

25th June, 2020

The General Manager,
Corporate Relationship Dept.,
BSE limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001
(Stock Code: 531548).

The Secretary,
National Stock Exchange of India Ltd.,
Exchange plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
(Symbol: SOMANYCERA)

Sub: Disclosures under Regulation 30 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) Submission of Audited Financial Results for the quarter and financial year ended 31st March, 2020, together with Statement of Assets and Liabilities and Cash Flow Statement as on that date.

Dear Sir/Madam,

This is to inform you that Board of Directors of the Company at their meeting held today i.e. 25th June, 2020 has approved the following:

- a) Audited Standalone and Consolidated Financial Results of the Company for the quarter and year ended 31st March, 2020 in the prescribed format.
- b) Auditors Report on Standalone and Consolidated Financial Results for the quarter and year ended on 31st March, 2020 issued by M/s. Singhi & Co., Chartered Accountants.
- c) Statement in the form of declaration that the report of Auditor is with unmodified opinion with respect to Audited Financial Results (Standalone and Consolidated) for the quarter and year ended 31st March, 2020.

The Meeting of Board of Directors commenced at 12.00 Noon and concluded at 3:15 P.M.

Kindly treat this as a disclosure under Regulation 30(6) of the Listing Regulations, read with Para A of Part A of Schedule III of the said Regulations.

This is for your information and record.

Thanking you,
Yours faithfully,
For Somany Ceramics Limited


Ambrish Julka
GM (Legal) and Company Secretary
M. No.: F4484

Encl: as above



| Particulars | Standalone | | | | | Consolidated | | | | |
|---|----------------|---------------|---------------|-----------------|-----------------|----------------|---------------|---------------|-----------------|-----------------|
| | Quarter ended | | | Year Ended | | Quarter ended | | | Year Ended | |
| | 31.03.2020 | 31.12.2019 | 31.03.2019 | 31.03.2020 | 31.03.2019 | 31.03.2020 | 31.12.2019 | 31.03.2019 | 31.03.2020 | 31.03.2019 |
| | Audited | Unaudited | Audited | Audited | Audited | Audited | Unaudited | Audited | Audited | Audited |
| 1. Revenue from operations | | | | | | | | | | |
| (a) Gross Sales | 34,934 | 43,159 | 51,013 | 1,58,245 | 1,68,513 | 35,372 | 43,464 | 51,477 | 1,60,023 | 1,70,833 |
| (b) Other Operating Income | 314 | 236 | 488 | 1,280 | 1,042 | 233 | 157 | 406 | 984 | 672 |
| 2. Other Income | 406 | 416 | 706 | 1,710 | 2,170 | 300 | 309 | 542 | 1,274 | 1,797 |
| Total Income | 35,654 | 43,811 | 52,207 | 1,61,235 | 1,71,725 | 35,905 | 43,930 | 52,425 | 1,62,281 | 1,73,302 |
| 3. Expenses | | | | | | | | | | |
| (a) Cost of Materials consumed | 4,874 | 4,502 | 5,376 | 19,204 | 20,281 | 11,619 | 9,958 | 10,840 | 44,696 | 43,358 |
| (b) Purchases of stock-in-trade | 19,428 | 23,205 | 25,430 | 83,876 | 85,542 | 6,497 | 7,463 | 10,449 | 28,260 | 32,413 |
| (c) Changes in inventories of finished goods, work-in progress and stock-in trade | (2,697) | 1,154 | 2,084 | (2,727) | (1,934) | (5,448) | 2,966 | 3,271 | (6,228) | (3,580) |
| (d) Employees benefit expense | 4,419 | 4,211 | 4,037 | 17,318 | 16,718 | 6,186 | 5,843 | 5,463 | 23,905 | 22,752 |
| (e) Finance Costs | 469 | 504 | 688 | 2,181 | 2,612 | 1,149 | 1,242 | 1,167 | 4,941 | 4,592 |
| (f) Depreciation & amortization expense | 1,156 | 1,025 | 791 | 4,244 | 3,100 | 1,612 | 1,427 | 1,145 | 5,895 | 4,425 |
| (g) Power and Fuel | 4,430 | 3,473 | 4,444 | 16,147 | 18,351 | 9,517 | 7,691 | 8,988 | 34,593 | 36,992 |
| (h) Other expenses | 4,720 | 4,571 | 4,959 | 18,257 | 19,129 | 5,848 | 5,674 | 5,806 | 22,643 | 23,116 |
| Total expenses (a to h) | 36,799 | 42,645 | 47,809 | 1,58,500 | 1,63,799 | 36,980 | 42,264 | 47,129 | 1,58,705 | 1,64,068 |
| 4. Profit/(loss) before exceptional items and tax | (1,145) | 1,166 | 4,398 | 2,735 | 7,926 | (1,075) | 1,666 | 5,296 | 3,576 | 9,234 |
| 5. Exceptional Items - Gain/(Loss) (Net) | - | - | (1,273) | (2,618) | (741) | - | - | (1,273) | (2,618) | (1,224) |
| 6. Profit before Tax | (1,145) | 1,166 | 3,125 | 117 | 7,185 | (1,075) | 1,666 | 4,023 | 958 | 8,010 |
| 7. Tax expense | | | | | | | | | | |
| - Current Tax | (98) | 416 | 902 | 456 | 2,027 | (51) | 431 | 1,016 | 583 | 2,231 |
| - Deferred Tax | (149) | (242) | 216 | (1,787) | 497 | (123) | (142) | 84 | (1,699) | 415 |
| - Tax for earlier years | - | 122 | 31 | 122 | 31 | (1) | 125 | 32 | 124 | 38 |
| 8. Net Profit for the period | (898) | 870 | 1,976 | 1,326 | 4,630 | (900) | 1,252 | 2,891 | 1,950 | 5,326 |
| 9. Other Comprehensive Income (OCI) | | | | | | | | | | |
| a. Items that will not be reclassified to profit or loss (net of tax) | (48) | - | 11 | (117) | (20) | (47) | - | 11 | (116) | (20) |
| b. Items that will be reclassified to profit or loss (net of tax) | - | - | - | - | - | - | - | - | - | - |
| 10. Other Comprehensive Income for the period | (48) | - | 11 | (117) | (20) | (47) | - | 11 | (116) | (20) |
| 11. Total Comprehensive Income | (946) | 870 | 1,987 | 1,209 | 4,610 | (947) | 1,252 | 2,902 | 1,834 | 5,306 |
| Net profit attributable to: | | | | | | | | | | |
| Owners of the Company | | | | | | (932) | 1,042 | 2,409 | 1,500 | 4,632 |
| Non-Controlling Interest | | | | | | 32 | 210 | 482 | 450 | 694 |
| Other Comprehensive Income attributable to: | | | | | | | | | | |
| Owners of the Company | | | | | | (48) | - | 11 | (117) | (20) |
| Non-Controlling Interest | | | | | | 1 | - | - | 1 | - |
| Total Comprehensive Income attributable to: | | | | | | | | | | |
| Owners of the Company | | | | | | (980) | 1,042 | 2,420 | 1,383 | 4,612 |
| Non-Controlling Interest | | | | | | 33 | 210 | 482 | 451 | 694 |
| 12. Paid up Equity Share Capital | 848 | 848 | 848 | 848 | 848 | 848 | 848 | 848 | 848 | 848 |
| 13. Other Equity | | | | | 58,361 | | | | | 60,456 |
| 14. Earning Per share- In Rs. (face value of Rs. 2/- each) | | | | | | | | | | |
| Basic (In Rs.)- Not annualised | (2.12) | 2.05 | 4.66 | 3.13 | 10.92 | (2.20) | 2.46 | 5.68 | 3.54 | 10.92 |
| Diluted (In Rs.)- Not annualised | (2.12) | 2.05 | 4.66 | 3.13 | 10.92 | (2.20) | 2.46 | 5.68 | 3.54 | 10.92 |



[Signature]

| Particulars | Standalone | | Consolidated | |
|---|-----------------|-----------------|-----------------|-----------------|
| | As at | As at | As at | As at |
| | 31.03.2020 | 31.03.2019 | 31.03.2020 | 31.03.2019 |
| | Audited | Audited | Audited | Audited |
| A. Assets | | | | |
| 1. Non-Current Assets | | | | |
| (a) Property, Plant and Equipment | 39,998 | 37,798 | 73,392 | 69,993 |
| (b) Capital work-in-progress | 472 | 1,274 | 602 | 2,466 |
| (c) Right of use assets | 3,252 | - | 3,252 | - |
| (d) Other Intangible Assets | 415 | 569 | 416 | 570 |
| (e) Intangible Assets under development | - | - | - | - |
| (f) Goodwill on Consolidation | - | - | 728 | 728 |
| (g) Financial Assets | | | | |
| - Investments | 6,468 | 6,368 | - | - |
| - Loans | 4,480 | 4,059 | 460 | 500 |
| - Other Financial Assets | 962 | 911 | 1,232 | 1,262 |
| (h) Deferred Tax Asset (Net) | - | - | 543 | 351 |
| (i) Other Non-Current Assets | 16 | 113 | 116 | 608 |
| Total Non-Current Assets | 56,063 | 51,092 | 80,741 | 76,478 |
| 2. Current Assets | | | | |
| (a) Inventories | 19,195 | 16,206 | 32,818 | 25,452 |
| (b) Financial Assets | | | | |
| - Investments | 3,322 | 6,855 | 3,413 | 6,828 |
| - Trade Receivables | 27,301 | 41,009 | 27,981 | 41,794 |
| - Cash and Cash Equivalents | 795 | 2,400 | 1,487 | 2,950 |
| - Other Bank Balances | 48 | 556 | 519 | 1,053 |
| - Loans | 3,030 | 6,720 | 3,030 | 5,840 |
| - Other current financial assets | 1,268 | 1,007 | 746 | 1,126 |
| (c) Current Tax Assets (Net) | 1,031 | 264 | 1,123 | 325 |
| (d) Other Current Assets | 3,205 | 3,228 | 3,875 | 4,950 |
| Total Current Assets | 59,195 | 78,245 | 74,992 | 90,318 |
| Total Assets | 1,15,258 | 1,29,337 | 1,55,733 | 1,66,796 |
| B. Equity And Liabilities | | | | |
| Equity | | | | |
| (a) Equity Share Capital | 848 | 848 | 848 | 848 |
| (b) Other Equity | 57,527 | 58,361 | 59,797 | 60,456 |
| Total Equity | 58,375 | 59,209 | 60,645 | 61,304 |
| Non-Controlling Interest | | | 9,409 | 8,959 |
| Liabilities | | | | |
| 1. Non-current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| - Borrowings | 6,613 | 9,145 | 19,656 | 23,728 |
| - Lease Liability | 2,462 | - | 2,462 | - |
| - Other Financial Liabilities | 2,343 | 2,474 | 2,361 | 2,474 |
| (b) Provisions | 606 | 456 | 690 | 470 |
| (c) Deferred Income | 387 | - | 387 | - |
| (d) Deferred Tax Liabilities (Net) | 2,879 | 4,699 | 4,126 | 5,666 |
| (e) Other Non-Current Liabilities | 282 | 338 | 282 | 338 |
| Total Non-Current Liabilities | 15,572 | 17,112 | 29,964 | 32,676 |
| 2. Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| - Borrowings | 18,417 | 15,647 | 24,849 | 27,333 |
| - Lease Liability | 626 | - | 626 | - |
| - Trade Payables | | | | |
| (a) Outstanding dues of Micro Enterprises and Small Enterprises | 554 | 88 | 645 | 88 |
| (b) Outstanding dues other than Micro Enterprises and Small Enterprises | 12,954 | 26,032 | 16,645 | 20,125 |
| - Other Financial Liabilities | 3,554 | 4,533 | 6,495 | 7,941 |
| (b) Other Current Liabilities | 4,972 | 6,630 | 6,168 | 8,252 |
| (c) Provisions | 234 | 86 | 268 | 86 |
| (d) Current tax Liabilities (Net) | - | - | 19 | 32 |
| Total Current Liabilities | 41,311 | 53,016 | 55,715 | 63,857 |
| Total Equity and Liabilities | 1,15,258 | 1,29,337 | 1,55,733 | 1,66,796 |


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| Particulars | Standalone | | Consolidated | |
|---|-----------------------|-----------------------|-----------------------|-----------------------|
| | Year Ended | | Year Ended | |
| | 31.03.2020 Audited | 31.03.2019 Audited | 31.03.2020 Audited | 31.03.2019 Audited |
| A. Cash Flow From Operating Activities | | | | |
| Net Profit before Tax as per Statement of Profit & Loss | 117 | 7,185 | 958 | 8,010 |
| I. Adjusted For : | | | | |
| Depreciation and Amortisation Expense | 4,244 | 3,100 | 5,895 | -4,425 |
| Finance Costs | 2,181 | 2,612 | 4,941 | 4,592 |
| Interest Income | (1,423) | (1,687) | (1,080) | (1,348) |
| Profit on Divestment in Subsidiary (Investments) (Net) | - | (532) | - | (49) |
| (Profit)/Loss on Sales of Investments (Net) | (28) | (244) | (28) | (246) |
| Unrealized Foreign Exchange (Gain)/Loss (Net) | (12) | (19) | 243 | 4 |
| Net Movement on Fair Value of Current Investments | 8 | (62) | 3 | (67) |
| Provision for Credit Losses and doubtful advances | 804 | 283 | 804 | 285 |
| Bad Debts | 20 | 104 | 20 | 104 |
| Exceptional item | 2,618 | - | 2,618 | - |
| Sundry Balances Written Off | 107 | 18 | 107 | 18 |
| Sundry Balances Written Back | (533) | (250) | (535) | (252) |
| (Profit)/Loss on sale of Property Plant and Equipments (Net) | 129 | 53 | 180 | 54 |
| Property, Plant and Equipments Discarded /Written off | 113 | 25 | 116 | 25 |
| Operating Profit Before Working Capital Changes | 8,345 | 10,586 | 14,242 | 15,555 |
| II. Adjusted For : | | | | |
| Trade and Other Receivables | 13,264 | 9,316 | 14,537 | (1,970) |
| Inventories | (2,990) | (554) | (7,366) | (2,457) |
| Trade and Other Payables | (13,892) | (1,455) | (4,617) | 614 |
| Cash Generated from Operation | 4,727 | 17,893 | 16,796 | 11,742 |
| Income Taxes Refund / (Paid) | (1,344) | (2,895) | (1,519) | (3,154) |
| Net Cash Flow from Operating Activities (A) | 3,383 | 14,998 | 15,277 | 8,588 |
| B. Cash Flow from Investing Activities | | | | |
| Purchase of Property, Plant and Equipments and Intangible | (5,439) | (4,450) | (7,030) | (16,043) |
| Sale of Property, Plant and Equipments | 326 | 322 | 389 | 453 |
| Acquisition of Non Controlling Interest in Subsidiaries | - | - | - | (289) |
| Consideration received from divestment in a Subsidiary | - | - | - | 857 |
| Investments in Subsidiaries | (100) | (1,630) | - | - |
| Sale of Investment in Subsidiary | - | 857 | - | - |
| Purchase of Current Investments | (3,086) | (67,639) | (3,086) | (62,821) |
| Sale of Current Investments | 4,845 | 72,527 | 4,850 | 72,547 |
| Redemption of Preference Shares by a subsidiary | 118 | - | - | - |
| Interest Received | 1,115 | 1,541 | 1,403 | 1,223 |
| Inter-Corporate Deposit given | (961) | (9,767) | (210) | (4,820) |
| Inter-Corporate Deposit received back | 3,370 | - | 2,200 | - |
| Net Cash Outflow in Investing Activities (B) | 188 | (8,239) | (1,484) | (8,893) |
| C. Cash Flow from Financing Activities | | | | |
| Proceeds from Non Current Borrowings | 188 | 4,192 | 691 | 13,329 |
| Repayment of Non Current Borrowings | (3,323) | (2,919) | (5,980) | (4,555) |
| Current Borrowings (net) | 3,870 | (3,453) | (1,383) | (3,279) |
| Proceeds from Short Term Loans | 28,172 | 16,550 | 28,172 | 16,550 |
| Repayment of Short Term Loans | (29,272) | (14,839) | (29,272) | (14,839) |
| Proceeds from issue of equity shares by subsidiaries to Non Controlling Interest shareholders | - | - | - | 974 |
| Repayment of lease liability | (878) | - | (878) | - |
| Interest Paid | (1,889) | (2,651) | (4,562) | (4,105) |
| Dividend Paid (including dividend distribution tax) | (2,044) | (1,379) | (2,044) | (1,379) |
| Net Cash Inflow from Financing Activities (C) | (5,176) | (4,499) | (15,256) | 2,696 |
| Net Increase/(Decrease) In Cash And Cash Equivalents (A+B+C) | (1,605) | 2,260 | (1,463) | 2,391 |
| Add: Opening Cash And Cash Equivalents | 2,400 | 140 | 2,950 | 559 |
| Closing Cash and Cash Equivalents | 795 | 2,400 | 1,487 | 2,950 |

Notes:

1. These financial results have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
2. The business activity of the Company falls within a single primary business segment viz 'Ceramic Tiles and Allied Products' and hence there is no other reportable segment as per Ind AS 108 'Operating Segments'.
3. Out of Rs. 12,000 lakhs raised through qualified institutions placement of equity shares in December 2015, the Company has so far utilized Rs. 7,171 Lakhs (including issue expenses of Rs. 307 Lakhs) for the purposes the fund were so raised and balance Rs. 4,829 lakhs has been temporarily invested mainly in the debt instruments/funds.
4. Scheme of Amalgamation between the Bhilwara Holdings Limited, Sarvottam Vanija Limited and Scope Vinimoy Private Limited with Somany Ceramics Limited ("the Company") and their respective Shareholders from the appointed date of April 1, 2018 has been filed with National Company Law Tribunal, Kolkata("NCLT") in previous year. The said scheme has been sanctioned by NCLT and become effective from September 4, 2019. The amalgamation being a common control transaction has been accounted for under the 'Pooling of interest' method as prescribed by Ind AS 103 (Business Combinations), hence previous periods/year figures have been restated giving effect of the scheme, which has no material impact.
5. Effective from April 1, 2019, the Company has adopted Ind AS 116 "Leases" using modified retrospective approach, accordingly comparative information has not been restated. The adoption of the new standard has resulted in recognising a right of use assets and corresponding lease liabilities.
6. Mentor Financial Services Private Limited ("Mentor") issued a cheque of Rs. 2,618 Lakhs, against amounts due. This cheque bounced owing to insufficient funds. The Company has issued demand notices to Mentor, its directors and authorized signatories for repayment . In view of the continued default, the Company has also filed criminal complaint against Mentor and its directors. As an abundant caution, the Company has accounted for the cheque bouncing event in the financial statements and disclosed it under the head 'Exceptional item'.
7. The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised provision for Income Tax and remeasured its deferred tax assets and liabilities, basis the rate prescribed in the said section.
8. Scheme of Amalgamation between Schablona India Limited with Somany Ceramics Limited ("the Company") w.e.f. April 1, 2019 (appointed date), has been approved by SEBI. Pending filing of the scheme with and sanction of the above scheme by respective NCLT, no impact has been considered in these financial results.
9. Due to outbreak of Covid-19 globally and in India, the Company had on March 23, 2020 made a disclosure in terms of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. Further, the Company has carried out its initial assessment of the likely adverse impact on economic environment and financial risk because of Covid-19. The Company is in the business of manufacturing and trading of "Ceramics tiles and Allied Products", which are connected with the construction activities that are in a way fundamental to the Indian economy. Although, there is significant impact, on account of demand destruction, in the short term, however, management believes that there may not be significant impact of Covid-19 pandemic on the financial position and performance of the Company, in the long-term. The Company estimates to recover the carrying amount of all its assets including inventories ,receivables and loans in the ordinary course of business based on information available on current economic conditions. These estimates are subject to uncertainty and may be affected by the severity and duration of pandemic. The Company is continuously monitoring any material change in future economic conditions.
10. The above results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on June 25, 2020 and the statutory auditors of the company have carried out the audit of the same.
11. The figures for the quarter ended March 31, 2020 and March 31, 2019 are the balancing figures between audited figures for the full financial year and the published year to date figures for the nine months ended December 31, 2019 and December 31, 2018.
12. The figures for the previous periods have been regrouped/ rearranged, wherever considered necessary, to conform current period classifications.

Date : June 25, 2020

Place : Noida



For SOMANY CERAMICS LIMITED

A handwritten signature in black ink, appearing to be "Shreekant Somany", with a horizontal line extending to the right.

SHREEKANT SOMANY
CHAIRMAN & MANAGING DIRECTOR
DIN 00021423

Independent Auditor's Report on the Quarterly and Annual Standalone Audited Financial Results of the Company Pursuant to the Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Director Somany Ceramics Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying statement of quarterly and annual standalone financial results of Somany Ceramics Limited ("the Company"), for the quarter and year ended March 31 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 (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement read with notes therein:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard: and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income for the quarter ended March 31, 2020, net profit and other comprehensive income for the year ended March 31, 2020 and other financial information of the Company for the quarter and year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the annual standalone financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit/loss and other comprehensive income and other financial information of the Company in accordance with the applicable 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. This responsibility also includes 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the Statement 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 Statement.

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

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

Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Statement.

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

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

Other Matter

- a. The Statement includes the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.
- b. The comparative financial information has been re-stated upon amalgamation as referred in Note 4 in accompanying statement, incorporating audited figures of amalgamating companies audited by other auditors.

Date: June 25, 2020
Place: Noida (Delhi NCR)



For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E

A handwritten signature in blue ink, appearing to read 'Bimal' followed by a horizontal line.

Bimal Kumar Sipani
Partner

Membership No. 088926
UDIN : 20088926AAAAFJ9307

Independent Auditor's Report on the Consolidated Quarterly and Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Somany Ceramics Limited

Report on the Audit of the Consolidated Financial Results

Opinion

We have audited the accompanying consolidated statement of quarterly and annual financial results of Somany Ceramics Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), for the quarter and year ended March 31 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 (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement read with notes therein:

- i. includes the results of the subsidiaries as given in the Annexure -1 to this report:
- ii. is presented in accordance with the requirements of the Listing Regulations in this regard: and
- iii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income for the quarter ended March 31, 2020, net profit and other comprehensive income for the year ended March 31, 2020 and other financial information of the Company for the quarter and year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). 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 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 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Consolidated Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the statement that gives a true and fair view of the net profit and other comprehensive income and other financial information or the Group in accordance with the recognition and measurement principles laid down in 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 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 for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies: making judgements 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 Statement that give 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 Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, respective board of directors are responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

Our objectives are to obtain reasonable assurance about whether the Statement 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 Statement.

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

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of board of director's 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 group's ability 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 to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Statement.

We communicate with those charged with governance of the holding 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 Matter

- a. The Statement includes the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.
- b. The comparative financial information has been re-stated upon amalgamation as referred in Note 4 in accompanying statement, incorporating audited figures of amalgamating companies audited by other auditors.
- c. The accompanying Statement includes the audited financial results and other financial information which we did not audit, in respect of:
 - seven subsidiaries, whose financial statements include total assets of Rs. 50,028 Lakhs as at March 31, 2020, total revenues of Rs. 11976 Lakhs and Rs. 52,199 Lakhs, total net loss after tax of Rs. 4 Lakhs and net profit after tax Rs. 598 Lakhs, total comprehensive loss of Rs. 4 Lakhs and total comprehensive income Rs.598 Lakhs, for the quarter and the year ended on that date respectively, and net cash inflows of Rs. 67 Lakhs for the year ended March 31, 2020, whose audited financial statements were adjusted to align with accounting policies of the Company for preparing consolidated financial results of the Group. These adjusted financial results were audited by other auditors whose unmodified fit for consolidation reports 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 these subsidiaries is based solely on fit for consolidation reports of the other auditors and procedures performed by us as stated in "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" above.



Singhi & Co.

Chartered Accountants

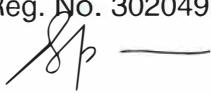
- five subsidiaries, whose financial statements include total assets of Rs. 7,383 Lakhs as at March 31, 2020, total revenues of Rs. 1948 Lakhs and Rs. 7,078 Lakhs, total net profit after tax of Rs 20 Lakhs and Rs. 4 Lakhs, total comprehensive income of Rs. 21 Lakhs and Rs. 4 Lakhs, for the quarter and the year ended on that date respectively, and net cash inflows of Rs. 75 Lakhs for the year ended March 31, 2020, as considered in the Statement which have been audited by other auditors, whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of the other auditors and procedures performed by us as stated in "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" above.

Our conclusion on the Statement is not modified in respect of the above matters.

Date : June 25, 2020
Place: Noida (Delhi NCR)



For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E


Bimal Kumar Sipani
Partner

Membership No. 088926
UDIN: 20088926AAAAFK2500

Annexure-1 to our report dated June 25, 2020 on the Consolidated Quarterly and Annual Financial Results of the Somany Ceramics Limited

| S. No. | Name of Company | Relationship |
|--------|---|--------------|
| 1 | SR Continental Ltd. | Subsidiary |
| 2 | Somany Bathware Ltd. | Subsidiary |
| 3 | Amora Tiles Private Ltd. | Subsidiary |
| 4 | Somany Fine Vitrified Pvt. Ltd. | Subsidiary |
| 5 | Somany Sanitaryware Pvt. Ltd. | Subsidiary |
| 6 | Somany Excel Vitrified Pvt. Ltd. | Subsidiary |
| 7 | Vintage Tiles Pvt. Ltd. | Subsidiary |
| 8 | Vicon Ceramic Pvt. Ltd. | Subsidiary |
| 9 | Acer Granito Pvt. Ltd. | Subsidiary |
| 10 | Sudha Somany Ceramics Pvt. Ltd | Subsidiary |
| 11 | Amora Ceramics Pvt. Ltd. | Subsidiary |
| 12 | Somany Bath Fittings Pvt. Ltd. (Formerly known as Karanjot Enterprises Pvt. Ltd.) | Subsidiary |



25th June, 2020

The General Manager,
Corporate Relationship Dept.,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001
(Stock Code: 531548)

The Secretary,
National Stock Exchange of India Limited,
Exchange plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
(Symbol: SOMANYCERA)

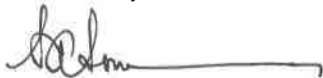
Sub: Declaration on Auditors Report with Unmodified Opinion under Regulation 33 (3) (d) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

I, Shreekant Somany, Chairman and Managing Director of Somany Ceramics Limited (CIN: L40200WB1968PLC224116) having registered office at 2, Red Cross Place, Kolkata – 700 001 hereby declares that in accordance with Regulation 33 (3) (d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, M/s. Singhi & Co., Chartered Accountant, Statutory Auditors of the Company, have issued an Audit Report with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and year ended on 31st March, 2020.

This is for your information and record.

Thanking you,
Yours faithfully,
For Somany Ceramics Limited



Shreekant Somany
Chairman and Managing Director
DIN: 00021423



25th June, 2020

The General Manager,
Corporate Relationship Dept.,
BSE limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001
(Stock Code: 531548)

The Secretary,
National Stock Exchange of India Ltd.,
Exchange plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
(Symbol: SOMANYCERA)

Sub: Outcome of Board Meeting

Dear Sir/Madam,

This is to inform you that Board of Directors of the Company at their meeting held today i.e. 25th June, 2020 has decided not to declare any final dividend for the year ended 31st March, 2020 and the interim dividend @ 100 % i.e. Rs. 2/- (Rupees Two Only) per equity share of Rs. 2/- each declared in the month of March'20 for the financial year 2019-20 shall be treated as final dividend for the financial year 2019-20.

Further, the Board of Directors approved convening of 52nd Annual General Meeting of the Company on 18th August, 2020 through video conference/other audio visual means in accordance with the Ministry of Corporate Affairs Circular No. 20/2020 dated 5th May, 2020 and Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020.

Kindly treat this as a disclosure under Regulation 30(6) of the Listing Regulations, read with Para A of Part A of Schedule III of the said Regulations.

This is for your information and record.

Thanking you,

Yours faithfully,
For Somany Ceramics Limited



Ambrish Julka
GM (Legal) and Company Secretary
M. No.: F4484



25th June, 2020

The General Manager,
Corporate Relationship Dept.,
BSE limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001
(**Stock Code:** 531548)

The Secretary,
National Stock Exchange of India Ltd.,
Exchange plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
(**Symbol:** SOMANYCERA)

Sub: Outcome of Board Meeting

Dear Sir/Madam,

We wish to inform you that the Board of Directors at their meeting held today have considered and approved issuance of Non-Convertible Debentures/Bonds/Other similar Instruments upto an amount of Rs. 50 Crores, which is subject to shareholder's approval in the ensuing Annual General Meeting, to be held for the financial year 2019-20.

Kindly treat this as a disclosure under Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with Para A of Part A of Schedule III of the said Regulations.

This is for your information and record.

Thanking you,

Yours faithfully,
For Somany Ceramics Limited



Amrish Julka
GM (Legal) and Company Secretary
M. No.: F4484

