

February 1, 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 February 1, 2024 and disclosures under SEBI (Listing Obligations and Disclosure Requirements), 2015

This is to inform you that the Directors of the Company at their meeting held today, i.e. February 1, 2024, inter alia, transacted the following business:

Sl. No.	Particulars	Details								
1	Financial Results	Approved the Un-Audited Standalone & Consolidated Financial Results of the Company for the quarter and nine months ended December 31, 2023. The Un-Audited Financial Results and Limited Review Report issued by Statutory Auditors of the Company are enclosed herewith.								
2	Issue and Allotment of Equity Shares pursuant to ESOS 2013	The Board of Directors of the Company has allotted 4,68,433 nos. equity shares having face value of ₹ 1/- each to eligible employees who has exercised stock options under Employee Stock Option Scheme of the Company 'ESOS 2013'. Details of issue and allotment are tabulated below: <table border="1" data-bbox="531 1518 1394 1879"> <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 against Employee Stock Option Scheme of the Company (ESOS 2013)</td> </tr> <tr> <td>Total number of securities proposed the total amount for which the securities will be issued</td> <td>4,68,433</td> </tr> </tbody> </table>	Particulars	Details	Type of securities	Equity Shares	Type of Issue	Issuance pursuant to allotment of shares against Employee Stock Option Scheme of the Company (ESOS 2013)	Total number of securities proposed the total amount for which the securities will be issued	4,68,433
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The aforesaid meeting commenced at 11:15 A.M. and concluded at 13:30 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

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31.12.2023

Sl. No	Particulars	For the three months ended			For the nine months ended		For the year ended
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	Revenue from operations	1,078.26	1,071.86	978.67	3,297.80	2,970.23	4,050.75
	Other income	2.24	13.50	5.53	26.87	12.80	14.76
	Total income	1,080.50	1,085.36	984.20	3,324.67	2,983.03	4,065.51
2	Expenses						
	Cost of raw materials consumed	306.00	335.84	277.77	958.63	918.61	1,223.44
	Purchase of stock-in-trade	445.27	424.58	302.74	1,317.80	1,088.27	1,567.50
	(Increase) / decrease in inventories of finished goods, work-in-progress and traded goods	(15.24)	(29.67)	121.29	(12.06)	104.13	89.12
	Employee benefits expense	77.99	99.74	76.32	276.55	218.85	294.86
	Depreciation and amortization expenses	16.87	16.44	15.50	49.93	42.40	58.44
	Finance costs	8.92	8.97	2.31	28.66	5.84	15.92
	Other expenses	179.01	161.08	139.73	503.12	425.72	574.86
	Total expenses	1,018.82	1,016.98	935.66	3,122.63	2,803.82	3,824.14
3	Profit before tax (1-2)	61.68	68.38	48.54	202.04	179.21	241.37
4	Tax expenses:						
	Current tax	16.99	13.04	11.50	49.68	44.16	35.90
	Deferred tax (credit) / expense	(1.93)	3.35	1.22	0.62	2.06	26.15
	Total tax expenses	15.06	16.39	12.72	50.30	46.22	62.05
5	Profit for the period / year (3-4)	46.62	51.99	35.82	151.74	132.99	179.32
6	Other comprehensive income						
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	-	-	-	-	-	20.05
	Other comprehensive income for the period / year net of tax	-	-	-	-	-	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))	46.62	51.99	35.82	151.74	132.99	199.37
8	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)						
	(a) Basic (₹)	1.07	1.19	0.83	3.47	3.08	4.15
	(b) Diluted (₹)	1.06	1.19	0.82	3.46	3.06	4.12

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

Sl. No	Particulars	For the three months ended			For the nine months ended		For the year ended
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue						
	(a) Electronics	218.79	260.44	193.28	844.42	724.36	1,001.14
	(b) Electricals	466.67	456.76	431.23	1,374.76	1,255.09	1,773.00
	(c) Consumer Durables	392.80	354.66	354.16	1,078.62	990.78	1,276.61
	Total	1,078.26	1,071.86	978.67	3,297.80	2,970.23	4,050.75
	Less : Inter segment revenue	-	-	-	-	-	-
	Revenue from operations	1,078.26	1,071.86	978.67	3,297.80	2,970.23	4,050.75
2	Segment Results						
	(a) Electronics	23.27	32.50	20.91	107.22	98.98	125.82
	(b) Electricals	41.49	37.01	36.55	106.32	85.52	135.09
	(c) Consumer Durables	11.68	(0.11)	(4.47)	12.45	9.03	9.78
	Total	76.44	69.40	52.99	225.99	193.53	270.69
	Add / (Less): (i) Finance costs	(8.92)	(8.97)	(2.31)	(28.66)	(5.84)	(15.92)
	(ii) Other unallocable (expense) / income - net	(5.84)	7.95	(2.14)	4.71	(8.48)	(13.40)
	Profit before tax	61.68	68.38	48.54	202.04	179.21	241.37
3	Segment Assets						
	(a) Electronics	359.95	300.65	324.85	359.95	324.85	386.34
	(b) Electricals	524.52	526.15	477.00	524.52	477.00	551.31
	(c) Consumer Durables	598.86	661.18	606.05	598.86	606.05	600.78
	(d) Unallocated	1,271.04	1,226.45	872.49	1,271.04	872.49	1,176.50
	Total assets	2,754.37	2,714.43	2,280.39	2,754.37	2,280.39	2,714.93
4	Segment Liabilities						
	(a) Electronics	114.72	106.38	126.65	114.72	126.65	123.17
	(b) Electricals	227.01	226.41	300.97	227.01	300.97	196.73
	(c) Consumer Durables	222.74	229.21	192.13	222.74	192.13	194.49
	(d) Unallocated	502.04	507.57	170.61	502.04	170.61	612.54
	Total liabilities	1,066.51	1,069.57	790.36	1,066.51	790.36	1,126.93



V-GUARD INDUSTRIES LTD.
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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31.12.2023

Sl. No	Particulars	For the three months ended			For the nine months ended		(₹ in crores)
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	For the year ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	31.03.2023
1	Income						
	Revenue from operations	1,165.39	1,133.75	982.28	3,513.90	2,987.97	4,127.19
	Other income	3.19	14.16	5.02	29.14	12.16	16.23
	Total income	1,168.58	1,147.91	987.30	3,543.04	3,000.13	4,143.42
2	Expenses						
	Cost of raw materials consumed	403.42	414.21	304.08	1,221.50	977.53	1,360.92
	Purchase of stock-in-trade	384.88	370.61	268.49	1,142.44	1,024.18	1,444.43
	(Increase) / decrease in inventories of finished goods, work-in-progress and traded goods	(17.71)	(33.90)	118.13	(22.52)	99.56	79.04
	Employee benefits expense	82.63	106.11	77.58	292.69	222.69	302.93
	Depreciation and amortization expenses	19.14	19.79	16.68	58.71	45.36	64.42
	Finance costs	9.42	9.33	2.39	29.60	6.03	16.19
	Other expenses	210.55	184.23	147.11	580.93	441.11	619.75
	Total expenses	1,092.33	1,070.38	934.46	3,303.35	2,816.46	3,887.68
3	Profit before tax (1-2)	76.25	77.53	52.84	239.69	183.67	255.74
4	Tax expenses:						
	Current tax	20.40	15.86	11.96	58.93	45.08	40.26
	Deferred tax (credit) / expense	(2.39)	2.72	1.60	(0.65)	2.27	26.43
	Total tax expenses	18.01	18.58	13.56	58.28	47.35	66.69
5	Profit for the period / year (3-4)	58.24	58.95	39.28	181.41	136.32	189.05
6	Share of profit / (loss) of Associates (net)	(0.00)	-	-	(0.00)	-	-
7	Profit for the period, share of profit / (loss) of Associates (5+6)	58.24	58.95	39.28	181.41	136.32	189.05
8	Other comprehensive income						
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	-	-	-	-	-	20.04
	Other comprehensive income for the period / year net of tax	-	-	-	-	-	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))	58.24	58.95	39.28	181.41	136.32	209.09
10	Profit for the period / year attributable to:						
	Equity holders of the parent company	58.24	58.95	39.28	181.41	136.39	189.12
	Non controlling interests	-	-	-	-	(0.07)	(0.07)
11	Total comprehensive income for the period / year attributable to:						
	Equity holders of the parent company	58.24	58.95	39.28	181.41	136.39	209.16
	Non controlling interests	-	-	-	-	(0.07)	(0.07)
12	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)						
	(a) Basic (₹)	1.33	1.35	0.91	4.15	3.16	4.38
	(b) Diluted (₹)	1.33	1.34	0.90	4.14	3.13	4.35

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

Sl. No	Particulars	For the three months ended			For the nine months ended		(₹ in crores)
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	For the year ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	31.03.2023
1	Segment Revenue						
	(a) Electronics	223.62	255.09	191.69	842.44	722.77	994.30
	(b) Electricals	472.70	462.28	436.43	1,391.70	1,274.41	1,799.38
	(c) Consumer Durables	392.80	354.66	354.16	1,078.62	990.79	1,276.61
	(d) Sunflame	76.27	61.72	-	201.14	-	56.90
	Total	1,165.39	1,133.75	982.28	3,513.90	2,987.97	4,127.19
	Less : Inter segment revenue	-	-	-	-	-	-
	Revenue from operations	1,165.39	1,133.75	982.28	3,513.90	2,987.97	4,127.19
2	Segment Results						
	(a) Electronics	28.74	37.00	22.17	124.20	98.33	130.85
	(b) Electricals	42.88	38.31	39.67	110.19	90.82	138.57
	(c) Consumer Durables	11.68	(0.11)	(4.47)	12.45	9.03	7.90
	(d) Sunflame	8.21	3.70	-	17.75	-	8.00
	Total	91.51	78.90	57.37	264.59	198.18	285.32
	Add / (Less): (i) Finance costs	(9.42)	(9.33)	(2.39)	(29.60)	(6.03)	(16.19)
	(ii) Other unallocable (expense) / income - net	(5.84)	7.96	(2.14)	4.70	(8.48)	(13.39)
	Profit before tax	76.25	77.53	52.84	239.69	183.67	255.74
3	Segment Assets						
	(a) Electronics	514.85	442.23	447.96	514.85	447.96	518.31
	(b) Electricals	555.17	565.87	509.12	555.17	509.12	586.72
	(c) Consumer Durables	635.09	699.00	607.76	635.09	607.76	607.02
	(d) Sunflame	853.17	833.07	-	853.17	-	823.75
	(e) Unallocated	460.78	416.17	748.29	460.78	748.29	371.13
	Total assets	3,019.06	2,956.34	2,313.13	3,019.06	2,313.13	2,906.93
4	Segment Liabilities						
	(a) Electronics	167.71	151.77	138.77	167.71	138.77	140.48
	(b) Electricals	228.23	237.79	308.34	228.23	308.34	205.83
	(c) Consumer Durables	222.73	229.21	192.13	222.73	192.13	194.54
	(d) Sunflame	161.18	147.45	-	161.18	-	145.07
	(e) Unallocated	502.05	507.57	170.61	502.05	170.61	613.39
	Total liabilities	1,281.90	1,273.79	809.85	1,281.90	809.85	1,299.31



Notes:

1. The above unaudited 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 unaudited standalone and consolidated financial results for the quarter and nine months ended December 31, 2023 were reviewed by the Audit Committee and approved by the Board of Directors and taken on record at the meeting held on February 01, 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 Company has invested an amount of Rs.20.01 crores in Gegadyne Energy Labs Private Limited (GEL) during the quarter. Post investment, the company holds 24.32% shareholding (on fully diluted basis) in GEL. GEL has accordingly become an associate company of V-Guard Industries Limited with effect from November 21, 2023.
5. The consolidated financial results include the 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 (w.e.f. January 12, 2023)
 - Associate:
 - Gegadyne Energy Labs Private Limited (w.e.f. November 21, 2023)

Initialled for identification purpose only

This statement should be read with our review report of even date



For V-GUARD INDUSTRIES LIMITED


Managing Director
Mithun K Chittilappilly

Place: Kochi
Date: 01-02-2024

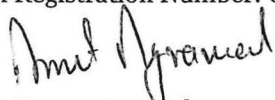
Price Waterhouse Chartered Accountants LLP

Independent Auditor's Review Report on the Unaudited Standalone Financial Results

To
The Board of Directors
V-Guard Industries Limited,
42/962, Vennala High School Road,
Vennala P.O., Kochi,
Kerala – 682 028

1. We have reviewed the unaudited standalone financial results of V-Guard Industries Limited (the "Company") for the quarter ended December 31, 2023 and the year to date results for the period April 01, 2023 to December 31, 2023, which are included in the accompanying 'Statement of Unaudited Standalone Financial Results for the quarter and nine months ended 31.12.2023' (the "Standalone Statement"). The Standalone Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), which has been initialled by us for identification purposes.
2. This Standalone Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Standalone Statement based on our review.
3. We conducted our review of the Standalone Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Standalone Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Standalone Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

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



Amit Kumar Agrawal
Partner
Membership Number: 064311
UDIN: 24064311BKFWEW4058

Place: Kochi
Date: February 01, 2024

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Price Waterhouse Chartered Accountants LLP

Independent Auditor's Review Report on the Unaudited Consolidated Financial Results

To
The Board of Directors
V-Guard Industries Limited,
42/962, Vennala High School Road,
Vennala P.O., Kochi,
Kerala – 682 028

1. We have reviewed the unaudited consolidated financial results of V-Guard Industries Limited (the "Parent"), its subsidiaries (the parent and its subsidiaries hereinafter referred to as the "Group"), and its share of the net loss and total comprehensive income for the period of its associate company (refer paragraph 5 below) for the quarter ended December 31, 2023 and the year to date results for the period April 1, 2023 to December 31, 2023, which are included in the accompanying 'Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended 31.12.2023' (the "Consolidated Statement"). The Consolidated Statement is being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), which has been initialled by us for identification purposes.
2. This Consolidated Statement, which is the responsibility of the Parent's Management and has been approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Consolidated Statement based on our review.
3. We conducted our review of the Consolidated Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Consolidated Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Listing Regulations to the extent applicable.
5. The Consolidated Statement includes the results of the following entities:

Parent Company

V-Guard Industries Limited

Subsidiaries (Wholly owned)

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)



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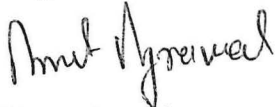
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Price Waterhouse Chartered Accountants LLP

6. Based on our review conducted and procedures performed as stated in paragraphs 3 and 4 above and based on the consideration of the review report of the other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Consolidated Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. We did not review the interim financial information of one subsidiary included in the Consolidated Statement, whose financial results reflect total revenue from operations of Rs.22.85 crores and Rs. 68.41 crores, profit for the period of Rs. 1.31 crores and Rs. 3.19 crores and total comprehensive income of Rs. 1.31 crores and Rs. 3.19 crores, for the quarter ended December 31, 2023 and for the period from April 1, 2023 to December 31, 2023, respectively, as considered in the Consolidated Statement. These interim financial information have been reviewed by other auditors in accordance with (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" and their report, vide which they have issued an unmodified conclusion, have been furnished to us by the Management and our conclusion on the Consolidated Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraphs 3 and 4 above.
8. The Consolidated Statement also includes the Group's share of net (loss) of Rs. (0.00) crores and Rs. (0.00) crores and total comprehensive income of Rs. (0.00) crores and Rs. (0.00) crores for the quarter ended December 31, 2023 and for the period from April 1, 2023 to December 31, 2023, respectively, as considered in the Consolidated Statement, in respect of one associate, based on their interim financial information which have not been reviewed/ audited by their auditors. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group.

Our conclusion on the Consolidated Statement is not modified in respect of the matters set out in paragraphs 7 and 8 above.

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



Amit Kumar Agrawal
Partner
Membership Number: 064311
UDIN: 24064311BKFWE3766

Place: Kochi
Date: February 01, 2024