

Website: www.setcoauto.com, Email :- investor.relations@setcoauto.com

Corporate Identity Number : L35999GJ1982PLC005203

#### Statement of Consolidated unaudited Financial Results for the Quarter ended June 30, 2022

<b>C</b>			Year Ended			
Sr.	Particulars	Quarter Ended 30-Jun-22 31-Mar-22 30-Jun-21			31-Mar-22	
No.		Unaudited	Audited	Unaudited	Audited	
1	Income					
a.	Revenue from Operations	15,803	15,618	7,063	43,50	
b.	Other Income	219	(4,816)	114	99	
	Total Income	16,022	10,802	7,176	44,49	
2	Expenses					
a.	Cost of materials consumed	9,837	9,249	3,909	22,69	
b.	Changes in inventories of finished goods and work-in-progress	(865)	19	(127)	2,47	
c.	Employee benefits expense	2,186	2,293	1,806	8,13	
d.	Finance costs	3,657	3,481	1,648	10,83	
e.	Depreciation and amortisation expense	900	1,009	831	3,74	
f.	Other expenses	3,118	3,077	2,205	11,77	
	Total Expenses	18,832	19,128	10,272	59,66	
3	Profit / (Loss) before exceptional and tax (1-2)	(2,810)	(8,326)	(3,096)	(15,17	
4	Exceptional Items	-	(4,239)	-	10,24	
5	Profit / (Loss) before tax (3-4)	(2,810)	(4,087)	(3,096)	(25,41	
6	Tax Expense	(_//	(-//	(-))	(	
a.	Current Tax	-	(1,542)	-	64	
b.	Deferred Tax	-	122	(77)	(32	
7	Profit/(loss) for the period/year(5-6)	(2,810)	(2,667)	(3,020)	(25,74	
8	Other Comprehensive Income (OCI)					
a.	Items that will not be reclassified to Profit or Loss	-	(216)	-	(22	
b.	Income Tax relating to items that will not be reclassified to Profit or	-	16	-	(	
2.	Loss		10		-	
c.	Items that will be reclassified to Profit or Loss	(9)	18	(1)	1	
d.	Income Tax relating to items that will be reclassified to Profit or	-	-	-	-	
	Loss					
	Other Comprehensive Income (Net of Tax)	(9)	(182)	(1)	(18	
10	Total Comprehensive income for the period/year (7+8)	(2,819)	(2,849)	(3,020)	(25,93	
11	Profit for the period attributable to					
	Owners of the company	(2,411)	(2,344)	(2,941)	(22,43	
	Non-controlling Interest	(399)	(323)	(79)	(3,3)	
12	Other Comprehensive Income attributable to					
	Owners of the company	(9)	(170)	(1)	(17	
	Non-controlling Interest	-	(12)	-	(.	
13	Total Comprehensive Income for the period attributable to					
	Owners of the company	(2,420)	(2,514)	(2,942)	(22,60	
	Non-controlling Interest	(399)	(335)	(79)	(3,32	
14	Paid up Equity Share Capital (Face Value Rs. 2/- per share)	2,675	2,675	2,675	2,6	
15	Other Equity				(26,71	
13	Earnings per equity share (Face Value of Rs. 2/-) (not					
	annualised) :					
16	annualised) : (a) Basic - Rs. (b) Diluted - Rs. HARISHKUMA Digitally signed by HARISHKUMAR	(1.80)	(1.75)	(2.20)	(16.7	

Notes (Consolidated):-

- 1. The above results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) prescribed under Section 133 of the Companies Act, 2013, as amended and other recognized accounting practices and policies to the extent applicable.
- 2. The figures for the quarter ended March 31, 2022 are the balancing figures between the audited figures in respect of full financial year ended on March 31, 2022 and the published unaudited year to date figures upto the period ended December 31, 2021.
- 3. Exceptional Items:

(Rs. in lakhs)

		Q	Year Ended		
Sr. No.	Particulars	June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
a.	Provision for diminution				
	in Investment	0	639	0	639
b.	Provision for ECL in				
	Advances	0	43	0	43
c.	Onetime Commission	0	0	0	10776
d.	Inventory write down	0	0	0	3703
e.	Profit on sale of goodwill &				
	trademark	0	(4921)	0	(4921)
	Total	0	(4239)	0	10240

### For FY: 2021-2022

- a. The parent company had provided 9% ECL on Investment in SEPL for the loss of dividend in current year amounting to Rs. 639 Lakhs.
- b. ECL is provided by SASPL on the amount recoverable from SE Transstadia Private Limited.
- c. Onetime payment by SASPL of Rs. 10,776 lakhs being compensation for forgoing potential future commission revenue in excess of Rs. 800 lakhs per annum to Setco Engineering Private Limited
- d. Government of India has formulated the policy to scrap old Commercial vehicles older than 15 years in age.

In view of new emission norms and reluctance of transferee company (i.e SASPL) to take over such old stocks, the existing stocks of Rs. 4206 lakhs (at book value) of items/components whose utility is impaired, has been written down in accounts net of Scrap amounting to Rs. 3703 Lakhs.

e. The parent company had purchased "LIPE" Brand from its subsidiaries SAUL and SANAI for Rs. 3,494.24 lakhs & Rs. 2,452.13 lakhs respectively during the year and

RASESH VINAYKANT PAREKH

RASESH VINAYKANT

12:39:58 +05'30'

PAREKH Date: 2022.08.10 such brand has been transferred to the transferee company SASPL in slump sale transaction. Income on such sale is recognised as revenue by the subsidiaries which is reflected under the head of "Exceptional Items".

- 4. The parent company has received refund amounting to Rs. 73.80 lakhs for the penalty charged by lender in previous year and declared under the head Other Misc. income.
- 5. During the period, the parent company has received a notice for demand of Rs. 70.42 lakhs on account of contribution to employee provident fund was raised for previous years, the company has paid/ provided the same under the head of Employee benefit expenses.
- 6. Previous period figures have been regrouped / rearranged wherever considered necessary.
- 7. The impact assessment of Covid-19 is a continuing process, given the uncertainties associated with its nature and duration. The company will continue to monitor any material changes to future economic benefits and the consequent impact on business, if any.
- 8. The above financial results were reviewed and recommended by the Audit Committee at its meeting held on August 10, 2022 and subsequently approved by the Board of Directors at its meeting held on August 10, 2022. The Statutory Auditors have carried out a limited review of the consolidated financial results for the quarter ended June 30, 2022.

For and behalf of the Board AR UP HARISHKUM Digitally signed AR UP HARISHKUMAR KIRITKANT DIGITAL SHETH DIGITAL 2007 40530

Harish Sheth Chairman & Managing Director DIN : 01434459

Place : Mumbai Date : August 10, 2022

RASESH VINAYKANT PAREKH

Digitally signed by RASESH VINAYKANT PAREKH Date: 2022.08.10 12:40:22 +05'30'