



CIN: L25200GJ1996PLC029134

Registered & Corporate Office: 207/1, Astral House, B/h. Rajpath Club, Off. S.G. Highway, Ahmedabad - 380 059, Gujarat, India. Phone: +91 79 6621 2000 Fax: +91 79 6621 2121 E-mail: info@astralpipes.com Website: www.astralpipes.com

11th February, 2020.

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1, G Block. Bandra Kurla Complex, Bandra (East) Mumbai 400 051

BSE Ltd.

Phirozee Jeejeebhoy Towers, Dalal Street. Mumbai 400 001

BSE Scrip Code: 532830

NSE Scrip Symbol: ASTRAL

Dear Sir/Madam,

Sub: Outcome of Board Meeting.

With reference to the captioned subject matter, we would like to inform you that the Board of Directors of the Company at its meeting held on Tuesday, 11th February, 2020 has inter alia considered and approved following:

- 1. Payment of 2nd Interim Dividend @ Re. 0.60/- per equity share of Re. 1/- each. Payment of Dividend shall be made on or before 29th February, 2020.
- 2. Unaudited Standalone and Consolidated Financial results for the quarter and nine months ended 31st December, 2019.
- 3. Re-appointment of Mrs. Jagruti Engineer as Whole Time Director

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mrs. Jagruti Engineer as a Whole Time Director for further period of 4 years and 11 months i.e. from 1st May, 2020 to 31st March, 2025, subject to approval of members of the Company.

4. Appointment of Mr. C K Gopal as an Additional Independent Director:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. C K Gopal as an "Additional Director" (Independent Director) w.e.f 11th February, 2020, subject to approval of the members of the Company.

Mr. C K Gopal will be Independent Director and he is not related to the Promoter or to the Promoter Group and fulfills the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended from time to time).

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Indore

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Further in compliance of circular of stock exchange dated 20th June, 2018, we hereby affirm that Mrs. Jagruti Engineer and Mr. C K Gopal or any other existing Directors of the Company is not debarred from holding the office of Director by virtue of any SEBI order or any other authority.

Disclosure required pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations, with regard to appointment of Directors is annexed herewith.

The Meeting of the Board of Directors of the Company commenced at 3.00 p.m. and concluded at 3.45 p.m.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For Astral Poly Technik Limited

Krunal Bhatt

Company Secretary

- Phone: 0484 280 97 98 E-mail: kochi@astralpipes.com



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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2019

(Rs. in Million, except as stated otherwise)

| | | Quarter ended | | | Nine months ended | | Year ended | |
|------|--|---------------|-------------|----------------|-------------------|----------------|------------|--|
| | | December | September | December | December | December | March | |
| Sr. | Particulars | 31, 2019 | 30, 2019 | 31, 2018 | 31, 2019 | 31, 2018 | 31, 2019 | |
| No. | \$ · · | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) | |
| | Each | | | (Refer note 5) | | (Refer note 5) | | |
| 1 | Revenue from Operations | 5,200 | 5,446 | 4,884 | 15,371 | 13,101 | 19,157 | |
| 2 | Other Income | 23 | 27 | 24 | 109 | 86 | 115 | |
| 3 | Total Income (1+2) | 5,223 | 5,473 | 4,908 | 15,480 | 13,187 | 19,272 | |
| 4 | Expenses | | | | | | | |
| | a. Cost of Materials consumed | 2,981 | 3,507 | 3,219 | 9,480 | 8,727 | 12,311 | |
| | b. Purchase of stock-in-trade | 165 | 188 | 201 | 533 | 531 | 791 | |
| | c. Changes in inventories of finished goods, work-in- | 52 | (266) | (104) | (257) | (518) | (284) | |
| | progress and stock-in-trade | | | | | | | |
| | d. Employee benefits expense | 232 | 275 | 217 | 757 | 561 | 754 | |
| | e. Finance Costs | | | | | | | |
| | i. Borrowing Cost | 40 | 43 | 65 | 135 | 157 | 219 | |
| | ii. Exchange Fluctuation | (10) | 34 | (52) | 32 | 80 | 62 | |
| | f. Depreciation and amortisation expense | 228 | 225 | 184 | 657 | 486 | 671 | |
| | g. Other expenses | 771 | 744 | 566 | 2,129 | 1,709 | 2,546 | |
| | Total Expenses | 4,459 | 4,750 | 4,296 | 13,466 | 11,733 | 17,070 | |
| 5 | Profit from ordinary activities before exceptional items and tax (3-4) | 764 | 723 | 612 | 2,014 | 1,454 | 2,202 | |
| 6 | Exceptional Item (Refer note 7) | | + | | | = | 20 | |
| 7 | Profit before tax (5-6) | 764 | 723 | 612 | 2,014 | 1,454 | 2,182 | |
| 8 | Tax expense (Refer note 4 & 9) | 187 | 26 | 217 | 399 | 508 | 768 | |
| 9 | Net Profit for the period/year (7-8) | 577 | 697 | 395 | 1,615 | 946 | 1,414 | |
| 10 | Other Comprehensive Income (net of tax) | | | | | | | |
| | Items that will not be reclassified to Profit and Loss | | (1) | | (1) | - | (1) | |
| 11 | Total Comprehensive Income for the period/year (9+10) | 577 | 696 | 395 | 1,614 | 946 | 1,413 | |
| 12 | Paid up Equity Share Capital (Face Value of Re.1/- each) | 151 | 151 | 120 | 151 | 120 | 120 | |
| 13 | Other Equity excluding Revaluation Reserves | | | | N. | | 11,408 | |
| 14 | Earnings Per Share (of Re. 1/- each) (Not Annualised) (Refer Note 3): | | | | | | | |
| | - Basic (in Rs.) | 3.83 | 4.62 | 2.62 | 10.72 | 6.28 | 9 40 | |
| | - Diluted (in Rs.) | 3.83 | 4.62 | 2.62 | 10.72 | 6.28 | 9.40 | |
| | See accompanying notes to the Standalone Financial Results | | | | | | | |
| Note | The state of the s | | | | | | | |

Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on February 11, 2020 and reviewed by the Statutory Auditors.
- 2 The Company has adopted Ind AS 116 Leases, with effect from April 1, 2019, using Modified Retrospective Method and accordingly, the comparatives has not been restated. The adoption of Ind AS 116 doesn't have material impact on the results for the quarter and nine months ended December 31, 2019.
- 3 The Company alloted 30,132,441 equity shares as fully paid up bonus shares by utilising securities premium amounting to Rs. 30.13 Million, pursuant to an ordinary resolution passed after taking the consent of shareholders through Postal ballot. Earnings per share for previous periods have been adjusted for Bonus shares issued in current period as per Ind AS 33, Earnings per share.
- 4 The Company elected to exercise the option permitted under Section 115 BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) ordinance, 2019. Accordingly, the Company has recognized the provision for income tax for the nine months ended December 31, 2019 and re-measured its deferred tax basis the rate prescribed in the said section. The Impact of remeasurement of Deferred Tax on March 31, 2019 is accounted in quarter ended September 30, 2019.



BRANCHES:

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SIGNED FOR IDENTIFICATION

PURPOSES ONLY



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5 On July 10, 2018, the company acquired 51% equity shares of Rex Polyextursion Private Limited (Rex), which was amalgamated into the Company through NCLT Order dated May 2, 2019 with effect from July 10, 2018 by issuing equity shares of the Company against balance 49% of the share capital of Rex. Accordingly, the figures of quarters and nine months ended December 31, 2018 has been restated to give effect to above merger:

(Rs. in Million)

| | Nine month | Nine months ended December 31, 2018 | | | | |
|--------------------------|----------------------|-------------------------------------|---------------------------|--|--|--|
| Particulars | Earlier published | Impact due to merger | Restated, as stated above | | | |
| Revenue from operations | 12,256 | 845 | 13,101 | | | |
| Profit/(loss) before tax | 1,531 | (77) | 1,454 | | | |
| Profit after tax | 994 | (48) | 946 | | | |

(Rs. in Million)

| | | Quarter ended December 31, 2018 | | | |
|--------------------------|-----|---------------------------------|---------------|--------------|--|
| Particulars | E | arlier | Impact due to | Restated, as | |
| | pul | blished | merger | stated above | |
| Revenue from operations | | 4,437 | 447 | 4,884 | |
| Profit/(loss) before tax | 1 | 645 | (33) | 612 | |
| Profit after tax | | 415 | (20) | 395 | |

- 6 The company has presented segment information in the Consolidated Financial Statement and accordingly in terms of Ind AS 108 Operating Segments, no disclosure related to segments are presented in this standalone financial results.
- 7 In the Quarter and year ended March 31, 2019, the company had made impairment provision on its investment in Joint Venture viz: Astral Pipes Ltd, Kenya amounting to Rs. 20 Million, which had been considered as exceptional in nature.
- 8 The board of Directors has recommended an interim dividend of Re. 0.60 per share. (Face value of Re. 1/- each).
- 9 Tax expenses includes current tax and deferred tax.

10 The figures for the period have been regrouped / reclassified wherever necessary to correspond with the current period's classification.

Place : Ahmedabad Date : February 11, 2020 ASTRAL *

for and on behalf of the Board

Sandeep P. Engineer Managing Director

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SREE & CO LLP

BENGALURU CHENNAI HYDERABAD

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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2019

(Rs. in million, except as stated otherwise)

| _ | i | | Oundarrand | | | | tated otherwise) |
|-----|--|--------------|---------------|----------------|--------------|----------------|------------------|
| | | | Quarter ended | | | iths ended | Year ended |
| Sr. | Basilautasa | December 31, | September 30, | December 31, | December 31, | December 31, | March 31, |
| No. | Particulars | 2019 | 2013 | 2018 | 2019 | 2018 | 2019 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| -,- | 0 0 0 | | 6.702 | (Refer note 5) | 20.400 | (Refer note 5) | 25.072 |
| 1 | Revenue from Operations | 6,641 | 6,783 | 6,302 | 19,490 | 17,326 | 25,073 |
| 2 | Other Income | 22 | 30 | 32 | 120 | 116 | 154 |
| 4 | Total Income (1+2) | 6,663 | 6,813 | 5,334 | 19,610 | 17,442 | 25,227 |
| 4 | a. Cost of Materials consumed | 3,000 | 1.150 | 4 307 | 12.120 | 11 600 | 16.500 |
| | b. Purchases of stock-in-trade | 3,890 | 4,450 | 1,307 107 | 12,138 | 11,699 277 | 16,500 398 |
| | \$25,000 to \$6,000 (200 A-200 C) \$10.00 (200 A-200 C | 51 | 57 | | 186 | | 7-3-3-3-7 |
| | c. Changes in inventories of finished goods, work-in- | 72 | (344) | (229) | (269) | (646) | (421 |
| | progress and atock-in-trade | 42. | 475 | 201 | 1 225 | 1.024 | . 10. |
| | d. Employee benefits expense | 431 | 473 | 387 | 1,335 | 1,031 | 1,391 |
| | e. Finance Costs | | | | | 104 | 257 |
| | i. Borrowing Cost | 54 | 57 | 74 | 174 | 184 | 257 |
| | ii. Exchange Fluctuation | (3) | 32 | (66) | 39 | 76 | 62 |
| | f. Depreciation and amortisation expense | 274 | 272 | 221 | 790 | 591 | 814 |
| | g. Other expenses | 1,015 | 957 | 793 | 2,797 | 2,305 | 3,356 |
| | Total Expenses | 5,784 | 5,954 | 5,594 | 17,190 | 15,517 | 22,357 |
| 5 | Profit from ordinary activities before share of loss of joint venture | 879 | 859 | 740 | 2,420 | 1,925 | 2,870 |
| | and tax (2-4) | | | 20 | | | |
| | Share of Profit/(loss) of joint venture | (6) | (2) | 8 | (10) | (7) | (36) |
| | Profit before tax (5+6) | 873 | 857 | 748 | 2,410 | 1,918 | 2,834 |
| | Tax expense (Refer Note 4 & 7) | 194 | 34 | 226 | 430 | 569 | 861 |
| | Net Profit for the period/year (7-8) | 679 | 823 | 522 | 1,980 | 1,349 | 1,973 |
| 10 | Other Comprehensive Income (net of tax) | | | | 70000 | | |
| | Items that will not be reclassified to Profit and Loss | - | (1) | 1 | (1) | 1 | (1) |
| | Items that will be reclassified to Profit and Loss | 24 | (1) | (16) | 7 | 1 | (1) |
| 200 | Total Comprehensive Income for the period/year (9+10) | 703 | 821 | 507 | 1,986 | 1,351 | 1,971 |
| 12 | Frofit for the period/year attributable to:- | | | | | | |
| | Owners of the Company | 676 | 821 | 519 | 1,968 | 1,337 | 1,958 |
| | Non-controlling Interest | 3 | 2 | 3 | 12 | 12 | 15 |
| 13 | Other Comprehensive Income/loss attributable to:- | | | | | | |
| - | Owners of the Company | 19 | (1) | (12) | 5 | 2 | (2) |
| | Non-controlling interest | 5 | (1) | (3) | 1 | | |
| 14 | Total Comprehensive Income/loss attributable to:- | | | | | | |
| - 1 | Owners of the Company | 695 | 820 | 507 | 1,973 | 1,339 | 1,956 |
| | Non-controlling interest | 8 | 1 | | 13 | 12 | 15 |
| 15 | Paid up Equity Share Capital (Face Value of Re.1/- each) | 151 | 151 | 120 | 151 | 170 | 120 |
| 16 | Other Equity excluding Revaluation Reserves | | | | | | 12,645 |
| | Earnings Per Share (of Re. 1/- each) (Not Annualised) (Refer Note 3) | | | | | | |
| | - Basic (In Rs.) | 4.49 | 5.45 | 3.45 | 13.06 | 8.89 | 13.01 |
| | - Diluted (In Rs.) | 4.49 | 5.45 | 3.45 | 13.06 | 8.89 | 13.01 |
| | See accompanying notes to the Consolidated Financial Results | 7.5 | | 55.7 | | | |





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CONSOLIDATED UNAUDITED SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2019

(Rs. in million)

| | | | Quarter ended | | Nine mon | Year ended | |
|-----|--|----------------------|-----------------------|-------------------------------|----------------------|-------------------------------|-------------------|
| Sr. | Segment Information | December 31, 2019 | September 30, 2019 | December 31, 2018 | December 31, 2019 | December 31, 2018 | March 31, 2019 |
| | | (Unaudited) | (Unaudited) | (Unaudited) (Refer note 5) | (Unaudited) | (Unaudited) (Refer note 5) | (Audited) |
| I | Segment Revenue | | | | | | |
| а | Plastic | 5,057 | 5,284 | 4,729 | 14,905 | 12,625 | 18,49 |
| i) | Adhesives | 1,584 | 1,499 | 1,573 | 4,585 | 4,701 | 6,58 |
| | Income from Operations (Net) | 6,641 | 6,783 | 6,302 | 19,490 | 17,326 | 25,07 |
| 2 | Segment Results | | | | | | |
| a | Plastic | 733 | 774 | 495 | 1,973 | 1,383 | 2,11 |
| b | Adhesives | 176 | 186 | 190 | 583 | 705 | 94 |
| - 1 | Total | 909 | 960 | 685 | 2,556 | 2,088 | 3,06 |
| | Less: Finance costs | 51 | 89 | 8 | 213 | 250 | 31 |
| | Un-allocated Income / (Expenditure) | 21 | (12) | 63 | 77 | 97 | 12 |
| | Profit from ordinary activities before share of loss of joint venture, and tax | 879 | 859 | 740 | 2,420 | 1,925 | 2,87 |
| | Add: Share of Profit/(loss) of joint venture | (6) | (2) | 8 | (10) | (7) | (3 |
| | Profit before tax | 873 | 857 | 748 | 2,410 | 1,918 | 2,83 |
| 3 | Segment Assets | | | | | | |
| a | Plastic Plastic | 14,933 | 14,676 | 13,515 | 14,933 | 13,515 | 13,92 |
| b | Adhesives | 5,948 | 6,824 | 6,381 | 6,948 | 6,381 | 6,79 |
| | Total Segment Assets | 21,881 | 21,500 | 19,896 | 21,881 | 19,896 | 20,71 |
| - 1 | Unallocated | 120 | 192 | 372 | 120 | 372 | 27 |
| 1 | Total Assets | 22,001 | 21,692 | 20,268 | 22,001 | 20,268 | 20,99 |
| 4 | Segment Liabilities | | | | | | |
| a | Plastic | 4,036 | 3,951 | 3,668 | 4,036 | 3,668 | 3,82 |
| b | Adhesives | 714 | 810 | 868 | 714 | 868 | 1,18 |
| 1 | Total Segment Liabilities | 4,750 | 4,761 | 4,536 | 4,750 | 4,536 | 5,010 |
| | Unallocated | 2,463 | 2,776 | 3,426 | 2,463 | 3,426 | 3,055 |
| | Total Liabilities | 7,213 | 7,537 | 7,962 | 7,213 | 7,962 | 8,065 |

Main Business Segment are Plastic and Adhesives. The assets and liabilities that cannot be allocated between the segments are shown as unallocated assets and liabilities.





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Note:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on February 11, 2020 and reviewed by the Statutory Auditors
- The Group has adopted Ind AS 116 Leases, with effect from April 1, 2019, using Modified Retrospective Method and accordingly, the comparatives has not been restated. The adoption of Ind AS 116 doesn't have material impact on the results for the quarter and nine months ended December 31, 2019.
- The Holding Company alloted 30,132,441 equity shares as fully paid up bonus shares by utilising securities premium amounting to Rs 20.13 Million, pursuant to an ordinary resolution passed after taking the consent of shareholders through Postal ballot. Earnings per share for previous periods have been adjusted for Bonus shares issued in current period as per Ind AS 33, Earnings per share.
- The Holding Company elected to exercise the option permitted under Section 115 BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) ordinance, 2019. Accordingly, the Company has recognized the provision for income tax for the nine months ended December 31, 2019 and re-measured lits deferred tax basis the rate prescribed in the said section. The Impact of remeasurement of Deferred Tax on March 31, 2019 is accounted in quarter ended September 30, 2019.
- 5 On July 10, 2018, the Holding company acquired 51% equity shares of Rex Polyextursion Private Limited (Rex), which was amalgamated into the Holding Company through NCLT Order dated May 2, 2019 with effect from July 10, 2018 by issuing equity shares of the Company against balance 49% of the share capital of Rex. Accordingly, the Purchase Price Allocation ("PPA") as per Ind AS 103 has been concluded and to give effect of the PPA, the depreciation and amortisation expenses for quarter and nine months ended December 31, 2018 has increased by Rs. 19 million and Rs. 36 million respectively and consequentially, profit before tax is decreased by Rs. 19 million and Rs. 36 million respectively.
- The board of Directors has recommended an interim dividend of Re. 0.60 per share. (Face value of Re. 1/- each).
- Tax expenses includes current tax, deferred tax and MAT credit entitlement.
- The figures for the previous periods have been regrouped / reclassified wherever necessary to confirm with the current period's classification.

Place : Ahmedahad Date: February 11, 2020 behallof the Board leep P. Engineer aging Director

SIGNED FOR IDENTIFICATION **PURPOSES ONLY** & CO LLP SRBC

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Chartered Accountants

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Independent Auditor's Review Report on the Quarterly and Year to date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Astral Poly Technik Limited

- We have reviewed the accompanying statement of unaudited standalone financial results of Astral Poly Fechnik Limited (the "Company") for the quarter ended December 31, 2019 and year to date from April 1, 2019 to December 31, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements 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 Company's Board of Directors, has been prepared 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. 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. 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 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 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 Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



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Independent Auditor's Review Report Astral Poly Technik Limited Page 2 of 2

5. We have reviewed the adjustment in comparative period to reflect the effect of merger of amalgamating Company as stated in note no. 5 in the statement to restate financial information as at December 31, 2018 and quarter and year to date period ended on such date. In our opinion such adjustments are appropriate and properly applied.

For SRBC & COLLP

Chartered Accountants

ICAI Firm registration number: 324982E/E300003

per Anil Jobanputra

Partner

Membership No.: 110759

UDIN: 20110759AAAAAR6639

Place: Ahmedabad Date: February 11, 2020



Chartered Accountants

21st Floor, B Wing, Privilon Ambli BRT Road, Behind Iskcon Temple Off SG Highway, Ahmedabad - 380 059, India

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Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Astral Poly Technik Limited

- We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Astral Poly Technik Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its joint venture for the quarter ended December 31, 2019 and year to date from April 1, 2019 to December 31, 2019 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements 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 Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared 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. 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 (SRL) 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 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 No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The statement includes the results of the following entities:

| Name of the entity | Relationship |
|--------------------------------|------------------------------|
| Astral Poly Technik Limited | Holding Company |
| Resinova Chemie Limited | Subsidiary Company |
| Seal It Services Limited, UK | Subsidiary Company |
| Seal It Services Inc., USA | Step down Subsidiary Company |
| Astral Biochem Private Limited | Subsidiary Company |
| Astral Pipes Limited, Kenya | Joint Venture |

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 other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act. 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement



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Independent Auditor's Review Report Astral Poly Technik Limited Page 2 of 2

- 6. The accompanying Statement includes unaudited interim financial results and other unaudited financial information of three subsidiaries, whose interim financial results reflect Group's share of total revenues of Rs. 488 million and Rs. 1,553 million, Group's share of total net profit after tax of Rs. 10 million and Rs. 58 million, Group's share of total comprehensive income of Rs. 33 million and Rs. 65 million for the quarter ended December 31, 2019 and for the period from April 1, 2019 to December 31, 2019, respectively. The Statement also includes the Group's share of net loss after tax of Rs. 6 million and Rs. 10 million, total comprehensive loss of Rs. 6 million and Rs. 10 million, for the quarter ended December 31, 2019 and for the period from April 1, 2019 to December 31, 2019, respectively, as considered in the Statement, in respect of one joint venture, whose interim financial results have been reviewed by their respective independent auditors. The independent auditor's reports on interim financial results of these entities 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 in respect of these subsidiaries, joint venture is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.
- 7. Certain of these subsidiaries / joint venture are located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial results of such subsidiaries and joint venture located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary joint venture located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our conclusion on the Statement in respect of matters stated in para 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors.

8. We have reviewed the adjustment in comparative period to reflect the effect of merger of amalgamating Company as stated in note no. 5 in the statement to restate financial information as at December 31, 2018 and quarter and year to date ended on that date. In our opinion such adjustments are appropriate and properly applied.

For S R B C & CO LLP Chartered Accountants

ICAI Firm registration number: 324982E/E300003

per Anil Johanputra

Partner

Membership No.: 110759 UDIN: 20110759AAAAAS9723

Place: Ahmedabad Date: February 11, 2020





CIN: L25200GJ1996PLC029134

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Disclosure required pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Annexure-A

Re-appointment of Mrs. Jagruti Engineer as Whole-time Director:

| Sr. No. | Particulars | Details of Information |
|------------|---|---|
| 1. | Reason for change viz. Appointment, resignation, removal, death or otherwise: | The present term of Mrs. Jagruti Engineer as Whole-time Director expires on 30 th April, 2020. She has been re-appointed by the Board of Directors for further term of 4 years and 11 months i.e. from 1 st May, 2020 to 31 st March, 2025. |
| 2. | Date of Re-appointment: Term of Re-appointment: | 1 st May, 2020 From 1 st May, 2020 to 31 st March, 2025 subject to approval of members in ensuing general meeting. |
| 3. | Brief Profile | Mrs. Jagruti Engineer, 54, by qualification is Bachelor of Arts (B.A.) in English. She is the Promoter Director of the Company since incorporation. She has been managing the Administration, Human Resource and Corporate Social Responsibility Departments of the Company and has contributed significantly towards the growth of the Company and her services are indispensable. |
| 4. | Disclosure of relationships between directors (in case of Appointment of Director) | She is wife of Mr. Sandeep Engineer, Managing Director of the Company. |
| 5. | Names of Listed entities in which the person also holds the directorship and the membership of Committees of the Board. | Nil |
| 6. | Shareholding of non-executive directors | NA |

Kochi

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Disclosure required pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Annexure-A

Appointment of Mr. C K Gopal as Independent Director:

| Sr. No. | Particulars | Details of Information |
|------------|---|--|
| 1. | Reason for change viz. Appointment, resignation, removal, death or otherwise: | Appointment as an Additional Independent Director. |
| 2. | Date of Re-appointment: Term of Re-appointment: | 11 th February, 2020 From 11 th February, 2020, to date of ensuing Annual General Meeting of the Company. |
| 3. | Brief Profile | Mr. C K Gopal, 62, has retired as General Manager-Priority sector, MSME, retail lending & financial inclusion division of Corporation Bank. He is M.F.Sc, CAIIB by qualification. He has about 36 years of experience in Banking. He has secured Chairman's Club member award twice, SOG (Super Ordinate Goal) achiever award and asset excellence award. As in charge of Priority Sector & Financial Inclusion Division of Bank at Head Office, has been instrumental in Bank achieving all Priority Sector target in March 2017, in effective implementation of Pradhan Mantri Jan Dhan Yojana and in Bank achieving target under MUDRA in 2015-16 & 2016-17. He was also on the Board of Regional Rural Bank, sponsored by Corporation Bank, as nominee director. |
| 4. | Disclosure of relationships between directors (in case of Appointment of Director) | He does not have relation either financially or otherwise with any of the existing Directors/Key Managerial Personnel of the Company. |
| 5. | Names of Listed entities in which the person also holds the directorship and the membership of Committees of the Board. | Nil |
| 6. | Shareholding of non-executive directors | Nil |

Kochi

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