

PPFL/SE/2019-2020/82

July 31, 2020

To,
BSE Limited
25th Floor, P.J Towers,
Dalal Street, Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai -400051

Scrip Code: 542907

Scrip Code: PRINCEPIPE

Dear Sir/Madam,

Sub: Outcome of Board Meeting of the Company held on 31 July 2020.

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Board of Directors of the Company at its meeting held today i.e. July 31, 2020 have inter alia, considered and approved the following:

1. Approved and adopted Un-audited Financial Results (standalone) of the Company for the quarter and three months ended June 30, 2020.

We enclose a copy of each of (Annexure –A):

- i) Approved and adopted Un-audited Financial Results (standalone) of the Company for the quarter and three months ended June 30, 2020.
- ii) Limited Review Report issued by the Statutory Auditors of the Company for the period under review.
- iii) Press Release.

2. Changes in the Composition of the Board of Directors and Key Management Personnel:

On Basis of the recommendation of members of Nomination and Remuneration Committee and approved by the Board of Directors in the meeting held on July 31, 2020, we hereby inform you that the following Directors and Key Managerial Personnel have been appointed on the Board of the Company:

- a) Approved the re-appointment of Mr. Jayant Shamji Chheda (DIN: 00013206) as a Chairman and Managing Director of the Company for a further period of 3 years w.e.f. August 21, 2020, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting . The brief profile of Mr. Jayant Shamji Chheda is enclosed as Annexure B.
- b) Approved the appointment of Mr. Parag Jayant Chheda (DIN: 00013222) as a Joint Managing Director of the Company for a period of 3 years w.e.f. August 21, 2020, subject to the approval of the shareholders of the Company at the ensuing Annual General Meeting. The brief profile of Mr. Parag Jayant Chheda is enclosed as Annexure C



- c) Approved the re-appointment of Mr. Vipul Jayant Chheda (DIN: 00013234) as a Whole time Director designated as Executive Director of the Company for a further period of 3 years w.e.f. August 21, 2020, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting.. The brief profile of Mr. Vipul Jayant Chheda is enclosed as Annexure D.
- d) Approved the re-appointments of Mr. Ramesh Chandak (DIN: 00026581), Mr. Mohinder Pal Bansal (DIN: 01626343) and Mrs. Uma Mandavgane (DIN: 03156224) as an Independent Directors on the Board of the Company, to hold office for the second term of 3 (three) consecutive years commencing from September 16, 2020 up to September 15, 2023 and not liable to retire by rotation, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting. The brief profile of Mr. Ramesh Chandak, Mr. Mohinder Pal Bansal and Mrs. Uma Mandavgane is enclosed as Annexure E.

All the aforesaid Executive and Independent Directors are not debarred from holding the office of a Director by virtue of any SEBI order or any other authority.

3. Approved the alteration of the Articles of Association of the Company subject to the approval of shareholders of Company at the ensuing Annual General Meeting.
4. Approved the date of 33rd Annual General Meeting of the Company as September 23, 2020.
5. Approved the appointment of M/s. Mahajan and Aibara, Chartered Accountants LLP as an Internal Auditor of the Company for the Financial Year 2020-21.
6. Approved the appointment of M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries as a Secretarial Auditor of the Company for the Financial Year 2020-21.
7. Approved the appointment of M/s. Sanjay Dholakia & Associates (CP NO 1798) as Scrutinizer of the Company to scrutinize the e-voting process at the forthcoming Annual General Meeting of the Company to be held for the Financial year 2019-2020

The Board Meeting commenced at 4:00 P.M. and concluded at 5:45 P.M.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For PRINCE PIPES AND FITTINGS LIMITED

Shailesh K. Bhaskar

Shailesh K. Bhaskar

Company Secretary & Compliance Officer

Enclosed: as above

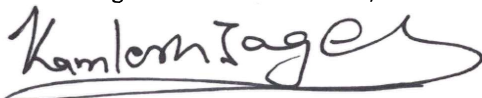


Limited review report on unaudited quarterly financial results of Prince Pipes and Fittings Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Prince Pipes and Fittings Limited

- 1 We have reviewed the accompanying statement of unaudited financial results of Prince Pipes and Fittings Limited ('the Company') for the quarter ended June 30, 2020 ('the Statement'), 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. Attention is drawn to the fact that the figures for the quarter ended March 31, 2020 as reported in this Statement are the balancing figures between audited figures in respect of full previous financial year and the published year to date figures up to the end of third quarter of the previous financial year. The figures up to the end of third quarter of the previous financial year had only been reviewed and not subject to audit.
- 2 This 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 Statement based on our review.
- 3 We conducted our review of the Statement in accordance with the Standard on Review Engagements ('SRE') 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review 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 and procedures performed as stated in paragraph 3, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Khimji Kunverji & Co LLP
Chartered Accountants
Firm's Registration No: 105146W/ W-100621



Kamlesh R Jagetia
Partner (F-139585)
ICAI UDIN: 20139585AAAAAU6577
Mumbai
Date: July 31, 2020



Prince Pipes and Fittings Limited

CIN NO : L26932GA1987PLC006287

Statement of Unaudited Financial Results for the Three Months Ended 30.06.2020

Particulars	Three Months Ended			Year Ended
	30.06.2020 Unaudited	31.03.2020 Audited (Refer Note 2)	30.06.2019 Audited	31.03.2020 Audited
I REVENUE				
a Revenue from Operations	3,024.83	4,307.58	3,797.66	16,356.57
b Other Income	52.04	51.65	4.26	69.44
Total Revenue	3,076.87	4,359.23	3,801.92	16,426.01
II EXPENSES				
a Cost of Materials Consumed	1,818.44	3,117.74	2,789.92	11,672.24
b Purchase of Stock-in-Trade	26.28	112.15	62.62	484.88
c Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	351.41	(235.90)	(163.51)	(892.75)
d Employee Benefit Expense	221.82	241.68	206.39	901.60
e Finance Cost	68.14	82.06	75.07	331.70
f Depreciation and Amortization Expenses	140.11	143.90	118.23	519.78
g Other Expenses	290.73	495.56	375.11	1,902.82
Total Expenses	2,916.93	3,957.19	3,463.83	14,920.27
III Profit before tax and exceptional items (I - II)	159.94	402.04	338.09	1,505.74
IV Tax expense				
Current tax	52.43	117.77	94.18	401.42
Deferred tax	(5.00)	1.48	(21.46)	(13.45)
(Excess) / Short Provision for tax adjustments in respect of earlier years (Net)	-	-	-	(7.30)
Total Tax Expense	47.43	119.25	72.72	380.67
V Profit for the period	112.51	282.79	265.37	1,125.07
VI Other Comprehensive Income				
a Items that will not be reclassified to Profit or Loss	(2.63)	(11.06)	0.97	(11.19)
b Income tax relating to items that will not be reclassified to profit or loss	0.66	2.61	(0.24)	2.65
c Items that will be reclassified to Profit or Loss	0.23	(0.21)	1.63	2.04
d Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
Total Other Comprehensive Income	(1.74)	(8.66)	2.36	(6.50)
Total Comprehensive Income for the period	110.77	274.13	267.73	1,118.57
VII EQUITY				
Equity Share Capital	1,100.26	1,100.26	900.16	1,100.26
Other Equity				7,276.50
VIII Earning per equity share in Rs. (Face Value per Share Rs 10 each) (Not Annualised)				
Basic (in Rs.)	1.02	2.96	2.95	11.77
Diluted (in Rs.)	1.02	2.96	2.95	11.77

Notes :

- The above results were reviewed by Audit Committee and approved by the Board of Directors at their respective meetings held on 31.07.2020 and have been reviewed by the statutory auditors of the Company.
- The figures for three months ended 31.03.2020 are arrived at as difference between audited figures in respect of the full financial year and the unaudited published figures upto nine months ended on 31.12.2019.
- During the year ended 31.03.2020, the Company had completed the Initial Public Offer (IPO) of its equity shares comprising a fresh issue of 1,40,44,943 equity shares having a face value of Rs. 10 each at an offer price of Rs.178 per share aggregating to Rs.2,500 million and an offer for sale of 1,40,44,942 equity shares by existing shareholders aggregating to Rs.2,500 million. Pursuant to the IPO, the equity shares of the Company have got listed on BSE limited and NSE limited on 30.12.2019.

PRINCE PIPES AND FITTINGS LIMITED

Mfg. & Exporters of UPVC, CPVC, PPR & HDPE Pipes, Fittings and Valves

Corp. Off.: The Ruby, 8th Floor, 29, Senapati Bapat Marg (Tulsi Pipe Road), Dadar (W), Mumbai - 400 028, Maharashtra, India.

T: 022-6602 2222 F: 022-6602 2220 E: info@princepipes.com W: www.princepipes.com

Regd. Off.: Plot No. 1, Honda Industrial Estate, Phase II, Honda Sattari, Honda - 403 530, Goa, India.

CIN: L26932GA1987PLC006287



- 4 During the year ended 31.03.2020, the Company had undertaken a private placement of 5,96,500 Compulsorily convertible preference shares (CCPS) having a face value of Rs.100 each at a premium of Rs. 1680 each aggregating to Rs.1,061.77 million. The same have been converted into 59,65,000 equity shares of Rs.10 each at a premium of Rs. 168 each on 09.12.2019.
- 5 In view of the unprecedented COVID 19 pandemic, the management has made an assessment of its position as at the quarter ended June 2020. In assessing, the Company has taken into consideration external and internal information upto the date of approval of these financial results. Based on the assessment, the Company expects to recover carrying amount of assets and revenue recognised. In accordance with the Government's directive post partial lifting of the lockdown from 23.04.2020 and after receiving the necessary approvals from the respective government departments, vide our intimation letter on 05.05.2020, the Company resumed partial operations including dispatch of finished goods to our channel partners and gradually scaling up the utilization of manufacturing facilities across the nation.
- 6 The Company is leading manufacturer of PVC, CPVC, PPR and HDPE Piping Solutions primarily in India.
- 7 The figures for the previous periods have been regrouped wherever necessary.

Mumbai
Date : 31.07.2020



For and on behalf of the Board
Prince Pipes and Fittings Limited

Jayant S. Chheda
Managing Director
(DIN No: 00013206)



Press Release

Prince Pipes' inherent resilience of business-model highlighted in face of COVID-19

Revenue growth at -20% and EBIDTA margin of 10.5% for quarter ended June 30, 2020

Mumbai, July 31, 2020: Prince Pipes' one of India's largest integrated piping solutions & multi polymer manufacturers having six strategically located plants across the country, today announced its un-audited financial results for the quarter ended 30th June 2020. The un-audited financial results were reviewed by the audit committee and approved by the Board of Directors in their meeting held on 31st July, 2020.

Key Financial Highlights: Q1 FY21 compared with Q1 FY 20

- Revenue from operations stood at ₹ 302 crore as compared to ₹ 380 crore
- EBIDTA at ₹ 32 crore as compared to ₹ 53 crore, margins at 10.5%
- PAT at ₹ 11 crore as compared to ₹ 27 crore
- Debt to equity ratio at 0.30x as on June 30, 2020

Covid-19 Impact on Q1FY21

Despite the lockdown, we were able to mitigate the COVID impact better than we anticipated. April being a wash out across all industries, led to a considerable loss in sales. May'20 saw a healthy traction, and we recovered more than 80% of sales from the previous year May'19 sales, largely agri driven which was classified as essential goods. Despite the headwinds of the pandemic, June'20 saw a full recovery over the previous year, as we saw an encouraging growth over June'19. June'20 saw recovery not just in agri segment but also in plumbing and SWR segments.

Particulars	Sales (Rs. In Crore)		Change %
	Q1 FY21	Q1 FY20	
April	9	79	-89%
May	122	148	-18%
June	171	153	12%
Total	302	380	-20%



Commenting on the results, **Mr. Parag Chheda, Executive Director of Prince Pipes and Fittings Limited, said** *“We were amongst the initial few companies to start dispatches as soon as partial lifting of lockdown was announced from Apr 23, 2020 and consequently were able to liquidate all inventory as on March 31 and gain incremental market share. Our performance is driven by the healthy recovery in production and sales over May and June, while the agricultural segment saw a faster recovery being essential goods, followed by the plumbing portfolio which showed encouraging traction in semi urban and rural markets. Our collections and receivables were accomplished well in time and allowed us to ensure timely vendor payments. As we progress into the new fiscal, we will continue to focus on the quality of balance sheet and work towards strengthening it.*

As the country continues to grapple with the pandemic while simultaneously unlocking economic activities, positive signals of industrial activities seem to be visible. Prince Pipes will continue taking judicious measures towards business continuity, as we work hard to ensure no retrenchments and salary cuts, operate with plant and premise sanitization measures in line with government directives and implement all employee and staff welfare initiatives. All our efforts are being directed towards our endeavors to mitigate risks and focus on creating shareholder value over the medium to long term.”

About the Company:

Prince Pipes and Fittings Limited (PPFL) is one of India’s largest integrated piping solutions & multi polymer manufacturer based in Mumbai. Incorporated in 1987, Prince is India’s largest PVC pipes manufacturer and one of the fastest growing companies in the industry. Over 3 decades, the company has been engaged in the manufacturing of polymer piping solutions in four types of polymers - CPVC, UPVC, HDPE, PPR. In June 2020, the company announced the launch of its new water tank segment- **STOREFIT** through a pilot launch in Gujarat that will be gradually launched across markets in India. The Company’s head office is located in Mumbai, Maharashtra.

With a network of 1,408 distributors, PPFL is steadily increasing pan-India distributor base to ensure stronger customer proximity to respond faster to their needs.

Prince Pipes and Fittings Limited has 6 state-of-the –art manufacturing units located across the country at Haridwar (Uttarakhand), Athal (Dadra and Nagar Haveli), Dadra (Dadra and Nagar Haveli), Kolhapur (Maharashtra), Chennai (Tamil Nadu) and Jobner (Rajasthan). The company plans to establish another manufacturing facility at Sangareddy (Telangana).

For further information, please contact:

Shyam Sharda
CFO
Prince Pipes and Fittings Limited
Email: CFO@princepipes.com

Rabindra Basu
Investor Relations
Prince Pipes and Fittings Limited
Email: investor@princepipes.com



Cautionary Statement: Except for historical information, all of the statements, expectations and assumptions, contained in this presentation may be forward-looking statements that involve a number of risks and uncertainties. Although PPFL attempts to be accurate in making these forward-looking statements, it is possible that future circumstances might differ from the assumptions on which such statements are based. Other important factors which could cause these statements to differ materially including economic conditions, Government policies, dependence on partnerships, retention of key personnel, technological advances that may make our service offerings less competitive; PPFL does not undertake to update any forward-looking statements that may be made from time to time.

Annexure – B

Particulars	Information
Reason for change viz. appointment, resignation, removal , death or otherwise	Re-appointment of Mr. Jayant Shamji Chheda (DIN: 00013206) as a Chairman and Managing Director on the Board of the Company
Date of Appointment/cessation(as applicable) & term of appointment	Re- Appointment as a Chairman and Managing Director on the Board of the Company w.e.f. 21 August, 2020, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting for his appointment as Chairman and Managing Director for a further term of 3 years.
Brief profile (in case of the appointment)	Jayant Shamji Chheda, aged 74 years, is the Chairman and Managing Director of our Company. He has been associated with our Company since incorporation as a Director. He has passed the Senior Secondary Certificate Examination. He has over three decades of experience in the plastic industry. He was awarded the 'Lifetime Achievement Award' at the Vinyl India Conference, 2014.
Disclosure of relationships between directors (in case of appointment of a director)	He is related to Mr. Parag Jayant Chheda & Mr. Vipul Jayant Chheda (his sons) who are also Directors of the Company.



Annexure – C

Particulars	Information
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Parag Jayant Chheda (DIN: 00013222) as a Joint Managing Director on the Board of the Company.
Date of Appointment/cessation(as applicable) & term of appointment	Appointment as a Joint Managing Director on the Board of the Company w.e.f. 21 August, 2020, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting for his appointment as Joint Managing Director for a term of 3 years.
Brief profile (in case of the appointment)	Parag Jayant Chheda, aged 49 years, is an Executive Director of our Company. He has been associated with our Company since April 27, 1996 as a Director. He holds an associate degree in business administration from Oakland Community College. He has over 21 years of experience in the piping industry. He was awarded the 'Inspiring Business Leader Award' at the Economic Times Summit, 2016 for the 'Business and Industry' sector.
Disclosure of relationships between directors (in case of appointment of a director)	He is related to Mr. Jayant Shamji Chheda (father) & Mr. Vipul Jayant Chheda (brother) who are also Directors of the Company.



Annexure – D

Particulars	Information
Reason for change viz. appointment, resignation, removal , death or otherwise	Re-appointment of Mr. Vipul Jayant Chheda (DIN: 00013234) as a Whole time Director , designated as Executive Director on the Board of the Company.
Date of Appointment/cessation(as applicable) & term of appointment	Appointment as a Whole time Director designated as Executive Director on the Board of the Company w.e.f. 21 August, 2020, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting of the Company for his appointment as a Whole time Director for a further term of 3 years.
Brief profile (in case of the appointment)	Vipul Jayant Chheda, aged 45 years, is an Executive Director of our Company. He has been associated with our Company since March 11, 1997 as a Director. He holds a higher secondary certificate from the Maharashtra State Board of Secondary and Higher Secondary Education. He has over 20 years of experience in the piping industry.
Disclosure of relationships between directors (in case of appointment of a director)	He is related to Mr. Jayant Shamji Chheda (father) & Mr. Parag Jayant Chheda (brother) who are also Directors of the Company.



Annexure – E

Particulars	Information
Reason for change viz. appointment, resignation, removal , death or otherwise	Re-appointment of Mr. Ramesh Chandak, Mr. Mohinder Pal Bansal and Mrs. Uma Mandavgane as an Independent Director of the Company.
Date of Appointment/cessation(as applicable) & term of appointment	Re- appointment as an Independent Director of the Company for a second term w.e.f .September 16, 2020 , subject to the approval of shareholders of the Company at the ensuing Annual General Meeting of the Company
Brief profile (in case of the appointment)	Enclosed below.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Brief Profile of Mr. Ramesh Chandak is as under:

Mr. Ramesh Chandak is the CEO of RDC Business Advisory, which provides individualised leadership coaching, strategy, succession planning and management services. Prior to starting his Advisory practice, he had a successful career spanning over 40 years across manufacturing & infrastructure industries in India, Malaysia and USA. He currently serves on the Boards of several listed companies and is a Senior Advisor to McKinsey & Co. He is a recipient of CA Business leader Award in 2008 by the Institute of Chartered Accountants of India. He is a former President of Indian Electrical & Electronics Manufacturers Association.

Brief Profile of Mr. Mohinder Pal Bansal is as under:

Mr Mohinder Pal Bansal, Chartered Accountant, with an illustrious career spanning over three decades of experience in M&A, strategic advisory, capital markets, portfolio company integration in addition to post-acquisition performance management in India, Asia and Europe. Mr Bansal has significant operational experience in managing corporate entities as well as advising private equity firms in India on improving the performance of their portfolio companies in multiple sectors including logistics, auto components, manufacturing, realty, banking, education and IT. He is on the board of multiple listed and unlisted companies such as Navneet Education Limited, Allcargo Logistics Limited, K12 Techno Services Private Limited (backed by Sequoia capital), Avvashya CCI Logistics Private Limited and Prince Pipes & Fitting Private Limited. Mr Bansal founded Blacksoil Group in 2010 with the vision of providing financial consulting and strategic advisory to corporates. He has advised on more than 12 M&A transactions across sectors, negotiating on matters ranging from valuation, structuring and integration etc. and has completed more than 30 strategy consulting projects over a period of 7 years. Mr Bansal is also the founding member, head of fund management team and Investment committee member for BlackSoil Realty Fund I (SEBI registered AIF Category II Fund). Under his leadership, BlackSoil Realty Fund – I has successfully established a strong track record of profitable exits. He also founded BlackSoil Capital Private Limited, a RBI registered non-deposit accepting NBFC with a primary objective of lending to high



growth companies and traditional businesses across pan India. He is the whole-time Director and is managing credit, operations, compliance and liability management for the Company. Mr Bansal has successfully launched Walton Street Blacksoil Real Estate Debt Fund I, (SEBI registered Category II AIF).

Brief profile of Mrs. Uma Mandavgane is as under:

Uma Mandavgane, Chartered Accountant and Certified Information Systems Auditor is a professional with experience spanning 28 years in Corporate Finance Management and Risk Advisory Consulting and had held senior position in Big 4 consulting firm. Currently Uma has an independent practice providing Business and Technology Risk in Information Systems Security domain and Data Analytics in Internal Audits.

