

Crompton Greaves Limited

Registered Office:
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India
T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com
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Corporate Identity Number(CIN): L99999MH1937PLC002641



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PART I

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2015

(₹ in crore)

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Income from operations					
	(a) Net sales / Income from operations (Net of excise duty)	2147.62	1858.60	2056.56	7837.02	7570.70
	(b) Other operating income	-	-	-	-	-
	Total income from operations (net)	2147.62	1858.60	2056.56	7837.02	7570.70
2	Expenses					
	(a) Cost of materials consumed	988.69	899.09	985.93	3637.19	3617.52
	(b) Purchases of stock-in-trade	594.73	483.88	513.27	2158.75	1993.21
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	53.28	(11.17)	23.16	26.09	(12.77)
	(d) Employee benefits expense	133.21	126.15	126.42	522.98	476.36
	(e) Depreciation and amortisation expense	23.66	24.44	24.53	96.39	89.35
	(f) Other expenses	224.94	197.35	222.63	838.69	879.66
	Total expenses	2018.51	1719.74	1895.94	7280.09	7043.33
3	Profit from operations before other income, finance costs, exchange gain / (loss) and exceptional items	129.11	138.86	160.62	556.93	527.37
4	Other income	31.98	22.65	25.04	105.68	70.63
5	Profit from ordinary activities before finance costs, exchange gain / (loss) and exceptional items	161.09	161.51	185.66	662.61	598.00
6	Finance costs (net)	(7.40)	(8.97)	(3.81)	(24.25)	(22.02)
7	Profit from ordinary activities after finance costs but before exchange gain / (loss) and exceptional items	168.49	170.48	189.47	686.86	620.02
8	Exchange gain / (loss)	(44.83)	(0.42)	0.14	(47.42)	92.43
9	Exceptional items (net) - Income / (loss)	(7.49)	267.54	-	260.05	-
10	Profit from ordinary activities before tax	116.17	437.60	189.61	899.49	712.45
11	Tax expense	31.36	42.23	63.49	168.35	191.36
12	Net profit from ordinary activities after tax	84.81	395.37	126.12	731.14	521.09
13	Extraordinary items (net of tax expense ₹ Nil)	-	-	-	-	-
14	Net profit for the period / year	84.81	395.37	126.12	731.14	521.09
15	Paid-up equity share capital (Face value of equity share of ₹ 2 each)	125.35	125.35	125.35	125.35	125.35
16	Reserves excluding Revaluation Reserve as per balance sheet				3873.50	3217.10
17	Earnings Per Share (before extraordinary items) (of ₹ 2 each)					
	(a) Basic	1.35	6.31	1.99	11.67	8.23
	(b) Diluted	1.35	6.31	1.99	11.67	8.23
	Earnings Per Share (after extraordinary items) (of ₹ 2 each)					
	(a) Basic	1.35	6.31	1.99	11.67	8.23
	(b) Diluted	1.35	6.31	1.99	11.67	8.23



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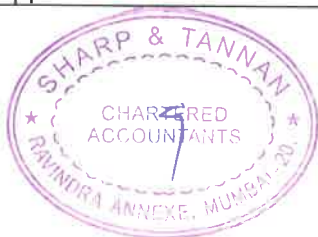
PART II

SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2015

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
A	PARTICULARS OF SHAREHOLDING					
1	Public shareholding*					
	- Number of shares	411295072	411295072	359295072	411295072	359295072
	- Percentage of shareholding	65.62	65.62	57.33	65.62	57.33
2	Promoters and Promoter Group Shareholding					
	(a) Pledged / Encumbered					
	- Number of shares	141586975	142508975	153637930	141586975	153637930
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	65.72	66.14	57.45	65.72	57.45
	- Percentage of shares (as a % of the total share capital of the Company)	22.59	22.74	24.51	22.59	24.51
	(b) Non-encumbered					
	- Number of shares	73864095	72942095	113813140	73864095	113813140
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	34.28	33.86	42.55	34.28	42.55
	- Percentage of shares (as a % of the total share capital of the Company)	11.79	11.64	18.16	11.79	18.16

(*Public Shareholding includes shares held by custodians of Global Depository Receipts issued)

Particulars	3 months ended
B INVESTOR COMPLAINTS	31.03.2015
Pending at the beginning of the quarter	Nil
Received during the quarter	2
Disposed of during the quarter	2
Remaining unresolved at the end of the quarter	Nil



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STANDALONE SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2015

(₹ in crore)

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1.	Segment Revenue (net of excise duty):					
	(a) Power Systems	776.67	654.12	860.90	2734.06	2843.07
	(b) Consumer Products	905.26	723.23	759.86	3232.65	2898.50
	(c) Industrial Systems	387.54	383.97	368.11	1504.44	1499.08
	(d) Others	89.27	105.13	79.34	406.96	384.70
	Total	2158.74	1866.45	2068.21	7878.11	7625.35
	Less: Inter-Segment Revenue	11.12	7.85	11.65	41.09	54.65
	Total income from operations (net)	2147.62	1858.60	2056.56	7837.02	7570.70
2.	Segment Results:					
	[Profit / (loss) before tax and finance costs from each segment]					
	(a) Power Systems	64.55	52.67	80.73	222.64	258.52
	(b) Consumer Products	121.47	86.62	90.67	407.33	337.46
	(c) Industrial Systems	39.28	40.85	30.87	151.98	152.87
	(d) Others	(25.17)	(4.77)	1.37	(39.00)	1.88
	Total	200.13	175.37	203.64	742.95	750.73
	Less:					
	(i) Finance costs (net)	(7.40)	(8.97)	(3.81)	(24.25)	(22.02)
	(ii) Other un-allocable expenditure net of un-allocable income	39.04	13.86	17.98	80.34	152.73
	Profit from ordinary activities before exchange gain / (loss), exceptional items and tax	168.49	170.48	189.47	686.86	620.02
3.	Capital Employed:					
	(Segment Assets - Segment Liabilities)					
	(a) Power Systems	1225.06	1163.39	851.65	1225.06	851.65
	(b) Consumer Products	(559.18)	134.07	121.16	(559.18)	121.16
	(c) Industrial Systems	406.71	380.83	396.76	406.71	396.76
	(d) Others	237.04	245.43	189.36	237.04	189.36
	(e) Unallocable	2790.05	2106.34	1901.61	2790.05	1901.61
	Total	4099.68	4030.06	3460.54	4099.68	3460.54

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STANDALONE STATEMENT OF ASSETS AND LIABILITIES

(₹ in crore)

Particulars	As at 31.03.2015	As at 31.03.2014
	Audited	Audited
A EQUITY AND LIABILITIES		
1 Shareholders' funds:		
(a) Share capital	125.35	125.35
(b) Reserves and surplus	3884.28	3230.72
Sub-total - Shareholders' funds	4009.63	3356.07
2 Non-current liabilities:		
(a) Long-term borrowings	634.26	0.54
(b) Deferred tax liabilities (net)	68.01	73.59
(c) Other long-term liabilities	2.81	9.35
(d) Long-term provisions	48.22	41.91
Sub-total - Non-current liabilities	753.30	125.39
3 Current liabilities:		
(a) Short-term borrowings	21.50	29.99
(b) Trade payables	1431.60	1563.07
(c) Other current liabilities	408.38	381.94
(d) Short-term provisions	88.40	130.30
Sub-total - Current liabilities	1949.88	2105.30
TOTAL - EQUITY AND LIABILITIES	6712.81	5586.76
B ASSETS		
1 Non-current assets:		
(a) Fixed assets	788.49	822.63
(b) Non current investments	1005.04	805.71
(c) Long-term loans and advances	23.14	42.67
Sub-total - Non-current assets	1816.67	1671.01
2 Current assets:		
(a) Current investments	160.45	20.63
(b) Inventories	523.77	557.78
(c) Trade receivables	2263.70	1907.92
(d) Cash and bank balances	302.44	442.80
(e) Short-term loans and advances	1533.89	890.09
(f) Other current assets	111.89	96.53
Sub-total - Current assets	4896.14	3915.75
TOTAL - ASSETS	6712.81	5586.76



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Notes on standalone financial results:

1. The above audited standalone financial results have been reviewed by the Audit Committee at its meeting held on 22nd May, 2015 and approved by the Board of Directors at its meeting held on 28th May, 2015.
2. The Company, during the year, declared interim dividends of ₹ 0.80 per share on equity shares of ₹ 2 each for financial year 2014-15.
3. The Honourable High Court of Judicature at Bombay, has vide its Order dated 13th February, 2015, sanctioned the Scheme of Amalgamation of CG Energy Management Limited (CGEM or the Transferor Company) and CG-ZIV Power Automation Solutions Limited (CG-ZIV or the Transferor Company) with the Company. The appointed date of the Scheme is 1st April, 2014 and the effective date of the Scheme is 25th March, 2015. In accordance with the said Scheme and as per the approval of the Honourable High Court:
 - a. The amalgamation has been accounted for under the pooling of interests method as prescribed by Accounting Standard (AS) 14 Accounting for Amalgamations specified by the Companies (Accounting Standards) Rules, 2006. As stipulated under the said Scheme, the Reserves of the Transferor Companies as at 31st March, 2014 has been transferred to the respective Reserves.
 - b. CGEM and CG-ZIV being a 100% subsidiary of the Companies, the entire paid-up equity share capital and preference share capital would be cancelled and the Transferor Companies stands dissolved without winding-up; and
 - c. The amalgamation would result into increase in the Authorised Share capital of the Company by ₹ 466,000,000/- comprising 233,000,000 Equity Shares of Rs.2 each.

Figures for the quarter / year ended 31st March, 2015 include the results of the erstwhile CGEM and CG-ZIV, subsequent to its amalgamation with the Company. Figures of the corresponding quarter ended 31st December, 2014 have been restated to consider the effect of above arrangement.

4. Exceptional item of current quarter represent compensation to employees pursuant to Voluntary Retirement Scheme amounting to ₹ 7.49 crore.
5. The Board of Directors of the Company at its meeting held on 19th February, 2015 has approved the revised Scheme of Arrangement between Crompton Greaves Limited (CGL) (Demerged Company) and Crompton Greaves Consumer Electricals Limited (CGCEL) (Resulting Company), a wholly-owned subsidiary, incorporated under the provisions of the Companies Act, 2013 and their respective shareholders and creditors. Upon approval of the revised Scheme, the original Scheme with Crompton Greaves Consumer Products Limited approved on 16th October, 2014 stands withdrawn. The revised Scheme proposes 100% vertical demerger of the Consumer Business.

This Scheme, inter alia, envisages the transfer of the Consumer Products Business and the related assets and liabilities into the Resulting Company and other consequential matters under the provisions of Sections 391 to 394 of the Companies Act, 1956 read with Section 78 (corresponding Section 52 of the Companies Act, 2013), Sections 100-103 and other applicable provisions of the said Act.



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The proposed Scheme will come into effect from the Appointed Date, i.e. 1st October, 2015, subject to receipt of all regulatory approvals. Upon the implementation of the proposed Scheme, all the shares in the Resulting Company will be held directly by the shareholders of CGL and CGL will cease to be the shareholder / holding Company of CGCEL.

In line with Accounting Standard (AS) 24 Discontinuing Operations, the financial results of Consumer Products Business are given below:

(₹ in crore)

Particulars with respect to Discontinuing Operation	Quarter Ended			Year ended	
	31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
Net Sales/ Income from operations	905.26	723.23	759.85	3232.65	2898.50
Profit from ordinary activities before tax	114.15	85.97	89.73	397.12	332.89
Net profit from ordinary activities after tax	76.91	58.56	63.76	269.44	236.70

6. Pursuant to enactment of the Companies Act, 2013 and its applicability for accounting periods commencing from 1st April, 2014, the Company has revised its policy of providing depreciation on fixed assets as per Schedule II to the said Act. Depreciation is now provided over the remaining useful life of fixed assets for all assets as against policy of providing on written down value basis for some assets and straight line basis for others. Consequently, depreciation for the quarter and year ended 31st March, 2015 is higher by ₹ 1.22 crore and ₹ 4.88 crore, respectively and profit before tax is lower by like amounts. Further, an amount of ₹ 2.05 crore (net of deferred tax) representing the carrying amount of the assets with revised useful life as Nil, has been charged to opening reserves as on 1st April, 2014.

7. Figures of the previous quarters / year have been regrouped, wherever necessary.

Notice is hereby given pursuant to Section 91 of the Companies Act, 2013 that the Register of Members and Share Transfer Books will be closed from Saturday, 18th July, 2015 to Friday, 24th July, 2015 (both days inclusive), for the purpose of convening of the Annual General Meeting.

For Crompton Greaves Limited

Laurent Demortier

CEO & Managing Director

Place: Mumbai

Date: 28th May, 2015

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