

RANE HOLDINGS LIMITED

CIN : L35999TN1936PLC002202

Registered Office : " Maithri", 132, Cathedral Road, Chennai - 600 086

Visit us at: www.ranegroup.com

Statement of audited standalone financial results for the quarter and year ended March 31, 2023



Rs. Lakhs

Particulars	Quarter ended			Year ended	
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
	Audited (Refer note 8)	Unaudited	Audited (Refer note 8)	Audited	Audited
1. Income					
Revenue from operations	2,529	2,364	2,101	11,766	8,880
Other income	15	16	19	53	2,044
Total income	2,544	2,380	2,120	11,819	10,924
2. Expenses					
Employee benefits expense	606	597	448	2,321	1,701
Finance costs	127	148	140	561	590
Depreciation and amortisation expenses	128	128	79	437	309
Professional charges	293	213	98	725	468
Information systems expenses	199	194	186	774	675
Other expenses	194	185	162	806	634
Total expenses	1,547	1,465	1,113	5,624	4,377
3. Profit before exceptional items and tax (1-2)	997	915	1,007	6,195	6,547
4. Exceptional items (refer note 10)	(292)	-	-	(292)	(1,781)
5. Profit before tax (3+4)	705	915	1,007	5,903	4,766
6. Tax expense					
Current tax	161	171	66	1,118	1,306
Current tax for earlier years	-	-	77	-	77
Deferred tax	(5)	(2)	5	(45)	(5)
Total tax expense	156	169	148	1,073	1,378
7. Profit for the period (5-6)	549	746	859	4,830	3,388
8. Other comprehensive income					
Items that will not be reclassified to profit or loss					
(i) Re-measurement gains / (losses) on defined benefit plans, net	15	10	44	(42)	15
(ii) Net gain / (loss) on fair value through other comprehensive income equity instruments	115	(217)	(913)	(21)	384
(iii) Income tax relating to items that will not be reclassified to profit or loss	(10)	53	219	39	(100)
Other comprehensive income / (loss) for the period	120	(154)	(650)	(24)	299
9. Total comprehensive income for the period (7+8)	669	592	209	4,806	3,687
(Comprising profit and other comprehensive income for the period)					
10. Paid-up equity share capital (face value of Rs.10/- each fully paid up)	1,428	1,428	1,428	1,428	1,428
11. Other equity	-	-	-	52,208	49,115
12. Earnings per share (EPS) (face value of Rs.10/- each) (not annualised for quarters)					
Basic (in Rs.)	3.84	5.22	6.02	33.82	23.73
Diluted (in Rs.)	3.84	5.22	6.02	33.82	23.73

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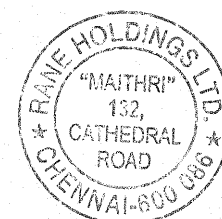
Particulars	Quarter ended			Year ended	
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
	Audited (Refer note 8)	Unaudited	Audited (Refer note 8)	Audited	Audited
1. Income					
Revenue from operations	93,785	87,425	78,338	3,50,833	2,67,730
Other income	1,056	3,165	852	2,913	3,736
Total income	94,821	90,590	79,190	3,53,746	2,71,466
2. Expenses					
Cost of materials consumed	51,510	52,214	44,397	2,04,875	1,56,036
Purchases of stock-in-trade	204	228	461	907	1,089
Changes in inventories of finished goods, stock-in-trade and work-in-progress	2,364	(2,384)	321	(2,918)	(6,333)
Employee benefits expense	13,028	13,711	12,187	52,717	48,002
Finance costs	1,705	1,372	815	4,982	3,417
Depreciation and amortisation expenses	3,990	3,563	3,342	14,173	12,884
Other expenses	16,284	15,872	14,429	63,304	52,365
Total expenses	89,085	84,576	75,952	3,38,040	2,67,460
3. Profit before share of profit / (loss) of joint venture / associate entities, exceptional items and tax (1-2)	5,736	6,014	3,238	15,706	4,006
4. Share of (loss) / profit of joint venture / associate entities (includes share of exceptional items, net of taxes) (refer note 9)	(4,284)	1,315	(2,333)	(92)	(736)
5. Profit before exceptional items and tax (3+4)	1,452	7,329	905	15,614	3,270
6. Exceptional items (refer note 10)	(1,103)	(509)	(66)	(1,832)	4,088
7. Profit before tax (5+6)	349	6,820	839	13,782	7,358
8. Tax expense					
Current tax	1,019	2,192	974	5,860	3,746
Current tax for earlier years	-	-	278	-	295
Deferred tax	136	(517)	864	(809)	(189)
Total tax expense	1,155	1,675	2,116	5,051	3,852
9. Profit / (Loss) for the period (7-8)	(806)	5,145	(1,277)	8,731	3,506
10. Other comprehensive income					
Items that will not be reclassified to profit or loss					
(i) Re-measurement gains / (losses) on defined benefit plans , net	201	46	247	51	59
(ii) Net gain / (loss) on fair value through other comprehensive income equity instruments	115	(217)	(913)	(21)	384
(iii) Income tax relating to items that will not be reclassified to profit or loss	9	44	179	79	(84)
	325	(127)	(487)	109	359
Items that will be reclassified to profit or loss					
(i) Net movement on cash flow hedges	-	-	-	-	(193)
(ii) Exchange differences on translating financial statements of foreign operations	(586)	(2,930)	(43)	(1,776)	700
	(586)	(2,930)	(43)	(1,776)	507
Other comprehensive (loss) / income for the period	(261)	(3,057)	(530)	(1,667)	866
11. Total comprehensive income for the period (9+10) (Comprising profit and other comprehensive income for the period)	(1,067)	2,088	(1,807)	7,064	4,372
Profit for the period attributable to:					
(a) Owners of the Company	(1,885)	4,097	(1,870)	6,227	2,414
(b) Non-controlling interest	1,079	1,048	593	2,504	1,092
	(806)	5,145	(1,277)	8,731	3,506
Other comprehensive income attributable to:					
(a) Owners of the Company	(166)	(2,237)	(563)	(1,230)	714
(b) Non-controlling interest	(95)	(820)	33	(437)	152
	(261)	(3,057)	(530)	(1,667)	866
Total comprehensive income attributable to:					
(a) Owners of the Company	(2,051)	1,860	(2,433)	4,997	3,128
(b) Non-controlling interest	984	228	626	2,067	1,244
	(1,067)	2,088	(1,807)	7,064	4,372
12. Paid-up equity share capital (face value of Rs.10/- each fully paid up)	1,428	1,428	1,428	1,428	1,428
13. Other equity	-	-	-	79,360	76,194
14. Earnings per share (EPS) (face value of Rs.10/- each) (not annualised for quarters)					
Basic (in Rs.)	(13.20)	28.69	(13.10)	43.61	16.91
Diluted (in Rs.)	(13.20)	28.69	(13.10)	43.61	16.91



1 Balance Sheet

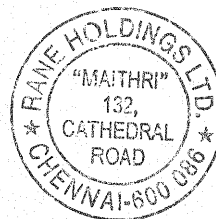
Rs. Lakhs

Particulars	Standalone		Consolidated	
	As at		As at	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
	Audited	Audited	Audited	Audited
ASSETS				
Non-current assets				
Property, plant and equipment	10,199	10,131	77,742	75,504
Capital work-in-progress	-	20	3,795	2,674
Right-of-use assets	249	63	1,239	1,045
Investment property	-	-	-	31
Goodwill	-	-	7,093	7,093
Other intangible assets	140	48	496	676
Intangible assets under development	-	95	-	95
Investments accounted for using equity method	-	-	27,343	29,161
Financial assets				
i. Investments	47,660	47,452	4,658	4,948
ii. Other financial assets	62	4	2,771	6,198
Deferred tax assets, net	-	-	3,943	3,464
Income tax assets, net	435	420	3,204	3,138
Other non-current assets	14	5	3,184	3,144
Total non-current assets	58,759	58,238	1,35,468	1,37,171
Current assets				
Inventories	-	-	43,664	39,995
Financial assets				
i. Investments	214	-	2,543	1,209
ii. Trade receivables	1,049	468	64,218	57,547
iii. Cash and cash equivalents	254	34	4,714	2,715
iv. Bank balances other than (iii) above	47	46	96	96
v. Loans	-	2	38	98
vi. Other financial assets	449	5	2,283	1,122
Current tax assets, net	-	-	38	39
Other current assets	402	310	6,097	6,837
Total current assets	2,415	865	1,23,691	1,09,658
TOTAL ASSETS	61,174	59,103	2,59,159	2,46,829
EQUITY AND LIABILITIES				
Equity				
Equity share capital	1,428	1,428	1,428	1,428
Other equity	52,208	49,115	79,360	76,194
Equity attributable to owners of the Company	53,636	50,543	80,788	77,622
Non-controlling interest	-	-	24,307	22,932
TOTAL EQUITY	53,636	50,543	1,05,095	1,00,554
Liabilities				
Non-current liabilities				
Financial liabilities				
i. Borrowings	4,491	5,632	33,478	32,431
ii. Lease liabilities	147	10	944	819
iii. Other financial liabilities	-	-	151	142
Provisions	191	122	3,952	4,077
Deferred tax liabilities, net	334	481	369	821
Other non-current liabilities	-	-	1,297	1,354
Total non-current liabilities	5,163	6,245	40,191	39,644
Current liabilities				
Financial liabilities				
i. Borrowings	1,075	1,286	51,807	45,248
ii. Lease liabilities	100	56	404	307
iii. Trade payables				
a. Total outstanding dues of micro enterprises and small enterprises	67	79	2,411	3,098
b. Total outstanding dues of creditors other than micro enterprises and small enterprises	254	171	46,201	46,818
iv. Other financial liabilities	616	528	8,957	7,738
Other current liabilities	198	151	2,817	2,363
Provisions	65	44	1,275	1,056
Current tax liabilities, net	-	-	1	3
Total current liabilities	2,375	2,315	1,13,873	1,06,631
TOTAL EQUITY AND LIABILITIES	61,174	59,103	2,59,159	2,46,829



2 Statement of cash flows

Particulars	Standalone		Consolidated	
	Year ended		Year ended	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
	Audited	Audited	Audited	Audited
Cash flows from operating activities				
Profit for the year	4,830	3,388	8,731	3,506
Adjustments for:				
Tax expense	1,073	1,378	5,051	3,852
Depreciation and amortisation expenses	437	309	14,173	12,884
Net (gain) / loss on disposal of property, plant and equipment	(6)	(8)	(29)	(21)
Government grants	-	-	(130)	(2,164)
Share of (profit) / loss of Joint venture / associate entities	-	-	92	736
Finance costs	561	590	4,982	3,417
Impairment losses on financial assets	-	-	374	317
Provision / Liabilities no longer required written back	-	-	(682)	(1,249)
Gain on current investments mandatorily measured at FVTPL	(38)	(17)	(68)	(18)
Impairment of investment / goodwill / property, plant and equipment	292	1,781	905	162
Net unrealised foreign exchange (gain) / loss	-	-	(1,481)	416
Interest income	(3)	(48)	(156)	(160)
Gain on sale of non-current investments	-	(1,970)	-	(1,564)
Working capital adjustments:				
(Increase) / decrease in inventories	-	-	(3,500)	(11,596)
(Increase) / decrease in trade receivables	(581)	698	(9,293)	(8,734)
(Increase) / decrease in other assets	(209)	166	4,462	(877)
Increase / (decrease) in trade payables	71	33	(915)	3,872
Increase / (decrease) in provisions	48	22	107	(805)
Increase / (decrease) in other liabilities	140	158	1,992	3,746
Cash generated from operating activities	6,615	6,480	24,615	5,720
Income taxes paid, net	(1,196)	(1,777)	(5,991)	(4,187)
Net cash generated from / (used in) operating activities	5,419	4,703	18,624	1,533
Cash flows from investing activities				
Loan repaid by subsidiary	-	765	-	-
Loan given to subsidiary	-	(465)	-	-
(Payment towards purchase) / proceeds from sale of current investments, net	(175)	289	(1,288)	1,105
Purchase consideration for acquisition of business	-	-	-	(2,319)
Dividend received from joint venture / associate entities	-	-	1,670	612
Payment towards purchase of property, plant and equipment and intangible assets	(373)	(178)	(15,820)	(13,317)
Proceeds from disposal of property, plant and equipment	6	8	104	45
Payment towards purchase of non-current investments	(913)	(6,318)	(124)	(378)
Proceeds from sale of non-current investments	-	2,569	-	2,483
Interest received	-	51	290	210
Bank balances not considered under cash and cash equivalents	-	-	4	114
Net cash generated from / (used in) investing activities	(1,455)	(3,279)	(15,164)	(11,445)
Cash flows from financing activities				
Proceeds from long-term borrowings	872	599	12,776	18,058
Repayment of long-term borrowings	(2,224)	(1,373)	(10,757)	(10,201)
Proceeds from short-term borrowings, net	-	-	4,376	5,266
Dividends paid to shareholders	(1,713)	-	(1,713)	-
Dividends paid to non-controlling interest	-	-	(775)	(1,012)
Finance costs paid	(537)	(572)	(4,791)	(3,898)
Payment of lease liabilities	(142)	(82)	(495)	(361)
Acquisition of NCI through buy-back	-	-	-	(182)
Tax on buyback	-	-	-	(42)
Acquisition of NCI	-	-	(39)	(1,127)
Net cash generated from / (used in) from financing activities	(3,744)	(1,428)	(1,418)	6,501
Net increase / (decrease) in cash and cash equivalents	220	(4)	2,042	(3,411)
Cash and cash equivalents at the beginning of the year	34	38	2,511	5,922
Cash and cash equivalents at the end of the year	254	34	4,553	2,511
Reconciliation of cash and cash equivalents to Balance sheet				
Particulars				
Cash and cash equivalents as per Balance sheet	254	34	4,714	2,715
Effects of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies	-	-	(161)	(58)
Bank overdraft availed for cash management purposes	-	-	-	(146)
Cash and cash equivalents as above	254	34	4,553	2,511



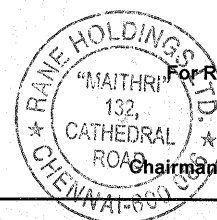
- 3 The above financial results were reviewed and recommended by the Audit Committee and thereafter approved by the Board of Directors of Rane Holdings Limited ('the Company') at their respective meetings held on May 12, 2023.
- 4 The standalone and consolidated financial results for the quarter and year ended March 31, 2023 have been audited by the statutory auditors of the Company. The financial results of the subsidiaries and joint venture / associate entities have been audited by the respective statutory auditors, as applicable.
- 5 The above financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards, prescribed under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 6 The Company holds strategic investments in subsidiaries (the Company and its subsidiaries collectively referred to as 'the Group') and joint venture / associate entities that are engaged primarily in manufacturing / marketing of components and providing technological services for the transportation industry, mainly the automotive sector. The Company also provides management, information technology and business development services to its subsidiaries and joint venture / associate entities.
- 7 The Group is primarily engaged in manufacture and supply of auto components and providing technological services for transportation industry which in the context of Indian Accounting Standard (Ind AS) 108 Operating Segments, is considered as the only operating segment.
- 8 The figures for the quarter ended March 31, 2023, and March 31, 2022, as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published unaudited year to date figures up to the end of the third quarter of the relevant financial year which were subject to limited review.
- 9 Share of profit / (loss) of joint venture / associate entities disclosed in the audited consolidated financial results includes the share of exceptional item, recorded by Rane NSK Steering Systems Private Limited ("RNSS") of Rs. 3,626 Lakhs for the quarter and year ended March 31, 2023, Rs. Nil for the quarter ended December 31, 2022, Rs. 5,664 Lakhs for the quarter ended March 31, 2022, and Rs. 7,918 Lakhs for the year ended March 31, 2022. This was incurred by RNSS towards incremental warranty claims with respect to certain specific lots of products sold by RNSS to one of its customers. RNSS has determined the amount based on technical estimates and is currently in discussions with various parties to determine and conclude on certain aspects that may impact the quantum of the final warranty liability to be borne by RNSS. Based on its assessment and pending final outcome of such discussions and negotiations, RNSS believes that the cumulative provision carried by them towards such special warranty obligations as at March 31, 2023, is adequate.
- 10 Exceptional items in the above financial results includes the following:
 - a. In respect of, Rane t4u Private Limited ("Rt4u") a subsidiary company, the Company assessed the carrying value of its investments and considered the fair value changes thereto resulting in a reduction in the carrying value aggregating to Rs. 292 Lakhs for the quarter and year ended March 31, 2023 and Rs. 1,781 Lakhs for the year ended March 31, 2022 being shown as an exceptional charge in the standalone financial results; and the corresponding effect in the consolidated financial results towards impairment of goodwill was Rs. Nil for the year ended March 31, 2023 and Rs. 162 Lakhs for the year ended March 31, 2022.
 - b. Rane Engine Valve Limited ("REVL"), a subsidiary company incurred a provision for customer quality claims for Rs. 199 Lakhs for the quarter ended March 31, 2023, Rs. 200 Lakhs for the quarter ended December 31, 2022, and Rs. 619 Lakhs for the year ended March 31, 2023 towards estimated product liability costs, in respect of certain valves supplied to an overseas customer pending finalisation. REVL has initiated insurance claim in respect of the same, which is under process. The management is of the opinion that the provision carried as at March 31, 2023 is adequate to cover the estimated net liability.

Further REVL has incurred Voluntary Retirement Scheme ('VRS') expenditure of Rs. 48 Lakhs for the quarter ended December 31, 2022 and year ended March 31, 2023; Rs. 355 Lakhs for the year ended March 31, 2022.
 - c. Rane Brake Lining Limited ("RBL"), a subsidiary company incurred VRS expenditure of Rs. 66 Lakhs for the quarter and year ended March 31, 2022.
 - d. Rane (Madras) Limited ("RML"), a subsidiary company incurred VRS expenditure of Rs. 261 Lakhs for the quarter ended December 31, 2022 and year ended March 31, 2023.

As at March 31, 2023, on account of changes in market conditions and rising cost of capital, the Group has assessed the recoverable amount of the net assets of Rane Light Metal Castings Inc, ('LMCA') the step-down subsidiary in the U.S, which represents a single cash generating unit (CGU). Based on such assessment, the Group has recorded an impairment charge of Rs. 904 Lakhs as an exceptional item in its consolidated financial results during the quarter and year ended March 31, 2023.

LMCA was entitled to certain economic relief provided by the U.S. government in order to manage the impact of COVID-19 pandemic. Pursuant to such economic relief schemes, during the year ended March 31, 2022, LMCA received an approval for forgiveness of the paycheck protection program loan ('PPP Loan') from the U.S. Small Business Administration (SBA) for an amount of USD 2.63 million (INR 1,945 Lakhs). Further, LMCA was eligible for employee retention credit (ERC), from the U.S. Internal Revenue Service during the year ended March 31, 2022 for an amount of USD 3.66 million (INR 2,726 Lakhs). The aggregate amounts of such relief have been recorded as an exceptional income in the consolidated results for the year ended March 31, 2022.
- 11 During the year ended March 31, 2023, the Company acquired 3,43,642 equity shares of Rs.10 each fully paid-up in Rane Engine Valve Limited ("REVL") pursuant to conversion of 3,43,642 share warrants for an aggregate consideration of Rs.1,000 lakhs (including the share warrant exercise price of Rs. 250 Lakhs). Pursuant to such acquisition, the shareholding of the Company in REVL stands at 57.28 %. The balance 1,71,821 warrants are due for conversion on or before September 08, 2023.
- 12 The Board of Directors have recommended a Dividend of Rs.17 per equity share for the year ended March 31, 2023.
- 13 The audited standalone and consolidated financial results for the quarter and year ended March 31, 2023 are being published in the newspaper as per the format prescribed under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. The financial results are also being made available on the Stock Exchange websites: www.bseindia.com and www.nseindia.com and on the company's website: www.ranegroup.com.

Place : Chennai
Date : May 12, 2023



For Rane Holdings Limited


L. Ganesh
Chairman & Managing Director

B S R & Co. LLP

Chartered Accountants

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Chennai – 600 031, India.
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Independent Auditor's Report

To the Board of Directors of Rane Holdings Limited

Report on the audit of the Standalone Annual Financial Results

Opinion

We have audited the accompanying standalone annual financial results of Rane Holdings Limited (hereinafter referred to as the "Company") for the year ended 31 March 2023, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

- are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information for the year ended 31 March 2023.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results* section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on the standalone annual financial results.

Management's and Board of Directors' Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records

Registered Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

Independent Auditor's Report (Continued)

Rane Holdings Limited

in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone annual financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

B S R & Co. LLP

Independent Auditor's Report (Continued)

Rane Holdings Limited

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

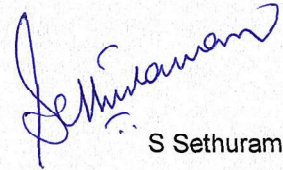
Other Matter

- a. The standalone annual financial results include the results for the quarter ended 31 March 2023 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022



S Sethuraman

Partner

Chennai

12 May 2023

Membership No.: 203491

UDIN:23203491BGYXXC4630

B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st & 2nd Floors,
No. 1, Harrington Road, Chetpet,
Chennai – 600 031, India.
Tel: +91 44 4608 3100
Fax: +91 44 4608 3199

Independent Auditor's Report

To the Board of Directors of Rane Holdings Limited

Report on the audit of the Consolidated Annual Financial Results

Opinion

We have audited the accompanying consolidated annual financial results of Rane Holdings Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its joint venture/ associate entities for the year ended March 31, 2023, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate / consolidated audited financial statements / financial information of the subsidiaries, joint venture/ associate entities, the aforesaid consolidated annual financial results:

- include the annual financial results of the entities mentioned in Annexure I.
- are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive loss and other financial information of the Group for the year ended March 31, 2023.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report. We are independent of the Group, its joint venture/ associate entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, along with the consideration of reports of the other auditors referred to in sub paragraph no. (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated annual financial results.

Emphasis of Matters

We draw attention to:

- Note 9 to the consolidated audited financial results, relating to one of the joint venture / associate entities, wherein the component auditor has included an emphasis of matter in their audit report

Registered Office:

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

Page 1 of 5

Independent Auditor's Report (Continued)

Rane Holdings Limited

regarding such entity's management's assessment of the special warranty obligations pending the ongoing discussions and negotiations amongst relevant parties.

Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit/ loss and other comprehensive income and other financial information of the Group including its joint venture/ associate entities in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group and of its joint venture/ associate entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the respective Management and the Board of Directors of the companies included in the Group and of its joint venture/ associate entities are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and the respective Board of Directors and of its joint venture/ associate entities is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible

Independent Auditor's Report (Continued)

Rane Holdings Limited

for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture/ associate entities to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/ financial statements of the entities within the Group and its joint venture/ associate entities to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial results/ financial statements of such entities included in the consolidated annual financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in sub paragraph no. (a) of the "Other Matters" paragraph in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

Other Matters

- a. The consolidated annual financial results include the audited financial results of 3 subsidiaries (including a step-down subsidiary), whose financial statements reflects total assets (before consolidation adjustments) of Rs. 56,754 lakhs as at March 31, 2023, total revenue (before consolidation adjustments) of Rs. 73,580 lakhs and total net loss after tax (before consolidation adjustments) of Rs. 7,324 lakhs and net cash inflows (before consolidation adjustments) of Rs 1,614 lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. The consolidated annual financial results also include the Group's share of total net loss after tax of Rs. 92 lakhs for the year ended March 31, 2023, as considered in the consolidated annual financial results, in respect of two of its joint venture/ associate entities, whose financial statements have been audited by their respective independent auditors. The independent auditor's reports on financial statements of these entities have been

B S R & Co. LLP

Independent Auditor's Report (Continued)

Rane Holdings Limited

furnished to us by the management.

Our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the reports of such auditors and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

- b. The consolidated annual financial results include the unaudited financial results of 3 subsidiaries (including a step-down subsidiary), whose financial information reflects total assets (before consolidation adjustments) of Rs. 1,933 lakhs as at March 31, 2023, total revenue (before consolidation adjustments) of Rs. 801 lakhs, total net loss after tax (before consolidation adjustments) of Rs. 23,120 lakhs and net cash inflows (before consolidation adjustments) of Rs. 100 lakhs for the year ended on that date, as considered in the consolidated annual financial results. These unaudited financial information have been furnished to us by the Board of Directors.

Our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial information are not material to the Group.

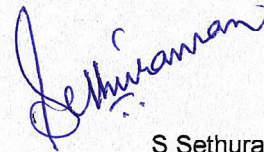
Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to the financial information certified by the Board of Directors.

- c. The consolidated annual financial results include the results for the quarter ended March 31, 2023, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248WW-100022



S Sethuraman

Partner

Chennai

12 May 2023

Membership No.: 203491

UDIN:23203491BGYXXE6824

Independent Auditor's Report (Continued)

Rane Holdings Limited

Annexure I

List of entities included in consolidated annual financial results.

Name of the entity	Nature of relationship
Rane Holdings Limited	Holding Company
Rane (Madras) Limited Rane Brake Lining Limited Rane Engine Valve Limited Rane T4U Private Limited Rane Holdings America Inc. Rane Holdings Europe GmbH	Direct subsidiary of the Holding Company
Rane (Madras) International Holdings B.V. Rane Light Metal Castings Inc.	Step-down subsidiary of the Holding Company
Rane NSK Steering Systems Private Limited ZF Rane Automotive India Private Limited (formerly known as Rane TRW Steering Systems Private Limited)	Joint venture/ associate entities
ZF Rane Occupant Safety Systems Private Limited (from June 17, 2022)	Subsidiary of joint venture/ associate entities



Registered Office:
" Maithri "
132, Cathedral Road,
Chennai 600 086.
India.

Tel : 91 44 2811 2472
URL : www.ranegroup.com

CIN : L35999TN1936PLC002202

Rane Holdings Limited



May 12, 2023

BSE Limited Listing Centre Scrip Code : 532988	National Stock Exchange of India Limited NEAPS Scrip Code : RANEHOLDIN
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Dear Sir / Madam,

Sub: Declaration under Regulation 33 SEBI LODR

We hereby declare and confirm that, in terms of SEBI Circular CIR/CFD/CMD/56/2016 dated May 27, 2016, the Statutory Auditors of the company, M/s BSR & Co LLP, Chartered Accountants, have issued an unmodified audit report on Financial Results of the company for the financial year ended March 31, 2023.

Kindly take this declaration on record.

Thanking you.

Yours faithfully,

For Rane Holdings Ltd


M A P Sridhar Kumar
Executive Vice President- Finance & CFO



RANE HOLDINGS LIMITED

Q4 FY23 Earnings Release



Chennai, India, May 12, 2023 – Rane Holdings Limited (NSE: RANEHOLDIN; BSE Code: 505800), the holding Company of Rane group today announced financial performance for the fourth quarter (Q4FY23) and full year (FY23) ended March 31st, 2023.

Consolidated Q4 FY23 Performance

- Total Revenue was ₹948.2 Crore in Q4 FY23 compared to ₹791.9 Crore in Q4 FY22, an increase of 19.7%
- EBITDA stood at ₹114.3 Crore compared to ₹73.9 Crore during Q4 FY22, an increase of 54.6%
- EBITDA Margin at 12.1% for Q4 FY23 against 9.3% in Q4 FY22
- Net Loss stood at ₹8.1 Crore for Q4 FY23 compared to loss ₹12.8 Crore in Q4 FY22

Consolidated FY23 Performance

- Total Revenue was ₹3,537.5 Crore in FY23 compared to ₹2,714.7 Crore in FY22, an increase of 30.3%
- EBITDA stood at ₹348.6 Crore compared to ₹203.1 Crore during FY22, an increase of 71.7%
- EBITDA Margin at 9.9% for FY23 against 7.5% in FY22
- PAT stood at ₹87.3 Crore for FY23 compared to ₹35.1 Crore in FY22, an increase of 149.0%

Corporate Action

- A dividend of ₹ 17 per equity share has been recommended by the Board of Directors on the paid up capital of 1,42,77,809 of ₹10/- each

Group's Operational Performance – Q4 FY23

- Revenue from Indian OE customers grew 10% supported by strong growth across vehicle segments
- Revenues from International customers increased 49% driven by higher off-take across steering, valve train, light metal casting and occupant safety products
- Revenue from Indian aftermarket segment grew 11%
- EBITDA margin increased 272 bps supported by higher volumes and improved operational performance.

BUSINESS HIGHLIGHTS

CONSOLIDATED FINANCIAL PERFORMANCE

Particulars	Q4 FY23	Q4 FY22	YOY%
Total Revenue	948.2	791.9	19.7%
EBITDA	114.3	73.9	54.6%
Margin (%)	12.1%	9.3%	272 bps
PAT	-8.1	-12.8	36.9%

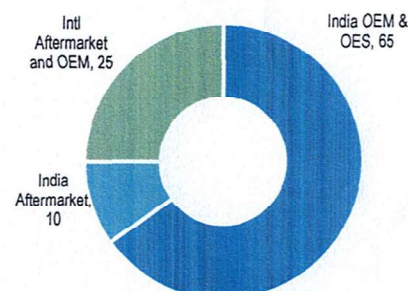
Particulars	FY23	FY22	YOY%
Total Revenue	3,537.5	2,714.7	30.3%
EBITDA	348.6	203.1	71.7%
Margin (%)	9.9%	7.5%	237 bps
PAT	87.3	35.1	149.0%

(In ₹ Crore, unless otherwise mentioned)

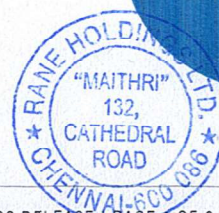
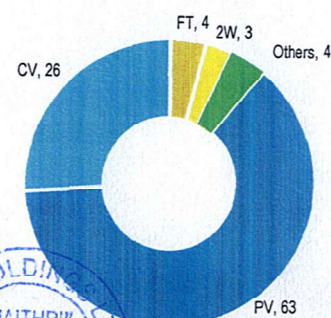
GROUP AGGREGATE SALES

(₹1,847.2 Cr - Q4 FY23)

BY MARKET (%)



BY VEHICLE SEGMENT (%)



[Signature]

[Signature]

MANAGEMENT COMMENT

"Rane Group companies posted strong revenue growth supported by favourable demand environment in India and higher off-take from international customers. Higher volumes and improved operational performance resulted in improved profitability. Though we see slowdown in major global economies, the growth momentum across vehicle segments in India continues to remain strong. We navigate this macro environment scenario cautiously prioritizing operational improvement and cost reduction measures."

– L. Ganesh, Chairman & Managing Director, Rane Holdings Ltd.

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

Particulars	Q4FY23	Q3FY23	QoQ%	Q4FY22	YoY%	FY23	FY22	YoY%
Revenue from Operations	937.7	874.3	7.3%	783.4	19.7%	3,508.3	2,677.3	31.0%
Other Income	10.6	31.7	-66.6%	8.5	23.9%	29.1	37.4	-22.0%
Total Revenue	948.2	905.9	4.7%	791.9	19.7%	3,537.5	2,714.7	30.3%
Expenses								
-Cost of Material Consumed	515.1	522.1	-1.3%	444.0	16.0%	2,048.8	1,560.4	31%
-Purchase of stock-in-trade	2.0	2.3	-10.5%	4.6	-55.7%	9.1	10.9	-16.7%
-Changes in inventories	23.6	-23.8	199.2%	3.2		-29.2	-63.3	
-Employee Benefit Expense	130.3	137.1	-5.0%	121.9	6.9%	527.2	480.0	9.8%
-Finance Cost	17.1	13.7	24.3%	8.2	109.2%	49.8	34.2	45.8%
-Depreciation & Amortization	39.9	35.6	12.0%	33.4	19.4%	141.7	128.8	10.0%
-Other Expenditure	162.8	158.7	2.6%	144.3	12.9%	633.0	523.7	20.9%
Total Expenses	890.9	845.8	5.3%	759.5	17.3%	3,380.4	2,674.6	4.0%
PBT before share of profit / (loss) of JV & associates	57.4	60.1	-4.6%	32.4	77.1%	157.1	40.1	292.1%
Share of Profit / (loss) of JV and Associate (includes share	-42.8	13.2		-23.3		-0.9	-7.4	
PBT before Exceptional items	14.5	73.3	-80.2%	9.1	60.4%	156.1	32.7	377.5%
Exceptional Item	-11.0	-5.1	-117%	-0.7	-1571%	-18.3	40.9	-144.8%
PBT	3.5	68.2	-94.9%	8.4	-58.4%	137.8	73.6	87.3%
Tax Expense	11.6	16.8	-31.0%	21.2	-45.4%	50.5	38.5	31.1%
PAT	-8.1	51.4	-115.7%	-12.8	36.9%	87.3	35.1	149.0%

KEY BALANCE SHEET ITEMS

Particulars	As at 31.03.2023	As at 31.03.2022
Non-current assets	1,354.68	1,371.71
-Property, Plant and Equipmer	777.42	755.04
-Financial Assets	74.29	111.46
Current assets	1,236.91	1,096.58
- Inventories	436.64	399.95
-Trade receivables	642.18	575.47
-Cash and cash equivalents	47.14	27.15
Total Assets	2,591.59	2,468.29
Shareholders Fund	807.88	776.22
Minority Interest	243.07	229.32
Non-current liabilities	401.91	396.44
-Long-term borrowings	334.78	324.31
Current liabilities	1,138.73	1,066.31
-Short-term borrowings	518.07	452.48
-Trade payables	486.12	499.16
Total Liabilities	1,540.64	1,462.75
Total Equity and Liabilities	2,591.59	2,468.29

(In ₹ Crore, unless otherwise mentioned. The sum of sub-segment amounts may not equal the total amounts due to rounding off)

ABOUT RANE HOLDINGS LIMITED

Rane Holdings Limited (RHL) is the holding company of Rane Group. RHL owns the trademark in Rane and provides a wide range of services to group Companies. These include employee training, development, investor services, business development and information system support.

ABOUT RANE GROUP

Headquartered in Chennai, India, Rane Group is engaged primarily in manufacturing auto components for well over five decades. Rane Group is a preferred supplier to major OEMs in India and abroad. Through its group companies, it provides Steering and Suspension systems, Friction materials, Valve train components, Occupant safety systems, Light metal casting products and Connected mobility solutions. Its products serve a variety of industry segments including Passenger Vehicles, Commercial Vehicles, Farm Tractors, Two-wheelers, Three-wheelers, Railways and Stationary Engines.

IF YOU HAVE ANY QUESTIONS OR REQUIRE FURTHER INFORMATION, PLEASE FEEL FREE TO CONTACT: INVESTORSERVICES@RANEGROUP.COM OR DIWAKAR.PINGLE@INEXY.COM

Certain statements in this document that are not historical facts are forward looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local political or economic developments, technological risks, and many other factors that could cause actual results to differ materially from those contemplated by the relevant forward-looking statements. The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

