

May 16, 2024

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	Symbol: VGUARD

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on May 16, 2024 and various disclosures under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

This is to inform you that Directors of the Company at their meeting held today, i.e. May 16, 2024, inter alia, transacted the following business:

Sl. No.	Particulars	Details
1	Financial Results	<p>The Board of Directors have approved the Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2024. The Audited Financial Results and Auditors' Report thereon as submitted by the Auditors of the Company are enclosed herewith.</p> <p>Further, in terms of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditors have given an unmodified opinion on the Audited Standalone and Consolidated Financial Results for the year ended March 31, 2024 and a declaration to that effect by the Managing Director is enclosed with this letter.</p>
2	Dividend	<p>The Board has recommended a final Dividend of ₹ 1.40 (140%) per equity share of ₹ 1/- each for the Financial Year 2023-24. The dividend if approved by the members at the 28th Annual General Meeting, shall be disbursed within 30 days from the date of Annual General Meeting.</p>
3	Re-Appointment of Mr. Ramachandran V (DIN: 06576300) as Director & Chief Operating Officer (COO)	<p>Based on recommendation of Nomination and Remuneration Committee and Audit Committee, the Board of Directors approved the re-appointment of Mr. Ramachandran V (DIN: 06576300) as Whole-Time Director and Key Managerial Personnel (KMP), designated as Director & COO, subject to the approval of shareholders in the 28th Annual General Meeting, for a period of four (4) years from June 1, 2024 to May 31, 2028.</p> <p>Mr. Ramachandran V has declared to the Company that he is not debarred from holding the office of Director in the Company, pursuant to any order received from Securities Exchange Board of India or any other authority. Brief profile of Mr. Ramachandran V is attached herewith.</p>

4	Issue and Allotment of Equity Shares pursuant to ESOS 2013	<p>The Board of Directors of the Company has allotted 4,44,040 nos. of equity shares having face value of ₹ 1/- each to eleven (11) employees who have exercised stock options under Employee Stock Option Scheme of the Company 'ESOS 2013'. Details of issue and allotment are tabulated below:</p> <table border="1" data-bbox="512 506 1369 757"> <thead> <tr> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Type of securities</td> <td>Equity Shares</td> </tr> <tr> <td>Type of Issue</td> <td>Issuance pursuant to allotment of shares under Employee Stock Option Scheme of the Company 'ESOS 2013'</td> </tr> <tr> <td>Total number of securities proposed to be issued</td> <td>4,44,040</td> </tr> </tbody> </table>	Particulars	Details	Type of securities	Equity Shares	Type of Issue	Issuance pursuant to allotment of shares under Employee Stock Option Scheme of the Company 'ESOS 2013'	Total number of securities proposed to be issued	4,44,040				
Particulars	Details													
Type of securities	Equity Shares													
Type of Issue	Issuance pursuant to allotment of shares under Employee Stock Option Scheme of the Company 'ESOS 2013'													
Total number of securities proposed to be issued	4,44,040													
5	Re-appointment of Auditors	<p>The Board of Directors have re-appointed the following auditors for the Financial Year 2024-25:</p> <ul style="list-style-type: none"> i. M/s Keyul M. Dedhia and Associates, Company Secretaries, Mumbai as Secretarial Auditors ii. M/s Mahajan & Aibara Chartered Accountants LLP, Mumbai as Internal Auditors iii. M/s BBS and Associates, Cost Accountants, Ernakulam as Cost Auditors <p>Brief details of auditors are enclosed herewith.</p>												
6	Grant of options under ESOS 2013	<p>The Board of Directors upon recommendation of Nomination and Remuneration Committee, approved grant of options to eligible employee under Employee Stock Option Scheme (ESOS 2013). Details of grant approved are as under</p> <table border="1" data-bbox="512 1279 1465 1957"> <thead> <tr> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Brief details of options granted</td> <td>15,19,200 no. of options granted to eligible employee under Employee Stock Option Scheme (ESOS 2013) of which 2,60,000 are performance based options and 12,59,200 are time based options.</td> </tr> <tr> <td>Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021</td> <td>The scheme is in due compliance with the terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.</td> </tr> <tr> <td>Total number of shares covered by these options</td> <td>Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each.</td> </tr> <tr> <td>Vesting period</td> <td>Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested after the end of fourth year, subject to achievement of performance criteria.</td> </tr> <tr> <td>Time within which may be exercised</td> <td>6 years from the date of vesting.</td> </tr> </tbody> </table>	Particulars	Details	Brief details of options granted	15,19,200 no. of options granted to eligible employee under Employee Stock Option Scheme (ESOS 2013) of which 2,60,000 are performance based options and 12,59,200 are time based options.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	The scheme is in due compliance with the terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.	Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each.	Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested after the end of fourth year, subject to achievement of performance criteria.	Time within which may be exercised	6 years from the date of vesting.
Particulars	Details													
Brief details of options granted	15,19,200 no. of options granted to eligible employee under Employee Stock Option Scheme (ESOS 2013) of which 2,60,000 are performance based options and 12,59,200 are time based options.													
Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	The scheme is in due compliance with the terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.													
Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each.													
Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested after the end of fourth year, subject to achievement of performance criteria.													
Time within which may be exercised	6 years from the date of vesting.													

		Exercise Price	Performance based options are granted at ₹1/- per option. Time based options are granted at ₹ 354.55 per option.
		Options lapsed or cancelled	If the stock options get lapsed / cancelled or becomes un-exercisable due to any reason, the Nomination and Remuneration Committee will in accordance with the scheme and applicable laws, in its absolute discretion decide the re-issue of lapsed/cancelled options.
		Brief details of significant terms of ESOS 2013	The ESOS 2013 is administered by the Nomination and Remuneration Committee. Options granted under ESOS 2013 will vest in not less than one year and not more than four years from the date of grant of such options. Vesting of options is subject to continued employment with the Company and fulfilment of performance criteria, if any. The Exercise Price shall be determined by the Nomination and Remuneration Committee, from time to time, but shall not be less than face value of the shares and not more than the prevailing market value of the shares as on the date of Grant. The Employee Stock Options granted shall be eligible for exercise within a period of six years from the date of vesting of Options.

The aforesaid meeting commenced at 12:00 Noon and concluded at 03:10 P.M.

We request you to kindly take the above information on record.

Thanking You,

Yours Sincerely,

For V-Guard Industries Limited

Vikas Kumar Tak
Company Secretary & Compliance Officer
Membership No. FCS 6618



Encl: As above

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Audit of Standalone Financial Results

Opinion

1. We have audited the standalone annual financial results of V-Guard Industries Limited (hereinafter referred to as the 'Company') for the year ended March 31, 2024 and the standalone balance sheet and the standalone statement of cash flows as at and for the year ended on that date (together referred to as "standalone financial results"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Listing Regulations') which has been initialled by us for identification purposes.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:
 - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company for the year ended March 31, 2024 and the standalone balance sheet and the standalone statement of cash flows as at and for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone 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 standalone 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.



Price Waterhouse Chartered Accountants LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor
Bangalore - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Standalone Financial Results

Page 2 of 4

Board of Directors' Responsibilities for the Standalone Financial Results

4. These Standalone financial results have been prepared on the basis of the standalone financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company and the standalone balance sheet and the standalone statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company are responsible for maintenance of adequate accounting records 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 financial statements 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 standalone financial results by the Directors of the Company, as aforesaid.
5. In preparing the standalone financial results, the Board of Directors of the Company are responsible for assessing the ability of the 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
6. The Board of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

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

7. Our objectives are to obtain reasonable assurance about whether the standalone 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 financial results.



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Standalone Financial Results

Page 3 of 4

8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- (a) Identify and assess the risks of material misstatement of the standalone 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.
 - (b) 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 on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls. (Refer paragraph 11 below)
 - (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
 - (d) Conclude on the appropriateness of the 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 ability of the Company to continue as a going concern. 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 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.
 - (e) Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance of the Company 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.

Other Matters

10. The standalone financial results include the results for the quarter ended March 31, 2024 being the balancing figures 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 are neither subject to limited review nor audited by us.



Price Waterhouse Chartered Accountants LLP

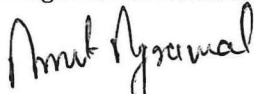
INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited
Report on the Standalone Financial Results

Page 4 of 4

11. The standalone financial results dealt with by this report has been prepared for the express purpose of filing with stock exchanges on which the Company's shares are listed. These results are based on and should be read with the audited standalone financial statements of the Company for the year ended March 31, 2024 on which we issued an unmodified audit opinion vide our report dated May 16, 2024.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016



Amit Kumar Agrawal
Partner

Membership Number: 064311
UDIN: 24064311BKFWM6420

Place: Kochi

Date: May 16, 2024

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2024

(₹ in crores)

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Refer note 7 below)	(Unaudited)	(Refer note 7 below)	(Audited)	(Audited)
1	Income					
	Revenue from operations	1,261.63	1,078.26	1,080.52	4,559.43	4,050.75
	Other income	24.97	2.24	1.96	51.84	14.76
	Total income	1,286.60	1,080.50	1,082.48	4,611.27	4,065.51
2	Expenses					
	Cost of raw materials consumed	341.61	306.00	304.83	1,300.24	1,223.44
	Purchase of stock-in-trade	557.57	445.27	479.23	1,875.37	1,567.50
	(Increase) / decrease in inventories of finished goods, work-in-progress and traded goods	(24.16)	(15.24)	(15.02)	(36.22)	89.12
	Employee benefits expense	100.21	77.99	76.01	376.76	294.86
	Depreciation and amortization expenses	17.02	16.87	16.04	66.95	58.44
	Finance costs	8.80	8.92	10.08	37.46	15.92
	Other expenses	186.54	179.01	149.15	689.66	574.86
	Total expenses	1,187.59	1,018.82	1,020.32	4,310.22	3,824.14
3	Profit before tax (1-2)	99.01	61.68	62.16	301.05	241.37
4	Tax expenses:					
	Current tax	21.12	16.99	(8.27)	70.80	35.90
	Deferred tax (credit) / expense	(1.28)	(1.93)	24.10	(0.66)	26.15
	Total tax expenses	19.84	15.06	15.83	70.14	62.05
5	Profit for the period / year (3-4)	79.17	46.62	46.33	230.91	179.32
6	Other comprehensive income					
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	(2.62)	-	20.05	(2.62)	20.05
	Other comprehensive income for the period / year net of tax	(2.62)	-	20.05	(2.62)	20.05
7	Total comprehensive income for the period / year (Comprising Profit for the period / year and Other comprehensive income for the period / year (5+6))	76.55	46.62	66.38	228.29	199.37
8	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)					
	(a) Basic (₹)	1.81	1.07	1.07	5.28	4.15
	(b) Diluted (₹)	1.81	1.06	1.06	5.27	4.12

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

(₹ in crores)

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Refer note 7 below)	(Unaudited)	(Refer note 7 below)	(Audited)	(Audited)
1	Segment Revenue					
	(a) Electronics	322.16	218.79	276.78	1,166.58	1,001.14
	(b) Electricals	573.57	466.67	517.91	1,948.33	1,773.00
	(c) Consumer Durables	365.90	392.80	285.83	1,444.52	1,276.61
	Total	1,261.63	1,078.26	1,080.52	4,559.43	4,050.75
	Less : Inter segment revenue	-	-	-	-	-
	Revenue from operations	1,261.63	1,078.26	1,080.52	4,559.43	4,050.75
2	Segment Results					
	(a) Electronics	28.31	23.27	26.84	135.53	125.82
	(b) Electricals	54.66	41.49	49.57	160.98	135.09
	(c) Consumer Durables	4.82	11.68	0.75	17.27	9.78
	Total	87.79	76.44	77.16	313.78	270.69
	Add / (less): (i) Finance costs	(8.80)	(8.92)	(10.08)	(37.46)	(15.92)
	(ii) Other unallocable income / (expense) - net	20.02	(5.84)	(4.92)	24.73	(13.40)
	Profit before tax	99.01	61.68	62.16	301.05	241.37
3	Segment Assets					
	(a) Electronics	414.98	359.95	386.34	414.98	386.34
	(b) Electricals	552.77	524.52	551.31	552.77	551.31
	(c) Consumer Durables	664.43	598.86	600.78	664.43	600.78
	(d) Unallocated	1,253.71	1,271.04	1,176.50	1,253.71	1,176.50
	Total assets	2,885.89	2,754.37	2,714.93	2,885.89	2,714.93
4	Segment Liabilities					
	(a) Electronics	150.61	114.72	123.17	150.61	123.17
	(b) Electricals	232.15	227.01	196.73	232.15	196.73
	(c) Consumer Durables	215.21	222.74	194.49	215.21	194.49
	(d) Unallocated	519.85	502.04	612.54	519.85	612.54
	Total liabilities	1,117.82	1,066.51	1,126.93	1,117.82	1,126.93

V-GUARD INDUSTRIES LTD.
 Regd. office 42/962,
 Vennala, High School Road,
 Vennala, Kochi - 682 028.
 CIN: L31200KL1996PLC010010



STANDALONE BALANCE SHEET AS AT 31.03.2024

(₹ in crores)

Particulars		As at 31.03.2024 (Audited)	As at 31.03.2023 (Audited)
A.	Assets		
1.	Non-current assets		
	Property plant and equipment	333.10	340.92
	Capital work-in-progress	23.88	12.17
	Investment property	0.28	0.28
	Other intangible assets	31.22	17.62
	Intangible assets under development	12.37	3.65
	Right of use assets	70.69	87.86
	Financial assets		
	(a) Investments	888.55	851.38
	(b) Loans	0.84	1.03
	(c) Other financial assets	17.88	19.31
	Current tax assets (net)	30.96	30.37
	Deferred tax assets (net)	8.83	7.35
	Other non-current assets	16.25	9.98
		1,434.85	1,381.92
2.	Current assets		
	Inventories	709.47	689.41
	Financial assets		
	(a) Investments	30.04	-
	(b) Trade receivables	553.58	519.79
	(c) Cash and cash equivalents	35.07	23.65
	(d) Other bank balances	0.56	0.45
	(e) Loans	1.16	1.57
	(f) Other financial assets	1.75	5.70
	Other current assets	119.41	92.44
		1,451.04	1,333.01
	Total assets	2,885.89	2,714.93
B.	Equity and liabilities		
1.	Equity		
	Equity share capital	43.44	43.22
	Other equity	1,724.63	1,544.78
	Total equity	1,768.07	1,588.00
2.	Non-current liabilities		
	Financial liabilities		
	(a) Borrowings	137.26	272.91
	(b) Lease liabilities	47.58	65.43
	(c) Other financial liabilities	-	25.40
	Provisions	14.88	13.66
		199.72	377.40
3.	Current liabilities		
	Financial liabilities		
	(a) Borrowings	153.77	146.70
	(b) Lease liabilities	17.09	15.52
	(c) Trade payables		
	(i) Total outstanding dues of micro enterprises and small enterprises	60.40	56.22
	(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	423.59	376.89
	(d) Other financial liabilities	104.93	38.46
	Other current liabilities	74.36	53.81
	Provisions	81.69	61.93
	Current tax liabilities (net)	2.27	-
		918.10	749.53
	Total liabilities	1,117.82	1,126.93
	Total equity and liabilities	2,885.89	2,714.93



STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31.03.2024

Particulars	(₹ in crores)	
	For the year ended 31.03.2024	For the year ended 31.03.2023
	(Audited)	(Audited)
A. Cash flow from operating activities		
Profit before tax	301.05	241.37
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortization expenses	66.95	58.44
Loss on property, plant and equipment sold / scrapped / written off (net)	0.64	0.13
Finance costs	37.46	15.92
Finance income	(0.59)	(1.78)
Carrying value adjustment of put option liability	-	0.48
Gain on sale of investments	(1.89)	(5.33)
Dividend received during the year from the subsidiary	(21.13)	-
Fair value gain on investment	(17.14)	-
(Gain) / loss on lease modifications / termination	(1.34)	(0.15)
Liabilities / provisions no longer required written back	(0.13)	(0.12)
Loss allowance for trade receivables (net)	5.28	(7.46)
Impairment allowance for doubtful advances (net)	(0.81)	(3.09)
Loss / (gain) on foreign currency transaction	0.44	-
Share based payments expense	2.02	13.37
	69.76	70.41
Operating profit before working capital changes	370.81	311.78
Movement in working capital		
Decrease / (increase) in inventories	(20.06)	164.29
Decrease / (increase) in trade receivables	(39.07)	(41.41)
Decrease / (increase) / in loans to employees and others	0.60	0.59
Decrease / (increase) in other financial assets	2.67	(4.67)
Decrease / (increase) in other assets	(26.35)	40.32
Increase / (decrease) in trade payables	50.58	(18.03)
Increase / (decrease) in other financial liabilities	42.27	(13.79)
Increase / (decrease) in provisions	17.52	13.55
Increase / (decrease) in other liabilities	20.55	9.29
	48.71	150.14
Cash generated from operations	419.52	461.92
Income tax paid (net of refunds)	(69.12)	(45.97)
Net cash flow from / (used in) operating activities (A)	350.40	415.95
B. Cash flow from investing activities		
Purchase of property, plant and equipment, intangible assets including capital work-in-progress, intangible assets under development and capital advances	(84.04)	(52.87)
Proceeds from sale of property, plant and equipment	0.58	1.52
Investment in equity shares of subsidiary companies	-	(730.54)
Investment in associate	(20.01)	-
(Purchase) / sale of current investments (net)	(28.16)	5.33
Acquisition of cash balance as part of business combination	-	0.71
Redemption of / (investment in) fixed deposits with maturity more than 3 months (net)	2.60	(0.01)
Loan granted to associate	(2.30)	-
Loan repaid by associate	2.30	-
Finance income	0.58	1.71
Dividend received during the year from the subsidiary	21.13	-
Net cash flow (used in) / from investing activities (B)	(107.32)	(774.15)
C. Cash flow from financing activities		
Proceeds from exercise of share options (including share application money)	6.12	2.00
Payment of principal portion of lease liabilities	(15.49)	(11.20)
(Repayment) / proceeds of short term borrowings (net)	(129.62)	136.70
Proceeds / (repayment) of long term borrowings	-	272.91
Finance costs paid	(36.42)	(15.93)
Dividends paid on equity shares	(56.25)	(56.08)
Net cash flow (used in) / from financing activities (C)	(231.66)	328.40
Net increase / (decrease) in cash and cash equivalents (A+B+C)	11.42	(29.80)
Cash and cash equivalents at the beginning of the year	23.65	53.45
Cash and cash equivalents at the end of the year	35.07	23.65
Components of cash and cash equivalents:		
(a) Cash on hand	0.09	0.01
(b) Balances with banks:		
In current accounts	29.99	23.64
In fixed deposits with original maturity of less than 3 months	4.99	-
	35.07	23.65



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Audit of Consolidated Financial Results

Opinion

1. We have audited the consolidated annual financial results of V-Guard Industries Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associate (Refer note 4 to the consolidated financial results) for the year ended March 31, 2024 and the consolidated balance sheet and the consolidated statement of cash flows as at and for the year ended on that date (together referred to as "consolidated financial results"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') which has been initialled by us for identification purposes.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate audited financial statements of a subsidiary, the aforesaid consolidated financial results:
 - (i) include the financial results of the following entities:

Parent Company

 - V-Guard Industries Limited

Subsidiaries:

 - V-Guard Consumer Products Limited
 - Guts Electro-Mech Limited
 - Sunflame Enterprises Private Limited

The consolidated financial results also include the Group's share of total comprehensive income (comprising loss of the year and other comprehensive income) of the following associate company:

 - Gegadyne Energy Labs Private Limited
 - (ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - (iii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group and its associate for the year ended March 31, 2024 and the consolidated balance sheet and the consolidated statement of cash flows as at and for the year ended on that date.



Price Waterhouse Chartered Accountants LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor
Bangalore - 560 008

T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Consolidated Financial Results

Page 2 of 5

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Results' section of our report. We are independent of the Group and its associate 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 consolidated 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 and other auditor in terms of their report referred to in paragraph 11 under "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion.

Board of Directors' Responsibilities for the Consolidated Financial Results

4. These consolidated financial results have been prepared on the basis of the consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its associate and the consolidated balance sheet and the consolidated statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associate 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 financial statements 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 financial results by the Directors of the Holding Company, as aforesaid.
5. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and its associate 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 Group and its associate or to cease operations, or has no realistic alternative but to do so.
6. The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associate.



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT
To the Board of Directors of V-Guard Industries Limited
Report on the Consolidated Financial Results
Page 3 of 5

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

7. Our objectives are to obtain reasonable assurance about whether the consolidated 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 financial results.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - (a) Identify and assess the risks of material misstatement of the consolidated 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.
 - (b) 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 on whether the company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls. (Refer paragraph 14 below)
 - (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
 - (d) Conclude on the appropriateness of the 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 ability of the Group and its associate to continue as a going concern. 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 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 associate to cease to continue as a going concern.
 - (e) Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
 - (f) Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its associate to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated 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.



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of V-Guard Industries Limited

Report on the Consolidated Financial Results

Page 4 of 5

9. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated 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.
10. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

11. We did not audit the financial statements of a subsidiary included in the consolidated financial results, whose financial statements reflect total assets of Rs. 36.75 crores and net assets of Rs. 27.22 crores as at March 31, 2024, total revenues of Rs. 95.52 crores, net profit of Rs. 6.50 crores, and total comprehensive income (comprising of profit and other comprehensive income) of Rs. 6.50 crores and net cash flows of Rs. 1.10 crores for the year ended March 31, 2024, as considered in the consolidated financial results. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 10 above.
12. The consolidated financial results also includes the Group's share of net loss of Rs. 0.00 crores and total comprehensive income (comprising of loss and other comprehensive income) of Rs. 0.00 crores for the year ended March 31, 2024, respectively, as considered in the consolidated financial results, in respect of an associate, whose financial information have not been audited by us. These financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.

Our opinion on the consolidated financial results is not modified in respect of the above matters set out in paragraphs 11 and 12 above with respect to our reliance on the work done and the reports of the other auditors and the financial results certified by the management.

13. The consolidated financial results include the results for the quarter ended March 31, 2024 being the balancing figures 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 are neither subject to limited review nor audited by us.



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

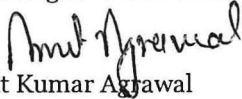
To the Board of Directors of V-Guard Industries Limited
Report on the Consolidated Financial Results

Page 5 of 5

14. The consolidated financial results dealt with by this report have been prepared for the express purpose of filing with stock exchanges on which the Holding Company's shares are listed. These results are based on and should be read with the audited consolidated financial statements of the group and its associate, for the year ended March 31, 2024 on which we have issued an unmodified audit opinion vide our report dated May 16, 2024.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016



Amit Kumar Agrawal

Partner

Membership Number: 064311

UDIN: 24064311BKFWFN2429

Place: Kochi

Date: May 16, 2024



STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2024

(₹ in crores)

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Refer note 7 below)	(Unaudited)	(Refer note 7 below)	(Audited)	(Audited)
1	Income					
	Revenue from operations	1,342.77	1,165.39	1,139.22	4,856.67	4,127.19
	Other income	4.89	3.19	4.07	34.03	16.23
	Total income	1,347.66	1,168.58	1,143.29	4,890.70	4,143.42
2	Expenses					
	Cost of raw materials consumed	472.52	403.42	383.80	1,694.02	1,361.33
	Purchase of stock-in-trade	435.43	384.88	420.24	1,577.87	1,444.43
	(Increase) / decrease in inventories of finished goods, work-in-progress and traded goods	(25.34)	(17.71)	(20.51)	(47.86)	79.04
	Employee benefits expense	110.16	82.63	79.85	402.85	302.54
	Depreciation and amortization expenses	22.17	19.14	19.06	80.88	64.42
	Finance costs	9.94	9.42	10.16	39.54	16.19
	Other expenses	222.15	210.55	178.63	803.08	619.73
	Total expenses	1,247.03	1,092.33	1,071.23	4,550.38	3,887.68
3	Profit before tax (1-2)	100.63	76.25	72.06	340.32	255.74
4	Tax expenses:					
	Current tax	26.07	20.40	(4.81)	85.00	40.26
	Deferred tax (credit) / expense	(1.61)	(2.39)	24.15	(2.26)	26.43
	Total tax expenses	24.46	18.01	19.34	82.74	66.69
5	Profit for the period / year before share of profit / (loss) of associate (net) (3-4)	76.17	58.24	52.72	257.58	189.05
6	Share of profit / (loss) of associate (net)	(0.00)	(0.00)	-	(0.00)	-
7	Profit for the period / year (5+6)	76.17	58.24	52.72	257.58	189.05
8	Other comprehensive income					
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	(2.77)	-	20.04	(2.77)	20.04
	Other comprehensive income for the period / year net of tax	(2.77)	-	20.04	(2.77)	20.04
9	Total comprehensive income for the period / year (Comprising Profit for the period / year and Other comprehensive income for the period / year (7+8))	73.40	58.24	72.76	254.81	209.09
10	Profit for the period / year attributable to:					
	Equity holders of the parent company	76.17	58.24	52.72	257.58	189.12
	Non controlling interests	-	-	-	-	(0.07)
11	Total comprehensive income for the period / year attributable to:					
	Equity holders of the parent company	73.40	58.24	72.76	254.81	209.16
	Non controlling interests	-	-	-	-	(0.07)
12	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)					
	(a) Basic (₹)	1.74	1.33	1.22	5.89	4.38
	(b) Diluted (₹)	1.74	1.33	1.21	5.88	4.35

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

(₹ in crores)

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		(Refer note 7 below)	(Unaudited)	(Refer note 7 below)	(Audited)	(Audited)
1	Segment Revenue					
	(a) Electronics	322.76	223.62	271.53	1,165.20	994.30
	(b) Electricals	581.37	472.70	524.97	1,973.07	1,799.38
	(c) Consumer Durables	365.66	392.80	285.82	1,444.28	1,276.61
	(d) Sunflame	72.98	76.27	56.90	274.12	56.90
	Total	1,342.77	1,165.39	1,139.22	4,856.67	4,127.19
	Less : Inter segment revenue	-	-	-	-	-
	Revenue from operations	1,342.77	1,165.39	1,139.22	4,856.67	4,127.19
2	Segment Results					
	(a) Electronics	40.45	28.74	32.52	164.65	130.85
	(b) Electricals	59.53	42.88	47.75	169.72	138.57
	(c) Consumer Durables	4.80	11.68	(1.13)	17.25	7.90
	(d) Sunflame	6.89	8.21	8.00	24.64	8.00
	Total	111.67	91.51	87.14	376.26	285.32
	Add / (less): (i) Finance costs	(9.94)	(9.42)	(10.16)	(39.54)	(16.19)
	(ii) Other unallocable (expense) / income - net	(1.10)	(5.84)	(4.92)	3.60	(13.39)
	Profit before tax	100.63	76.25	72.06	340.32	255.74
3	Segment Assets					
	(a) Electronics	605.53	514.85	518.31	605.53	518.31
	(b) Electricals	580.15	555.17	586.72	580.15	586.72
	(c) Consumer Durables	713.96	635.09	607.02	713.96	607.02
	(d) Sunflame	810.26	853.17	823.75	810.26	823.75
	(e) Unallocated	451.38	460.78	371.13	451.38	371.13
	Total assets	3,161.28	3,019.06	2,906.93	3,161.28	2,906.93
4	Segment Liabilities					
	(a) Electronics	216.56	167.71	140.48	216.56	140.48
	(b) Electricals	233.32	228.23	205.83	233.32	205.83
	(c) Consumer Durables	242.74	222.73	194.54	242.74	194.54
	(d) Sunflame	134.60	161.18	145.07	134.60	145.07
	(e) Unallocated	519.84	502.05	613.39	519.84	613.39
	Total liabilities	1,347.06	1,281.90	1,299.31	1,347.06	1,299.31



CONSOLIDATED BALANCE SHEET AS AT 31.03.2024

(₹ in crores)

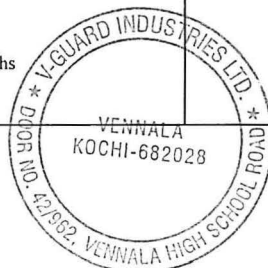
Particulars		As at	As at
		31.03.2024 (Audited)	31.03.2023 (Audited)
A. Assets			
1. Non-current assets			
Property, plant and equipment	511.43	459.24	
Capital work-in-progress	24.75	23.70	
Investment property	1.68	1.78	
Goodwill	252.80	252.80	
Other intangible assets	435.03	425.79	
Intangible assets under development	12.37	3.65	
Right of use assets	133.23	107.29	
Financial assets			
(a) Investments	70.56	33.40	
(b) Loans	0.85	5.06	
(c) Other financial assets	19.20	20.20	
Current tax assets (net)	31.20	30.76	
Deferred tax assets (net)	9.76	8.20	
Other non-current assets	20.97	29.83	
	1,523.83	1,401.70	
2. Current assets			
Inventories	811.83	767.44	
Financial assets			
(a) Investments	30.17	0.12	
(b) Trade receivables	595.82	557.00	
(c) Cash and cash equivalents	47.45	39.54	
(d) Other bank balances	9.92	27.33	
(e) Loans	1.17	1.68	
(f) Other financial assets	1.30	6.38	
Other current assets	139.79	105.74	
	1,637.45	1,505.23	
	Total assets	3,161.28	2,906.93
B. Equity and liabilities			
1. Equity			
Equity share capital	43.44	43.22	
Other equity	1,770.78	1,564.40	
	Total equity	1,814.22	1,607.62
2. Non-current liabilities			
Financial liabilities			
(a) Borrowings	137.26	272.91	
(b) Lease liabilities	89.92	66.84	
(c) Other financial liabilities	-	25.40	
Deferred tax liabilities (net)	101.70	103.26	
Provisions	16.14	14.22	
	345.02	482.63	
3. Current liabilities			
Financial liabilities			
(a) Borrowings	153.77	146.70	
(b) Lease liabilities	20.34	16.53	
(c) Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	87.83	64.07	
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	462.19	424.27	
(d) Other financial liabilities	109.57	42.52	
Other current liabilities	79.39	57.79	
Provisions	85.44	63.48	
Current tax liabilities (net)	3.51	1.32	
	1,002.04	816.68	
	Total liabilities	1,347.06	1,299.31
	Total equity and liabilities	3,161.28	2,906.93



CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31.03.2024

(₹ in crores)

Particulars	For the year ended	
	31.03.2024 (Audited)	31.03.2023 (Audited)
A. Cash flow from operating activities		
Profit before tax	340.32	255.74
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortization expenses	80.88	64.42
Loss on property, plant and equipment sold / scrapped / written off (net)	0.86	0.18
Finance costs	39.54	16.19
Finance income	(2.75)	(2.42)
Fair value gain on investments	(17.14)	-
Carrying value adjustment of put option liability	-	0.48
Gain on sale of investments	(1.89)	(5.45)
(Gain) / loss on lease modifications / termination	(1.35)	(0.15)
Liabilities / provisions no longer required written back	(0.42)	(0.25)
Loss allowance for trade receivables (net)	5.92	(7.75)
Provision for doubtful advances (net)	(0.81)	(3.09)
Share based payments expense	2.02	13.37
	104.86	75.53
Operating profit before working capital changes	445.18	331.27
Movement in working capital		
Decrease / (increase) / decrease in inventories	(44.39)	128.11
Decrease / (increase) in trade receivables	(44.74)	(30.18)
Decrease / (increase) in loans to employees and others	4.72	0.45
Decrease / (increase) in other financial assets	3.27	(6.38)
Decrease / (increase) / decrease in other assets	(33.08)	32.60
Increase / (decrease) in trade payables	62.09	15.21
Increase / (decrease) in other financial liabilities	41.07	(11.99)
Increase / (decrease) in provisions	20.27	13.96
Increase / (Decrease) in other liabilities	21.60	(0.40)
	30.81	141.38
Cash generated from operations	475.99	472.65
Income tax paid (net of refunds)	(83.25)	(48.84)
Net cash flow from / (used in) operating activities (A)	392.74	423.81
B. Cash flow from investing activities		
Purchase of property, plant and equipment, intangible assets including capital work-in-progress, intangible assets under development and capital advances	(128.23)	(102.63)
Proceeds from sale of property, plant and equipment	0.83	1.47
Acquisition of non controlling interests of subsidiary company	-	(6.20)
Investment in associate / Subsidiaries	(20.01)	(655.34)
Acquisition of cash balance as part of business combination	-	10.85
(Purchase of) / proceeds from sale of investments (net)	(28.16)	5.33
Redemption of / (investment in) fixed deposits with maturity more than 3 months	20.11	(26.74)
Loan granted to associate	(2.30)	-
Loan repaid by associate	2.30	-
Finance income	2.85	2.10
Net cash flow (used in) / from investing activities (B)	(152.61)	(771.16)
C. Cash flow from financing activities		
Proceeds from exercise of share options (including share application money)	6.12	2.00
(Repayment of) / proceeds from short term borrowings (net)	(129.62)	134.91
Proceeds from / (repayment of) long term borrowings	-	272.90
Payment of principal portion of lease liabilities	(15.95)	(11.45)
Finance costs paid	(36.52)	(16.19)
Dividends paid on equity shares	(56.25)	(56.08)
Net cash flow (used in) / from financing activities (C)	(232.22)	326.09
Net increase / (decrease) in cash and cash equivalents (A+B+C)	7.91	(21.26)
Cash and cash equivalents at the beginning of the year	39.54	60.80
Cash and cash equivalents at the end of the year	47.45	39.54
Components of cash and cash equivalents:		
(a) Cash on hand	0.09	0.02
(b) Balances with banks:		
In current accounts	42.37	39.52
In fixed deposits with original maturity of less than 3 months	4.99	-
	47.45	39.54



Notes:

1. The above standalone and consolidated financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under section 133 of Companies Act, 2013 read with relevant rules issued thereunder.
2. The above standalone and consolidated financial results for the quarter and year ended March 31, 2024 were reviewed by the Audit Committee and approved by the Board of Directors and taken on record at the meeting held on May 16, 2024.
3. Based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments and segment information is presented accordingly. Accordingly, the management has identified Electronics, Electricals, Consumer Durables and Sunflame as business segments. Electronics includes Stabilizers, Digital UPS and Solar Inverters; Electricals includes PVC Insulated Cables, Switch Gears, Pumps and Modular Switches; Consumer Durables includes Electric Water Heaters, Solar Water Heaters, Fans, Kitchen Appliances and Air Coolers; Sunflame includes products sold under trademark Sunflame and Superflame.
4. The consolidated financial results include the results of the following entities:
Parent Company:
 - V-Guard Industries LimitedSubsidiaries:
 - V-Guard Consumer Products Limited
 - Guts Electro-Mech Limited
 - Sunflame Enterprises Private Limited (w.e.f. January 12, 2023)Associate:
 - Gegadyne Energy Labs Private Limited (w.e.f. November 21, 2023)
5. During the quarter and year ended March 31, 2024, the Company allotted 7,08,614 equity shares and 11,28,540 equity shares respectively pursuant to exercise of stock options by employees under the Employees Stock Option Scheme, 2013.
6. The Board of Directors have recommended a final dividend of ₹ 1.4 per share (140%) for the year ended March 31, 2024 subject to the approval of the members in the ensuing Annual General Meeting.
7. The figures for the quarters ended March 31, 2024 and March 31, 2023 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2024 and March 31, 2023 respectively and the unaudited published year-to-date figures up to December 31, 2023 and December 31, 2022 respectively, being the date of the end of the third quarter of the respective financial years, which were subjected to limited review.



For V-GUARD INDUSTRIES LIMITED


Managing Director
Mithun K Chittilappilly

Place: Kochi
Date: 16-05-2024

May 16, 2024

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	Symbol: VGUARD

Dear Sir/Madam,

Sub: Declaration under Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the Board of Directors of the Company at their meeting held on May 16, 2024, has approved the Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2024.

Further, as required in terms of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is declared that the Auditors have given an unmodified opinion on the Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2024.

This is for your information and records.

Thanking You,

Yours Sincerely,

For V-Guard Industries Limited



Mithun K Chittilappilly
Managing Director
DIN: 00027610



Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1	Reason for Change viz. Appointment, Resignation, removal, death or otherwise	Re-appointment of Mr. Ramachandran V (DIN: 06576300) as Whole-Time Director and KMP
2	Date of Appointment/ Cessation (as applicable) & term of Appointment	June 1, 2024 Re-appointment is for a period of 4 years subject to shareholders approval. He is liable to retire by rotation
3	Brief Profile	<p>Mr. Ramachandran V, a leading management professional with over 30 years of cross functional experience across blue chip companies like HUL and LG Electronics, has been appointed as a whole time Director of the company since June 2013.</p> <p>He has been instrumental in developing a long-term business plan and the supporting infrastructure roadmap, developing e-commerce trade channel, strengthening in-house manufacturing, putting in place framework for new-product development, etc.</p> <p>Mr. Ramachandran V has made significant contributions in enhancing business competitiveness of the organization. He is leading various corporate strategic projects initiated in the Company and has developed a long-term business plan and supporting infrastructure roadmap. He has been instrumental in developing e-commerce trade channel, strengthening in-house manufacturing, putting in place framework for new-product development etc. His strategic foresight and pioneering vision have led to several transformational processes being rolled out across various functions including Marketing, Customer Service, Supply Chain Management, Manufacturing Excellence, Research & Development apart from others to build a future ready organization.</p>
4	Disclosure of relationships between directors	NA

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Secretarial Auditors	Internal Auditors	Cost Auditors
1	Reason for Change viz. Appointment, Resignation, removal, death or otherwise	Not Applicable, since auditors are being re-appointed	Not Applicable, since auditors are being re-appointed	Not Applicable, since auditors are being re-appointed
2	Date of Appointment/ Cessation(as applicable) & term of Appointment	16-05-2024 M/s Keyul M. Dedhia and Associates, Company Secretaries, Mumbai are appointed as Secretarial Auditor of the Company, to conduct the secretarial audit for the financial year 2024-2025	16-05-2024 M/s Mahajan & Aibara Chartered Accountants LLP, Mumbai are appointed as Internal Auditor of the Company, to conduct the Internal audit for the financial year 2024-2025	16-05-2024 M/s BBS And Associates, Cost Accountants, Ernakulam are appointed as Cost Auditor of the Company, to conduct the Cost audit for the financial year 2024-2025
3	Brief Profile	<p>Name of the Auditor: M/s Keyul M. Dedhia and Associates, Company Secretaries, Mumbai</p> <p>Address: B/15, 3rd floor, Raja Co-op, HSG Soc. Limited, L T Road, Dahisar (W), Mumbai 400068.</p> <p>Mr. Keyul M Dedhia is a Fellow Member of the Institute of Company Secretaries of India (ICSI), having a good working experience and proficiency in all matters related to Company law, SEBI and various other business law.</p>	<p>Name of the Auditor: M/s Mahajan & Aibara Chartered Accountants LLP, Mumbai</p> <p>Address: B-Wing, 2nd Floor, Mafatlal Chambers, N M Joshi Marg, Lower Parel (East), Mumbai 400013</p> <p>Mahajan & Aibara Chartered Accountants LLP specialises in providing Management and Business Consulting Services for various sectors. The M & A team has extensive experience in India and abroad in advisory services to domestic and multinational clients as well as Government agencies.</p>	<p>Name of the Auditor: M/s BBS And Associates, Cost Accountants, Ernakulam</p> <p>Address: 62/102 1st Floor, Nenmanasserry Illom, Illom Road off Paliyam Road, Kochi</p> <p>M/s. BBS and Associates, Cost Accountants, is a cost accounting firm constituted as per the provisions of the regulation 113 of the Institute of Cost and Works Accountants Act, 1959 having vast experience in manufacturing and service industries in Costing, Accounting and MIS functions.</p>
4	Disclosure of relationships between directors	NA	NA	NA