CIN: L29222DL1979PLC009668

WORKS: 5-A DLF Industrial Estate Faridabad - 121 003 Haryana India

Tel: 91-129-227 0621 to 25/225 5551 to 53

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E-mail: sterling@stlfasteners.com

website: stlfasteners.com



General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, P. J. Towers

Dalal Street, Fort Mumbai – 400001

By Listing Centre

Date: 14th November, 2019 Ref.: STL/SD/01/2019-2020

Ref.: Security Code No.: 530759

Sub: Outcome of Meeting of the Board of Directors under Regulation 30 and Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to the provisions of Regulation 30 and Regulation 33 and other applicable regulations of the Listing Regulations, this is to inform you that Board of Directors in its meeting held on Thursday, 14th November, 2019 concluded at 3:30 P. M. has taken the following decisions:

- i) Based on the recommendations of Audit Committee, approved the Standalone & Consolidated Unaudited Financial Results of the Company for the Quarter / Half Year ended 30th September, 2019. The unaudited financial statements of Haryana Ispat Pvt. Ltd., the wholly owned subsidiary Company and Sterling Fabory India Pvt. Ltd., the Joint Venture Company have been reviewed and then consolidated with the financial statements of Sterling Tools Limited which, then subjected to limited review by the Statutory Auditors of the Company. The duly approved standalone as well as consolidated financial statements of the Company for the Quarter / Half Year ended 30th September, 2019 along with Limited Review Report is enclosed.
- Shri Narayan Vijay Gopal, Chief Financial Officer of the Company has resigned from the position of Chief Financial Officer (CFO) w.e.f. 31st December, 2019 due to his personal reasons.
- iii) The Proposal for merging Haryana Ispat Private Limited, the wholly owned subsidiary with Sterling Tools Limited has been deferred for the next Board Meeting.

Sincerely

For Sterling Tools Limited

Vaishali Singh Company Secretary

Encl.: As above.



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Website: stlfasteners.com, E-mail:csec@stlfasteners.com, CIN: L29222DL1979PLC009668

Part I

Statement of standalone unaudited financial results for the quarter and six months ended 30 September 2019

S. no.	Particulars	Three months ended 30 September 2019	Preceding three months ended 30 June 2019	Corresponding three months ended 30 September 2018	Year to date figures for current period ended 30 September 2019	(₹ in lakhs, excepted to date figures for previous period ended 30 September 2018	Year ended 31 March 2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income (a) Revenue from operations	8,924.01 199.95	10,430.88 138.35	13,934.90 168.06	19,354.89 338.30	27,062.21 354.33	51,220.35 636.29
	(b) Other income	9,123.96	10,569.23	14,102.96	19,693.19	27,416.54	51,856.64
-	Total income	9,123.96	10,569.23	14,102.96	19,093.19	21,410.54	51,050.04
2	Expenses (a) Cost of materials consumed (b) Changes in inventories of finished goods and work-in-progress	2,436.81 826.80	4,008.01 66.87	5,910.62 (256.78)	6,444.82 893.67	11,739.63 (705.09)	22,565.55 (1,880.71)
	(c) Employee benefits expense	920.58	954.80	828.56	1,875.38	1,755.27	3,583.11
	(d) Finance costs	128.60	139.48	68.93	268.08	142.05	366.38
	(e) Depreciation and amortisation expense	572.87	545.58	461,94	1,118.45	917.94	1,905.02
	(f) Consumption of stores and spares	703.71	727.81	1,146.19	1,431.52	2,214.00	4,307.85
	(g) Power and fuel	652.26	790.22	1,039.68	1,442.48	1,923.59	3,792.98
	(h) Other expenses	1,920.74	2,031.52	2,594.99	3,952.26	4,939.58	10,257.60
	Total expenses	8,162.37	9,264.29	11,794.13	17,426.66	22,926.97	44,897.78
3	Profit before tax (1-2)	961.59	1,304.94	2,308.83	2,266.53	4,489.57	6,958.86
4	Tax expense	331105	1,953.05.7				
-114-01	(a) Current tax	(170.86)	499,92	778.33	329.06	1,552.93	2,356.10
	(b) Deferred tax	412.47	(70.19)	9.58	342.29	12.67	116.70
_	Total tax expenses	241.61	429.73	787.91	671.35	1,565.60	2,472.80
5	Profit for the period (3-4)	719.98	875.21	1,520.92	1,595.18	2,923.97	4,486.06
6	Other comprehensive income (A) (i) Items that will not be reclassified to the statement of profit and loss (ii) Income-tax relating to items that will not be reclassified to the statement of profit and loss	(0.20) 0.07	(0.20) 0.07	(17.63) 6.16	(0.40)	(35.26) 12.32	(0.79) 0.28
	(B) (i) Items that will be reclassified to the statement of profit and loss	9		-	-		9
	(ii) Income-tax relating to items that will be reclassified to the statement of profit and loss	e#s	8 165	21) if	•	748
	Total other comprehensive income	(0.13)	(0.13)	(11.47)	(0.26)	(22.94)	(0.51)
7	Total comprehensive income for the period (comprising profit and other comprehensive income for the period) (5+6)	719.85	875.08	1,509.45	1,594.92		4,485.55
8	Paid-up equity share capital (face value of ₹ 2 each)	720.48	720.48	720.48	720.48	720.48	720.48
9	Other equity						27,700.05
10	Eamings per share* (a) Basic (b) Diluted	2.00 2.00	2.43 2.43	4.22 4.22	4.43 4.43	8.12 8.12	12.45 12.45

*not annualised except for the year ended 31 March 2019
See accompanying notes to the financial results

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Particulars	As at	As at
Faiticulais	30 September 2019	31 March 2019
	(Unaudited)	(Audited)
ASSETS	(0.1221102)	3,
Non-current assets	1	
(a) Property, plant and equipment	25,370.01	18,152.64
(b) Capital work-in-progress	49.93	4,680.96
(c) Intangible assets	35.06	18.41
(d) Right of use assets	139.30	25
(e) Financial assets		
(i) Investments	2,288.13	2,288.13
(ii) Loans	365.64	311.99
(f) Other non-current assets	473.12	1,208.61
Total non current assets	28,721.19	26,660.74
Current assets		
(a) Inventories	7,137.38	8,248.76
(b) Financial assets		
(i) Investments	5,084.89	4,945.77
(ii) Trade receivables	2,178.51	4,219.34
(iii) Cash and cash equivalents	100.77	358.83
(iv) Bank balances other than (iii) above	31.62	29.46
(v) Loans	30.64	33.59
(vi) Other financial assets	243.46	296.36
(c) Other current assets	1,304.96	1,377.88
Total current assets	16,112.23	19,509.99
		,,
TOTAL ASSETS	44,833.42	46,170.73
EQUITY AND LIABILITIES	2	
Equity	1	
(a) Equity share capital	720.48	720.48
(b) Other equity	28,426.39	27,700.05
Total equity	29,146.87	28,420.53
Liabilities		
Non current liabilities		
(a) Financial liabilities	1	
(i) Borrowings	6,263.65	5,394.55
(ii) Lease liabilities	142.25	
(iii) Other financial liabilities (other than those specified in item (b))	31.44	30.58
(b) Provisions	157.24	137.04
(c) Deferred tax liabilities (net)	1,980.79	1,638.51
d) Other non-current liabilities	1,637.54	1,738.12
Total non current liabilities	10,212.91	8,938.80
Current liabilities		
(a) Financial liabilities		
(i) Borrowings	852.76	3,229.74
(ii) Trade payables		5.A
A) Total outstanding dues of micro enterprises	53.64	54.91
and small enterprises; and		
B) Total outstanding dues of creditors other than	2,588.14	2,992.57
micro enterprises and small enterprises	_,	1
(iii) Other financial liabilities (other than those specified in item (c))	1,462.25	1,717.84
b) Other current liabilities	300.48	606.96
c) Provisions	153.74	125.10
d) Current tax liabilities (net)	62.63	84.28
Total current liabilities	5,473.64	8,811.40
CHANDION STOOLS	0,1.0.01	0,011.140
TOTAL EQUITY AND LIABILITIES	44,833.42	46,170.73



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Part III

Standalone cash flow statement (₹ in lakhs)

Particulars	For the period ended 30 September 2019	For the period ended 30 September 2018	
	(Unaudited)	(Unaudited)	
A Cash flow from operating activities			
Net profit before tax	2,266.53	4,489.57	
Adjustments for:			
Depreciation and amortisation expense	1,118.45	917.94	
Unrealised foreign exchange gain (net)	(5.65)	(29.75)	
Loss on disposal of property, plant and equipment (net)	2.18	2.87	
Remeasurement loss on defined benefit plans	(0.26)	(22.94)	
Finance costs	265.38	139.78	
Gain on sale of mutual fund	(2.37)	(10.84)	
Dividend income on mutual fund	(56.89)	(42.01)	
Gain on fair value of mutual fund	(92.56)	(82.07)	
Liabilities no longer required, written back	(0.22)	3 # 3	
(Loss)/gain on foreign exchange fluctuation	43.51	(46.07)	
Bad debts recovered	-	(1.70)	
Operating profit before working capital changes	3,538.10	5,314.78	
Decrease/(increase) in financial assets	2,002.95	(1,377.52)	
Decrease/(increase) in other assets	85.18	(20.95)	
Decrease/(increase) in inventory	1,111.37	(1,366.99)	
(Decrease)/increase in financial liabilities	(411.75)	467.26	
(Decrease)/increase in other liabilities	(407.06)	308.39	
Increase in provisions	48.84	33.67	
Net cash generated from operations	5,967.63	3,358.64	
Income-tax paid (net)	(350.70)	(1,100.57)	
Net cash generated from operating activities (A)	5,616.93	2,258.07	
B Cash flow from investing activities			
Purchase of property, plant and equipment (including capital work- in progress and payment for capital advances)	(3,236.59)	(2,501.02)	
Proceeds from disposal of property, plant and equipment	19.25	10.36	
Gain on sale of mutual fund	2.37	10.84	
Redemption of mutual fund	10.32	652.30	
Net cash used in investing activities (B)	(3,204.65)	(1,827.52)	
C Cash flows from financing activities			
Proceeds from non-current borrowings	1,400.00	1,200.00	
Repayment of non-current borrowings	(539.41)	(453.89)	
Interim dividend paid including dividend distribution tax	(868.58)	(868.58)	
Repayment of current borrowings (net)	(2,376.97)	(198.24)	
Interest paid	(285.38)		
Net cash used in financing activities (C)	(2,670.34)	(451.36)	
Net decrease in cash and cash equivalents (A+B+C)	(258.06)		
Cash and cash equivalents at the beginning of the period	358.83	100.84	
Cash and cash equivalents at the end of the period	100.77	80.03	

See accompanying notes to the financial results

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Notes:

- The standalone financial results of Sterling Tools Limited (the 'Company') for the quarter and six months ended 30 September 2019 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 14 November 2019. The statutory auditors of the Company have carried out a limited review of the aforesaid results.
- The cash flow statement for the six months period ended 30 September 2018 has been reviewed by the Audit Committee and approved by the Board of Directors at their aforementioned respective meetings. However, the same was not subjected to limited review by the statutory auditors of the Company.
- 3. These standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 4. The Company has adopted Indian Accounting Standard 116 Leases with effect from 1 April 2019, as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standard) Amendment Rules, 2019, using modified retrospective method. The adoption of this standard did not have any material impact on the profit for the quarter and six months period ended 30 September 2019.
- The Company's business falls within a single business segment in terms of the Indian Accounting Standard 108 Operating Segments and hence no additional disclosures are being furnished.

For and on behalf of the Board of Directors

Place: Faridabad

Date: 14 November 2019





(Anil Aggarwal) Managing Director

Walker Chandiok & Co LLP (Formerly Walker, Chandiok & Co) 21st Floor, DLF Square Jacaranda Marg, DLF Phase II Gurgaon 122002 India

T +91 124 462 8000 F +91 124 462 8001

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

To the Board of Directors of Sterling Tools Limited

- 1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Sterling Tools Limited ('the Company') for the quarter ended 30 September 2019 and the year to date results for the period 1 April 2019 to 30 September 2019, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Attention is drawn to the fact that the cash flow figures for the corresponding six month period ended 30 September 2018 have been approved by the Company's Board of Directors, but have not been subjected to audit or review.
- 2. The 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, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, (hereinafter referred to as 'the SEBI Circular'), 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. 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 the Standards on Auditing specified under Section 143(10) of the Act, 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.



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

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 Ind AS 34, prescribed under Section 133 of the Act, the SEBI Circular, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

HANDIO

For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Rajni Mundra

Partner

Membership No.: 058644

UDIN: 19058644AAAAADL

Place: Faridabad

Date: 14 November 2019



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Part I

Statement of consolidated unaudited financial results for the quarter and six months ended 30 September 2019

(₹ in lakhs, except per share data) S. no. Particulars Three months ended Preceding three Corresponding three Year to date figures ear to date figures Year ended 30 September 2019 months ended months ended for current period for previous period 31 March 2019 30 June 2019 30 September 2018 ended ended 30 September 2019 30 September 2018 (Unaudited) (Unaudited) (Unaudited) (Unaudited) (Unaudited) (Audited) (Refer note 2) (Refer note 2) Income (a) Revenue from operations 8,924.01 10,430.88 13.934.90 19,354.89 27.062.21 51 220 35 654.45 (b) Other income 204.68 142.65 172.57 347.33 363.32 27,425,53 51,874.80 19,702,22 Total income 9,128.69 10,573,53 14.107.47 Expenses (a) Cost of materials consumed 2,436.81 4,008.01 5.910.61 6.444.82 11,739.63 22 565 55 (b) Changes in inventories of finished goods and work (1,880.71) 826.79 (256.79)893.67 (705.09)66.87 in-progress 3,583.11 920.57 828.56 1,875.38 1,755.27 (c) Employee benefits expense 954.80 (d) Finance costs 128.61 139.48 68.93 268.08 142.05 366.48 (e) Depreciation and amortisation expense 572 87 545 58 461.94 1.118.45 917.94 1 905 02 1,431.52 2,214.00 1.146.19 4.307.85 (f) Consumption of stores and spares 703.71 727.81 1,442.48 (g) Power and fuel 652.26 1,039.68 1,923.59 3,792.98 790.22 (h) Other expenses 1,921.45 2,031.82 2,595.33 3,953.28 4,940.23 10,259.03 17,427.68 (36.78) **22,927.62** 2.45 **44,899.31** 13.59 Total expenses 8,163.07 9,264.59 11,794.45 Share of (loss)/profit of joint venture (22.20)(14.58) (3.38)4 Profit before tax (1-2+3) 943,42 1.294.36 2,309,64 2,237.76 4,500.36 6,989.08 Tax expense (a) Current tax (170.51)501 04 778 87 330 53 1,554.63 2.360.98 (b) Deferred tax 342.29 12.67 116.36 412.47 (70.19)9.58 2,477.34 Total tax expenses 788.45 672.82 1,567.30 241.96 430.85 6 Profit for the period (4-5) 701.46 863.51 1,564.94 2,933.06 4,511.74 1,521.19 (0.20) (17.63)(0.40)(35.26)(0.79)(A) (i) Items that will not be reclassified (0.20)to the statement of profit and loss (ii) Income-tax relating to items that will not be 0.07 0.07 6.16 0.14 12 32 0.28 reclassified to the statement of profit and loss (B) (i) Items that will be reclassified to the statement of profit and loss (ii) Income-tax relating to items that will be reclassified to the statement of profit and loss Total other comprehensive income (0.13)(0.13)(11.47)(0.26)(22.94) (0.51 4.511.23 Total comprehensive income for the period 701.33 863.38 1.509.72 2.910.12 (comprising profit and other comprehensive income for the period) (6+7) Profit for the period attributable to (a) Owners of the Company 1,564.94 2,933.06 4,511.74 701.46 863.51 1.521.19 (b) Non controlling interest Other comprehensive income attributable to (a) Owners of the Company (0.13)(0.13)(11.47)(0.26)(22.94) (0.51) (b) Non controlling interest Total comprehensive income attributable to (a) Owners of the Company 701.33 863.38 1,509.72 1,564.68 2,910.12 4,511.23

not annualised except for the year ended 31 March 2019 See accompanying notes to the financial results

Paid-up equity share capital (face value of ₹ 2 each)

(b) Non controlling interest

Other equity

(b) Diluted

Earnings per share* (a) Basic

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Dort II

Statement of consolidated assets and liabilities		(₹ in lakhs
Particulars	As at	As at
	30 September 2019	31 March 2019
100070	(Unaudited)	(Audited)
ASSETS		
Non-current assets	1	
(a) Property, plant and equipment	26,359.61	19,142.24
(b) Capital work-in-progress	49.93	4,680.96
(c) Intangible assets	35.06	18.4
(d) Right of use assets	139.30	3.5
(e) Financial assets		
(i) Investments	652.19	688.9
(ii) Loans	365.64	311.9
(iii) Other financial assets	0.90	0.9
(f) Other non-current assets	473.12	1,208.6
Total non current assets	28,075.75	26,052.0
Current assets		
(a) Inventories	7,137.38	8,248.7
(b) Financial assets		
(i) Investments	5,084.89	4,945.7
(ii) Trade receivables	2,178.51	4,219.3
(iii) Cash and cash equivalents	101.69	386.1
(iv) Bank balances other than (iii) above	143.62	117.4
(v) Loans	153.74	151.6
(vi) Other financial assets	253.33	301.9
(c) Other current assets	1,304.96	1,377.8
Total current assets	16,358.12	19,748.9
TOTAL ASSETS	44,433.87	45,801.04
EQUITY AND LIABILITIES		
Equity		
a) Equity share capital	720.48	720.48
b) Other equity	28,025.31	27,329.1
Fotal equity	28,745.79	28,049.6
5~0.340~0~4~0~4004 등이 40 - 340504(5)	26,745.75	20,049.0
labilities		
Non current liabilities	>	
a) Financial liabilities	2/3/2017	
(i) Borrowings	6,263.65	5,394.5
(ii) Lease liabilities	142.25	Table 1900
(iii) Other financial liabilities (other than those specified in item (b)		30.5
b) Provisions	157.24	137.0
c) Deferred tax liabilities (net)	1,980.45	1,638.1
d) Other non-current liabilities	1,637.54	1,738.1
Total non current liabilities	10,212.57	8,938.4
Current liabilities		
a) Financial liabilities		
(i) Borrowings	852.76	3,229.7
(ii) Trade payables		
A) Total outstanding dues of micro enterprises	53.64	54.9
and small enterprises; and	-	
B) Total outstanding dues of creditors other than	2,588.55	2,992.9
micro enterprises and small enterprises	_,	
- Marketsking Add 245-00010 Webbook De la 130		4 747 0
(iii) Other financial liabilities (other than those specified in item (c)		1,717.8
b) Other current liabilities	300.48	606.9
c) Provisions	153.74	125.10
d) Current tax liabilities (net)	64.08	85.42
Total current liabilities	5,475.51	8,812.90
TOTAL EQUITY AND LIABILITIES	44,433.87	45,801.04



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Part III

(₹ in lakhs) Consolidated cash flow statement For the period ended **Particulars** For the period ended 30 September 2019 30 September 2018 (Unaudited) (Unaudited) Cash flow from operating activities 2.237.76 4,500.36 Net profit before tax Adjustments for: 917.94 Depreciation and amortisation expense 1,118,45 (5.65)(29.75)Unrealised foreign exchange gain (net) Loss on disposal of property, plant and equipment (net) 2.18 2.87 Remeasurement loss on defined benefit plans (0.26)(22.94)139.78 Finance costs 265.38 Gain on sale of mutual fund (2.37)(10.84)Dividend income on mutual fund (56.89)(42.01)Gain on fair value of mutual fund (92.56)(82.07)Liabilities no longer required, written back (0.22)(Loss)/gain on foreign exchange fluctuation 43.51 (46.07)Bad debts recovered (1.70)3,509.33 5.325.57 Operating profit before working capital changes (1,380.55)Decrease/(increase) in financial assets 1.993.63 Decrease/(increase) in other assets 85.18 (20.94)Decrease/(increase) in inventory 1,111.37 (1,366.99)(Decrease)/increase in financial liabilities (411.75)465.81 (Decrease)/increase in other liabilities 308.39 (406.66)48.84 33.67 Increase in provisions 3,364.96 Net cash generated from operations 5,929.94 (1,102.28)Income-tax paid (net) (352.17)5,577.77 Net cash generated from operating activities (A) 2,262.68 Cash flow from investing activities Purchase of property, plant and equipment (including capital work- in progress and (2,501.03)(3.236.59)payment for capital advances) 10.36 Proceeds from disposal of property, plant and equipment 19.25 Maturity of fixed deposit 40.00 Investment in fixed deposit (24.00)Gain on sale of mutual fund 10.84 2.37 652.30 Redemption of mutual fund 10.32 Share of loss/(profit) for the investment in joint venture 36.78 (2.45)Net cash used in investing activities (B) (3,191.87)(1,789.98)Cash flows from financing activities Proceeds from non-current borrowings 1,400.00 1,200.00 Repayment of non-current borrowings (539.41)(479.68)Interim dividend paid including dividend distribution tax (868.58)(868.58)

See accompanying notes to the financial results

Net decrease in cash and cash equivalents (A+B+C)

Cash and cash equivalents at the end of the period

Cash and cash equivalents at the beginning of the period

Repayment of current borrowings (net)

Net cash used in financing activities (C)

Interest paid

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(2,376.98)

(2,670.35)

(285.38)

(284.45)

386.14

101.69

(202.82)

(130.65)

(481.73)

101.85

92.82

(9.03)



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Notes:

- The consolidated financial results of Sterling Tools Limited (the 'Holding Company') for the quarter and six months ended 30 September 2019 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 14 November 2019. The statutory auditors of the Holding Company have carried out a limited review of the aforesaid results.
- 2. The consolidated financial results for the quarter and six months period ended 30 September 2018 and the cash flow statement for the six months period ended 30 September 2018 has been reviewed by the Audit Committee and approved by the Board of Directors at their aforementioned respective meetings. However, the same was not subjected to limited review by the statutory auditors of the Holding Company.
- 3. These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 4. The Group has adopted Indian Accounting Standard 116 Leases with effect from 1 April 2019, as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standard) Amendment Rules, 2019, using modified retrospective method. The adoption of this standard did not have any material impact on the profit for the quarter and six months period ended 30 September 2019.
- The Group's business falls within a single business segment in terms of the Indian Accounting Standard 108 Operating Segments and hence no additional disclosures are being furnished.

For and on behalf of the Board of Directors

Place: Faridabad

Date: 14 November 2019



(Anil Aggarwal) Managing Director

Walker Chandiok & Co LLP (Formerly Walker, Chandiok & Co) 21st Floor, DLF Square Jacaranda Marg, DLF Phase II Gurgaon 122002 India

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

To the Board of Directors of Sterling Tools Limited

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Sterling Tools Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') and its joint venture (refer Annexure 1 for the list of subsidiary and joint venture included in the Statement) for the quarter ended 30 September 2019 and the consolidated year to date results for the period 1 April 2019 to 30 September 2019, 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), including relevant circulars issued by the SEBI from time to time. Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended 30 September 2018 and the corresponding period from 1 April 2018 to 30 September 2018, as reported in the Statement have been approved by the Holding Company's Board of Directors, but have not been subjected to audit or review. Attention is drawn to the fact that the cash flow figures for the corresponding six month period ended 30 September 2018 have been approved by the Company's Board of Directors, but have not been subjected to audit or review.
- 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, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, (hereinafter referred to as 'the SEBI Circular'), 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. 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 the Standards on Auditing specified under Section 143(10) of the Act, 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.



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

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), to the extent applicable.

- 4. Based on our review conducted and procedures performed 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 recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, the SEBI Circular and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. The Statement includes the interim financial information of the subsidiary, which has not been reviewed by its auditor, whose interim financial information reflects total assets of ₹ 248.03 lakh as at 30 September 2019, and total revenues of ₹ 4.73 lakh and ₹ 9.03 lakh, net profit after tax of ₹ 3.68 lakh and ₹ 6.55 lakh, total comprehensive income of ₹ 3.68 lakh and ₹ 6.55 lakh for the quarter and six months period ended 30 September 2019 respectively, cash outflow (net) of ₹ 26.40 lakh for the period ended 30 September 2019 as considered in the Statement. The Statement also includes the Group's share of net loss after tax of ₹ 22.20 lakh and ₹ 36.92 lakh, and total comprehensive loss of ₹ 22.20 lakh and ₹ 36.78 lakh for the quarter and six months period ended on 30 September 2019 respectively, in respect of its joint venture, based on its interim financial information, which has not been reviewed by its auditor, and has been furnished to us by the Holding Company's management. Our conclusion on the Statement, and our report in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), read with SEBI Circular, in so far as it relates to the aforesaid subsidiary and joint venture, are based solely on such unreviewed interim financial information. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion is not modified in respect of this matter.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Rajni Mundra

Partner

Membership No.: 058644

UDIN: 19058644AAADM8099

Place: Faridabad

Date: 14 November 2019

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

Annexure I

List of entities included in the Statement

- 1. Haryana Ispat Private Limited, subsidiary; and
- 2. Sterling Fabory India Private Limited, joint venture.

