

## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF RANE HOLDINGS LIMITED

1. We have reviewed the accompanying Consolidated unaudited financial results included in the Statement of Standalone and Consolidated Unaudited Financial Results of **RANE HOLDINGS LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the profit of its joint ventures for the Quarter and nine months ended December 31, 2018 ("the Statement") being submitted by the Parent 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 Parent'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 Parent'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. The Consolidated unaudited financial results in the Statement includes the results of the following entities:

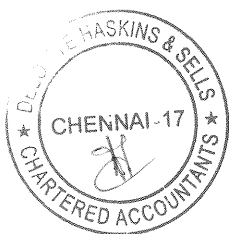
Name of the Company	Relationship
Rane Holdings Limited (RHL)	Parent
Rane (Madras) Limited (RML)	Subsidiary of RHL
Rane (Madras) International Holdings B.V., Netherlands (RMIH)	Subsidiary of RML
Rane Precision Die Casting Inc., United States of America (RPDC)	Subsidiary of RMIH
Rane Engine Valve Limited (REVL)	Subsidiary of RHL
Rane Brake Lining Limited (RBL)	Subsidiary of RHL
Rane Holdings America Inc. (RHAI)	Subsidiary of RHL



<b>Name of the Company</b>	<b>Relationship</b>
Rane T4U Private Limited (formerly Telematics4u Services Private Limited) (T4U)	Subsidiary of RHL
Rane Holdings Europe GmbH	Subsidiary of RHL
Rane TRW Steering Systems Private Limited (RTSSL)	Joint Venture of RHL
Rane NSK Steering Systems Private Limited (RNSSL)	Joint Venture of RHL
JMA Rane Marketing Limited (JMA Rane)	Joint Venture of RHL (Till November 14, 2018)

4. Based on our review conducted as stated above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying consolidated unaudited financial results included in the Statement has not been prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, and 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. The consolidated unaudited financial results includes the interim financial results of two subsidiaries which have not been reviewed by their auditors, whose interim financial results reflect total revenue of Rs.119.06 Lakhs and Rs.389.21 Lakhs for the quarter and nine months ended December 31, 2018 respectively, and total profit after tax of Rs.6.14 Lakhs and Rs.20.32 lakhs and total comprehensive income of Rs.0.01 Lakhs and Rs.27.37 Lakhs for the quarter and nine months ended December 31, 2018 respectively, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also includes the Group's share of profit after tax of Rs.8.17 Lakhs and Rs.42.02 lakhs and total comprehensive income of Rs.8.00 Lakhs and Rs.40.80 lakhs the quarter and nine months ended December 31, 2018 respectively, as considered in the consolidated unaudited financial results, in respect of a joint venture, based on its interim financial result which has not been reviewed/audited by its auditor. These interim financial results have been certified by the Management of these subsidiaries and joint venture referred above and our report on the statement, in so far as it relates to the amounts included in consolidated unaudited financial results in respect of these subsidiaries and joint venture, is based solely on such certified interim financial results for the quarter and nine months ended December 31, 2018.

Our report on the Statement is not modified in respect of our reliance on the interim financial results certified by the management.



6. We did not review the interim financial results of three subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs.24,385.46 Lakhs and Rs.71,084.93 lakhs and total profit after tax of Rs.518.91 Lakhs and Rs.503.89 Lakhs and total comprehensive income of Rs.430.08 Lakhs and Rs.423.19 lakhs for the quarter and nine months ended December 31, 2018 respectively as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also includes the Group's share of profit after tax of Rs.271.46 Lakhs and Rs.2,857.19 lakhs and total comprehensive income of Rs.271.46 Lakhs and Rs.2,861.28 lakhs for the quarter and nine months ended December 31, 2018 respectively, as considered in the consolidated unaudited financial results, in respect of a joint venture, whose interim financial results have not been reviewed by us. 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 the consolidated unaudited results in respect of these subsidiaries and joint venture, is based solely on the reports of the other auditors.

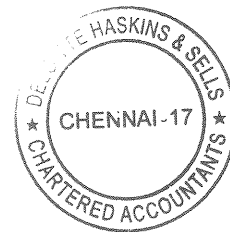
Our report on the Statement is not modified in respect of this matter.

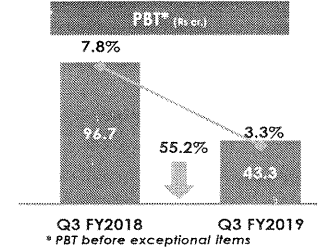
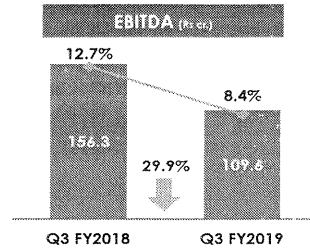
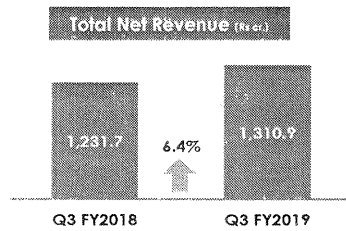
For **Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No.: 008072S)



**Ananthi Amarnath**  
Partner  
(Membership No. 209252)

Chennai, February 07, 2019

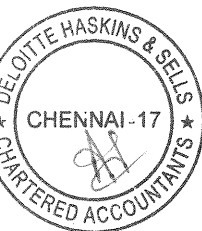




## Statement of Standalone &amp; Consolidated unaudited financial results for the Quarter ended and Nine months ended December 31, 2018

Rs. Lakhs

Particulars	Standalone						Consolidated					
	Quarter ended			Year ended			Quarter ended			Year ended		
	31.12.2018	30.09.2018	31.12.2017	31.12.2018	31.12.2017	31.03.2018	31.12.2018	30.09.2018	31.12.2017	31.12.2018	31.12.2017	Year ended
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>1. Income</b>												
(a) Revenue from operations (refer note 4)	-	-	-	-	-	-	60,753.69	61,782.31	57,007.82	1,82,670.14	1,62,165.06	2,24,074.09
(b) Dividend Income	-	3,285.65	-	3,285.65	2,007.98	3,128.78	-	-	-	-	-	-
(c) Other Operating Income	1,798.26	1,825.52	1,692.26	5,305.06	4,728.93	6,426.96	2,703.66	2,694.70	2,472.73	8,749.85	6,994.30	10,130.28
(d) Other Income	1,197.40	38.01	16.01	1,244.42	140.72	153.07	419.43	313.11	80.43	1,512.79	565.08	1,707.42
<b>Total Income</b>	<b>2,995.66</b>	<b>5,149.18</b>	<b>1,708.27</b>	<b>9,835.13</b>	<b>6,877.63</b>	<b>9,708.81</b>	<b>63,876.78</b>	<b>64,790.12</b>	<b>59,560.98</b>	<b>1,92,932.78</b>	<b>1,69,724.44</b>	<b>2,35,911.79</b>
<b>2. Expenses</b>												
(a) Cost of materials consumed	-	-	-	-	-	-	34,536.38	34,439.00	31,303.02	1,03,911.11	84,834.11	1,19,475.81
(b) Purchase of stock-in-trade	-	-	-	-	-	-	325.79	625.37	167.59	1,525.60	579.31	1,090.05
(c) Changes in inventories of finished goods and work-in-progress	-	-	-	-	-	-	(1,154.78)	(318.75)	(1,886.47)	(2,709.62)	(2,490.75)	(2,039.56)
(d) Excise Duty (refer note 4)	-	-	-	-	-	-	-	-	-	-	4,700.53	4,700.53
(e) Employee benefits expense	415.30	354.97	314.06	1,110.21	977.25	1,298.26	11,288.76	11,101.19	10,397.50	33,617.03	29,936.24	40,608.14
(f) Finance costs	53.36	67.71	78.04	190.31	160.97	232.64	1,256.11	1,167.59	1,060.66	3,546.58	3,310.87	4,426.00
(g) Depreciation and amortisation expense	27.20	30.36	29.17	86.66	98.90	128.29	3,153.95	3,119.51	2,866.16	9,248.73	8,377.54	11,774.67
(h) Professional charges	117.50	174.31	134.69	408.41	437.84	622.92	522.17	720.63	661.82	1,797.41	1,748.83	2,449.73
(i) Information Systems expenses	168.56	168.74	145.91	481.08	456.94	602.68	330.05	239.32	223.25	842.10	612.17	855.25
(j) Other expenses	230.99	331.12	177.82	768.11	555.33	945.46	11,697.94	11,789.58	11,657.39	35,318.50	30,812.05	43,102.81
<b>Total Expenses</b>	<b>1,012.91</b>	<b>1,127.21</b>	<b>879.69</b>	<b>3,044.78</b>	<b>2,687.23</b>	<b>3,830.25</b>	<b>61,956.37</b>	<b>62,883.44</b>	<b>56,450.92</b>	<b>1,87,097.44</b>	<b>1,62,420.90</b>	<b>2,26,443.43</b>
<b>3. Profit / (Loss) before share of profit / (loss) of Joint venture and associate and Exceptional items (1-2)</b>	<b>1,982.75</b>	<b>4,021.97</b>	<b>828.58</b>	<b>6,790.35</b>	<b>4,190.40</b>	<b>5,878.56</b>	<b>1,920.41</b>	<b>1,906.68</b>	<b>3,110.06</b>	<b>5,835.34</b>	<b>7,303.54</b>	<b>9,468.36</b>
<b>4. Share of Profit / (loss) of Joint Ventures and Associate</b>												
(i) Joint Ventures	-	-	-	-	-	-	1,612.56	3,489.67	3,602.36	8,523.28	9,115.56	12,661.69
<b>5. Profit Before exceptional items and tax (3+4)</b>	<b>1,982.75</b>	<b>4,021.97</b>	<b>828.58</b>	<b>6,790.35</b>	<b>4,190.40</b>	<b>5,878.56</b>	<b>3,532.97</b>	<b>5,396.35</b>	<b>6,712.42</b>	<b>14,358.62</b>	<b>16,419.10</b>	<b>22,130.05</b>
<b>6. Exceptional Items (Refer Note 5)</b>	-	-	-	-	-	-	-	-	-	-	1,573.39	1,409.83
<b>7. Profit before tax (5+6)</b>	<b>1,982.75</b>	<b>4,021.97</b>	<b>828.58</b>	<b>6,790.35</b>	<b>4,190.40</b>	<b>5,878.56</b>	<b>3,532.97</b>	<b>5,396.35</b>	<b>6,712.42</b>	<b>14,358.62</b>	<b>17,992.49</b>	<b>23,539.88</b>
<b>8. Tax expense</b>												
Current Tax (Net of Mat Credit)	279.82	484.69	146.49	862.20	794.80	1,006.68	2,016.93	2,819.96	2,692.94	7,100.03	6,992.80	10,039.70
Tax relating to earlier year	-	-	-	-	-	-	-	-	9.59	-	9.59	(2.96)
Deferred Tax	(8.49)	(1.98)	(7.55)	(11.72)	(93.83)	(7.02)	(477.38)	(809.98)	(440.48)	(1,387.03)	(809.03)	(1,348.97)
<b>Total Tax Expenses</b>	<b>271.33</b>	<b>482.71</b>	<b>138.94</b>	<b>850.48</b>	<b>700.97</b>	<b>999.66</b>	<b>1,539.55</b>	<b>2,009.98</b>	<b>2,262.05</b>	<b>5,713.00</b>	<b>6,193.36</b>	<b>8,687.77</b>
<b>9. Profit / (Loss) for the period (7-8)</b>	<b>1,711.42</b>	<b>3,539.26</b>	<b>689.64</b>	<b>5,939.87</b>	<b>3,489.43</b>	<b>4,878.90</b>	<b>1,993.42</b>	<b>3,386.37</b>	<b>4,450.37</b>	<b>8,645.62</b>	<b>11,799.13</b>	<b>14,852.11</b>
Profit for the period attributable to:												
(a) Owners of the company	-	-	-	-	-	-	1,649.19	3,083.57	3,756.40	7,753.22	10,158.32	13,029.42
(b) Non-controlling interest	-	-	-	-	-	-	344.23	302.80	693.97	892.40	1,640.81	1,822.69
<b>10. Other Comprehensive Income (Net of Tax Expenses)</b>	<b>(79.68)</b>	<b>80.91</b>	<b>(10.00)</b>	<b>43.83</b>	<b>(55.59)</b>	<b>(12.23)</b>	<b>105.21</b>	<b>(218.80)</b>	<b>0.66</b>	<b>(116.62)</b>	<b>(326.33)</b>	<b>(563.40)</b>
Other Comprehensive Income (OCI) attributable to:												
(a) Owners of the company	-	-	-	-	-	-	48.40	(70.31)	(13.63)	(12.18)	(242.13)	(378.60)
(b) Non-controlling interest	-	-	-	-	-	-	56.81	(148.49)	14.29	(104.44)	(84.20)	(184.80)
<b>11. Total Comprehensive Income for the period (9+10) (Comprising profit / (loss) and other comprehensive income for the period)</b>	<b>1,631.74</b>	<b>3,620.17</b>	<b>679.64</b>	<b>5,983.70</b>	<b>3,433.84</b>	<b>4,866.67</b>	<b>2,098.63</b>	<b>3,167.57</b>	<b>4,451.03</b>	<b>8,529.00</b>	<b>11,472.80</b>	<b>14,288.71</b>
Total Comprehensive Income (OCI) attributable to:												
(a) Owners of the company	-	-	-	-	-	-	1,697.59	3,013.26	3,742.78	7,741.04	9,916.19	12,650.82
(b) Non-controlling interest	-	-	-	-	-	-	401.04	154.31	708.25	787.96	1,556.61	1,637.89
<b>12. Details of equity share capital</b>												
Paid-up equity share capital (Face Value of Rs.10/- per share)	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78	1,427.78
<b>13. Other equity excluding Revaluation Reserves</b>							36,741.45					78,968.90
<b>14. Earnings per share (EPS) (of Rs.10/- each) (Amount in Rs.) (not annualised for quarterly periods)</b>												
(a) Basic	11.99	24.79	4.83	41.60	24.44	34.17	11.55	21.60	26.31	54.30	71.15	91.26
(b) Diluted	11.99	24.79	4.83	41.60	24.44	34.17	11.55	21.60	26.31	54.30	71.15	91.26

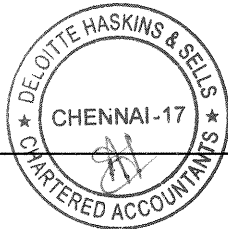


**Statement of Standalone & Consolidated unaudited financial results for the Quarter ended and Nine months ended December 31, 2018**

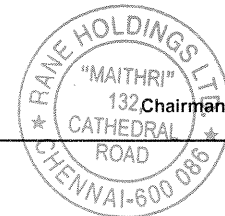
**Note:**

- 1 The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 07, 2019. The Statutory auditors have carried out limited review of these financial results.
- 2 The Company holds strategic investments in subsidiaries and joint ventures (collectively called "the Group"), engaged primarily in manufacturing/marketing of components and providing technological services for the transportation industry, mainly the automotive sector, and also provides management, information technology and business development services to the Group.
- 3 The Group operates in single segment, namely, manufacture/marketing of components and providing technological services for Transportation industry.
- 4 The revenue from operations for the Nine months ended December 31, 2017 and year ended March 31, 2018 are inclusive of excise duty upto the period June 30, 2017 and are therefore not comparable with the revenue from operations of other periods, which are presented net of GST consequent to introduction of Goods and Services Tax (GST) w.e.f July 2017, in compliance with relevant Indian Accounting Standards.
- 5 Item 6 - Exceptional items in the consolidated financial results include the following:
  - a. Voluntary Retirement Scheme (VRS) expenditure incurred by Rane Brake Lining Ltd (RBL), a subsidiary company, amounting to Rs. 163.56 lakhs for the year ended March 31, 2018.
  - b. Share of Profit recognised due to land swap transaction recorded at fair value by Rane NSK Steering Systems Pvt. Ltd (RNSS), a Joint Venture Company, of Rs. 1,573.39 lakhs for the nine months ended December 31, 2017 and for the year ended March 31, 2018.
  - c. During the quarter ended September 30, 2017, Rane (Madras) Ltd (RML), a subsidiary company, had recorded an aggregate claim of Rs.1,008 Lakhs from a customer towards certain product quality issues. RML has an insurance policy to cover product recall/guarantee claims/costs. The claim has been intimated to the insurer and the survey is in progress. This has been considered as insurance claim receivable as RML is confident of recovering this sum under the insurance policy.
- 6 RNSS, a Joint venture company, has recognised an estimated expense towards product warranty claim of Rs. 2,045 Lakhs and Rs 2,330 Lakhs for the quarter and nine month ended December 31, 2018.
- 7 Other Income of standalone and consolidated financials for the quarter and nine month ended December 31, 2018 includes profit on sale of investment in JMA Rane Marketing Limited, of Rs.1,164 Lakhs and Rs.63 Lakhs respectively.
- 8 During the quarter, 3,65,630 equity shares of Rs. 10/- each were issued and allotted by Rane (Madras) Limited (RML), pursuant to conversion of 3,65,630 warrants held by the Company. Post subscription, the company holds 61.64% equity stake in RML.
- 9 An interim dividend of Rs.8/- per equity share has been declared by the Board of Directors on the paid up capital of 1,42,77,809 equity shares of Rs.10 each fully paid-up. The record date to determine eligible shareholders for the payment of dividend is February 19, 2019. The interim dividend would be paid to all eligible shareholders on February 27, 2019.
- 10 The previous period figures have been re-grouped wherever necessary to conform to current period's presentation.
- 11 The consolidated financial results for the quarter and nine months ended December 31, 2018 are being published in the newspaper as per the format prescribed under Regulation 33 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. The financial results are also available on the Stock Exchange websites: [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the company's website- [www.ranegroup.com](http://www.ranegroup.com).

Chennai  
February 07, 2019



For Rane Holdings Limited



L Ganesh  
Chairman & Managing Director