

INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON THE UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR TO DATE ENDED 31st DECEMBER 2019

The Board of Directors,
Sundaram - Clayton Limited,
"Chaitanya", No.12, Khader Nawaz Khan Road
Nungambakkam
Chennai 600 006

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of Sundaram-Clayton Limited (the 'Company'), for the Quarter and year to date ended 31st December 2019 (the 'Statement') being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. This statement which is the responsibility of the Company's Management has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and other accounting principles generally accepted in India and has been approved by the Board of Directors at their meeting held on 5th February 2020. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (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 is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and 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 accompanying Statement of Unaudited Standalone Financial Results prepared in accordance with the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 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, read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Raghavan, Chaudhuri & Narayanan
Chartered Accountants
Firm Regn. No. 007716

V Sathyanarayanan
Partner
Membership No. 027716
Place: Chennai
Date: 5th February 2020
UDIN: 20027716AAAABW2022



SUNDARAM-CLAYTON LIMITED

Regd office: "Chaitanya", No.12, Khader Nawaz Khan Road, Chennai 600 006

Tel : 044-2833 2115 Fax : 044 - 2833 2113

Website : www.sundaram-clayton.com Email : corpsec@scl.co.in CIN : L35999TN1962PLC004792

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER 2019

S.No.	Particulars	(Rs. in Crores)					
		Quarter Ended			Nine Months Ended		Year Ended
		31.12.2019	30.09.2019	31.12.2018	31.12.2019	31.12.2018	31.03.2019
		(Unaudited)			(Audited)		(Audited)
		(1)	(2)	(3)	(4)	(5)	(6)
1	Income						
	a) Revenue from operations	306.04	342.87	458.83	1,023.06	1,415.61	1,833.07
	b) Other Income	1.61	1.27	58.07	6.31	61.68	99.87
	Total Income	307.65	344.14	516.90	1,029.37	1,477.29	1,932.94
2	Expenditure						
	a) Cost of materials consumed	128.42	146.44	232.48	438.25	746.64	922.62
	b) Purchase of stock-in-trade	-	-	-	-	-	-
	c) Changes in inventories of finished goods, work-in-process and stock-in-trade	12.71	9.94	(3.99)	34.55	(37.48)	(6.24)
	d) Employee benefits expense	53.47	54.51	74.55	173.14	212.41	276.02
	e) Finance Costs	14.05	14.04	14.20	42.87	42.45	55.16
	f) Depreciation and amortisation expense	17.16	23.86	23.55	68.40	66.18	92.19
	g) Other expenses	77.29	86.57	116.63	253.44	361.95	462.71
	Total Expenditure	303.10	335.36	457.42	1,010.65	1,392.15	1,802.46
3	Profit from Ordinary Activities before Exceptional items (1-2)	4.55	8.78	59.48	18.72	85.14	130.48
4	Exceptional Items - Gain / (Loss)	(4.31)	(7.07)	-	(11.38)	-	-
5	Profit from Ordinary Activities before tax (3+4)	0.24	1.71	59.48	7.34	85.14	130.48
6	Tax expense						
	a) Current tax	-	(0.20)	(0.13)	-	5.90	8.04
	b) Deferred tax	(0.17)	0.54	9.33	0.69	9.85	2.78
	Total tax expense	(0.17)	0.34	9.20	0.69	15.75	10.82
7	Profit for the Period (5-6)	0.41	1.37	50.28	6.65	69.39	119.66
8	Other Comprehensive Income (net of tax)						
	a) Items that will not be reclassified to profit or loss	13.53	(13.41)	(5.02)	(23.55)	(20.27)	(16.38)
	b) Items that will be reclassified to profit or loss	0.96	(0.94)	(0.62)	(2.54)	(1.06)	(3.42)
9	Total Comprehensive Income for the period (7+8)	14.90	(12.98)	44.64	(19.44)	48.06	99.86
10	Paid up equity share capital (Face value of Rs.5/- each)	10.12	10.12	10.12	10.12	10.12	10.12
11	Reserves excluding revaluation reserve	-	-	-	-	-	678.58
12	Earnings Per Share (EPS)(Face value of Rs.5/- each)(not annualised)						
	(i) Basic (in Rs.)	0.20	0.68	24.85	3.29	34.30	59.14
	(ii) Diluted (in Rs.)	0.20	0.68	24.85	3.29	34.30	59.14

Notes:

- The operations of the Company relate to only one segment viz., automotive components.
- Effective 1st April 2019, the company has adopted Ind AS "Leases", using modified retrospective method and applied the Standard to its leases retrospectively and has recognised the effect of the cumulative adjustment in the opening balance of retained earnings, on the date of initial application (1st April 2019). Comparative numbers in the previous year have not been restated.
- Exceptional item represents one time costs associated with voluntary separations.
- The figures of other income for the quarter and nine months period ended 31st December 2018 includes dividend received from a subsidiary of Rs. 57.27 Cr. For the quarter and nine months period ended 31st December 2019, dividend declared by the subsidiary is yet to be received.
- The above unaudited financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on 5th February 2020. These results have been subject to limited review by the statutory auditors of the Company.
- Figures for the previous periods have been regrouped, wherever necessary, to conform to the current period's classification.



FOR SUNDARAM-CLAYTON LIMITED

Chairman

Place : Chennai
 Date : 5th February 2020

**INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON THE UNAUDITED CONSOLIDATED
FINANCIAL RESULTS FOR THE QUARTER AND YEAR TO DATE ENDED 31st DECEMBER 2019**

The Board of Directors,
Sundaram - Clayton Limited,
"Chaitanya", No.12, Khader Nawaz Khan Road
Nungambakkam
Chennai 600 006

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of Sundaram - Clayton Limited (the 'Company'), and its subsidiaries (the Company and its subsidiaries together referred to as "the Group") for the Quarter and year to date ended 31st December 2019 (the 'Statement') being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. The consolidated figures for the corresponding quarter ended 31st December 2018 and the corresponding period from 1 April 2018 to 31st December 2018, as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subjected to review by us since the requirement of submission of quarterly consolidated financial results have become mandatory only from 1st of April 2019.
3. This statement which is the responsibility of the Company's Management has been compiled on the basis of the related Interim Consolidated Financial Statements prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and other accounting principles generally accepted in India and has been approved by the Board of Directors at their meeting held on 5th February 2020. Our responsibility is to issue a report on the Statement based on our review.
4. We conducted our review in accordance with the Standard on Review Engagement (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 is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of Unaudited Consolidated Financial Results, which includes the results of the subsidiaries, as given in the Annexure to this report, prepared in accordance with the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 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, read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the interim financial information of three subsidiaries, and the share of profits from three associates, included in the consolidated unaudited financial results, whose interim financial information reflect total assets of Rs. 9201.94 crores as at 31st December 2019 and total revenues of Rs. 4,246.72 crores and Rs. 13,369.51 Crores, total net profit after tax of Rs. 124.54 crores and Rs. 525.26 crores and total comprehensive income of Rs. 1.36 crores and Rs. (47.33) crores, for the quarter ended 31 December 2019 and for the period from 1 April 2019 to 31 December 2019, respectively, and cash flows (net) of Rs. 39.43 Crores for the period from 1 April 2019 to 31 December 2019 as considered in the consolidated unaudited financial results. These financial information have been reviewed by other auditor's whose report has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above. We do not modify our conclusion on the statements, in consideration of the above matter.
7. The consolidated unaudited financial results include the interim financial information of five subsidiaries and two associates which have not been reviewed by their auditors and are based solely on management certified accounts, whose interim financial information reflect total assets of Rs. 1,667.35 Crores as at 31st December 2019 and total revenues of Rs. 105.52 crores and Rs. 270.45 crores, the total net loss after tax were Rs.6.69 Crores and Rs.48.49 Crores and the total comprehensive incomes (losses) were Rs. 9.47 Crores and Rs. 22.27 Crores for the quarter ended 31 December 2019 and for the period 1 April 2019 to 31 December 2019 respectively and cash flows (net) Rs. (5.08) crores for the period 1 April 2019 to 31 December 2019 respectively as considered in the consolidated unaudited financial results. Five subsidiaries and two associates are located outside India whose financial information have been prepared in accordance with accounting principles generally accepted in their respective countries. The Company's Management has converted these financial information, to Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India from accounting principles generally accepted in their countries. We have reviewed these conversion adjustments made by the Company's Management. Our conclusion in so far as it relates to such subsidiaries and associate located outside India, is based on the aforesaid conversion adjustments prepared by the Company's Management and reviewed by us.

For Raghavan, Chaudhuri & Narayanan
Chartered Accountants
Firm Regn. No. 007761S



V Sathyanarayanan
Partner

Membership No. 027716

Place: Chennai

Date: 5th February 2020

UDIN:20027716AAAABX7515

Annexure to Limited Review Report

List of Subsidiaries:

1. TVS Motor Company Limited
2. Sundaram Auto Components Limited
3. TVS Housing Limited
4. TVS Motor Services Limited
5. TVS Credit Services Limited

Subsidiaries of TVS Credit Services Limited:

- (i) TVS Two-Wheeler Mall Private Limited
 - (ii) TVS Micro Finance Private Limited
 - (iii) Harita ARC Private Limited
 - (iv) Harita Collection Services Private Limited
 - (v) TVS Commodity Financial Solutions Private Limited
 - (vi) TVS Housing Finance Private Limited
6. Sundaram-Clayton (USA) Limited, USA
 7. TVS Motor Company (Europe) BV, Netherlands
 8. TVS Motor (Singapore) Pte Limited, Singapore
 9. PT TVS Motor Company Indonesia, Jakarta
 10. Sundaram Holding USA Inc., USA

Subsidiaries of Sundaram Holding USA Inc.

- (i) Green Hills Land Holding LLC, USA
- (ii) Components Equipment Leasing LLC, USA
- (iii) Sundaram-Clayton (USA) LLC, USA (formerly Workspace Project LLC)
- (iv) Premiere Land Holding LLC, USA.

Associates:

1. Sundram Non-Conventional Energy Systems Limited, Chennai
2. Emerald Haven Realty Ltd., Chennai
3. TVS Training and Services Limited, Chennai
4. Tagbox Solutions Private Limited, Bengaluru
5. Tagbox Pte Ltd, Singapore



STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER 2019

S.No.	Particulars	(Rs. in Crores)					
		Quarter Ended			Nine Months Ended		Year Ended
		31.12.2019	30.09.2019	31.12.2018	31.12.2019	31.12.2018	31.03.2019
		(1)	(2)	(3)	(4)	(5)	(6)
		(Unaudited)					(Audited)
1	Income						
	a) Revenue from operations	4,989.97	5,220.75	5,473.02	15,517.85	16,276.77	21,547.89
	b) Other income	14.88	5.93	(0.40)	34.12	4.86	27.75
	Total Income	5,004.85	5,226.68	5,472.62	15,551.97	16,281.63	21,575.64
2	Expenditure						
	a) Cost of materials consumed	2,868.62	3,274.95	3,593.56	9,569.78	10,900.44	14,309.23
	b) Purchase of stock-in-trade	70.77	70.16	60.32	199.60	182.70	244.84
	c) Changes in inventories of finished goods, work-in-process and stock-in-trade	172.16	(12.04)	23.06	170.31	(145.33)	(85.19)
	d) Employee benefits expense	434.92	440.83	443.89	1,320.80	1,296.42	1,713.41
	e) Finance Costs	228.53	215.69	180.87	665.75	522.04	718.56
	f) Depreciation and amortisation expense	150.26	159.48	139.81	467.82	396.93	533.90
	g) Other expenses	797.07	820.89	742.08	2,381.77	2,239.80	3,026.77
	h) Total Expenditure	4,722.33	4,969.96	5,183.59	14,775.83	15,393.00	20,461.52
3	Profit from ordinary activities before Share of Profit/(Loss) of associates and Exceptional Items (1-2)	282.52	256.72	289.03	776.14	888.63	1,114.12
4	Share of profit/(loss) of Associates	(0.22)	(1.44)	2.54	(1.95)	5.07	3.62
5	Profit from ordinary activities before Exceptional items (3+4)	282.30	255.28	291.57	774.19	893.70	1,117.74
6	Exceptional Items - Gain / (Loss)	(80.35)	68.97	-	(11.38)	-	-
7	Profit from Ordinary Activities before tax (5+6)	201.95	324.25	291.57	762.81	893.70	1,117.74
8	Tax expense						
	a) Current tax	56.96	95.93	97.52	232.11	279.75	371.22
	b) Deferred Tax	(13.65)	(33.64)	3.00	(45.74)	20.34	(3.25)
	Total tax expense	43.31	62.29	100.52	186.37	300.09	367.97
9	Profit for the Period (7-8)	158.64	261.96	191.05	576.44	593.61	749.77
10	Other Comprehensive Income (net of tax)						
	a) Items that will not be reclassified to profit or loss	16.28	(35.05)	(8.54)	(59.14)	(26.70)	(19.84)
	b) Items that will be reclassified to profit or loss	14.01	(7.27)	21.92	4.80	9.85	0.04
11	Total Comprehensive Income for the period (9+10)	188.93	219.64	204.43	522.10	576.76	729.97
12	Net Profit attributable to						
	a) Owners of the Company	88.84	149.77	107.36	327.91	341.43	432.14
	b) Non controlling interest	69.80	112.19	83.69	248.53	252.18	317.63
13	Other Comprehensive income attributable to						
	a) Owners of the Company	23.56	(28.74)	7.35	(40.70)	(16.69)	(17.73)
	b) Non controlling interest	6.73	(13.58)	6.03	(13.64)	(0.16)	(2.07)
14	Total Comprehensive income attributable to						
	a) Owners of the Company	112.40	121.03	114.71	287.21	324.74	414.41
	b) Non controlling interest	76.53	98.61	89.72	234.89	252.02	315.56
15	Paid up equity share capital (Face value of Rs. 5/- each)	10.12	10.12	10.12	10.12	10.12	10.12
16	Reserve excluding Revaluation Reserve	-	-	-	-	-	2,463.67
17	Earnings Per Share (EPS) (Face value of Rs. 5/- each) (not annualised)						
	(i) Basic (in Rs.)	43.91	74.03	53.06	162.07	168.76	213.59
	(ii) Diluted (in Rs.)	43.91	74.03	53.06	162.07	168.76	213.59

Notes:

- Effective 1st April 2019, the company has adopted Ind AS "Leases", using modified retrospective method and applied the standard to its leases retrospectively and has recognised the effect of the cumulative adjustment in the opening balance of retained earnings, on the date of initial application (1st April 2019). Comparative numbers in the previous year have not been restated.
- One of the Subsidiary of the Company at its Board meeting held on 4th February 2020, declared an interim dividend of Rs.2.10 per share (210%) absorbing a sum of Rs.120.28 Crores including dividend distribution tax (DDT) for the year 2019-20.
- Exceptional item includes one of the Subsidiary's reversal of the provision of Rs.76.04 crores towards National Calamity Contingent Duty (NCCD) including applicable cesses for its Himachal Pradesh Plant based on a favourable ruling by CESTAT in the Company's case for the credit taken by it in the previous quarter. Following the ruling given in the current quarter by the Hon'ble Supreme Court that NCCD, including applicable cesses, are leviable, the Subsidiary, as a prudent measure, has reinstated the provision of Rs.76.04 crores as an "exceptional item".
- The above unaudited financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on 5th February 2020. These results have been subjected to limited review by the statutory auditors of the Company
- Figures for the previous periods have been regrouped, wherever necessary, to conform to the current period's classification.



FOR SUNDARAM-CLAYTON LIMITED

 Chairman

SUNDARAM-CLAYTON LIMITED

Regd office: "Chaitanya", No.12, Khader Nawaz Khan Road, Chennai 600 006

Tel : 044-2833 2115 Fax : 044 - 2833 2113

Website : www.sundaram-clayton.com Email : corpsec@scl.co.in CIN : L35999TN1962PLC004792

CONSOLIDATED SEGMENT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED 31st DECEMBER 2019

(Rs. in Crores)

S.No	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2019	30.09.2019	31.12.2018	31.12.2019	31.12.2018	31.03.2019
		Unaudited			Unaudited		Audited
1	Segment Revenue						
	a) Automotive components	440.22	490.38	604.45	1,440.57	1,880.68	2,432.82
	b) Automotive Vehicles & Parts	4,182.10	4,393.83	4,679.80	13,083.83	13,903.65	18,332.50
	c) Financial Services	515.45	492.76	393.91	1,463.58	1,137.28	1,601.65
	d) Others	0.02	0.01	-	0.23	-	0.07
	Total	5,137.79	5,376.98	5,678.16	15,988.21	16,921.61	22,367.04
	Less: Inter-Segment Revenue	147.82	156.23	205.14	470.36	644.84	819.15
	Revenue from operations	4,989.97	5,220.75	5,473.02	15,517.85	16,276.77	21,547.89
2	Results						
	Profit before tax and interest						
	a) Automotive components	20.33	24.25	18.53	71.60	86.60	116.58
	b) Automotive Vehicles & Parts	166.23	322.49	253.79	705.28	780.07	957.40
	c) Financial Services	244.13	194.64	197.58	653.53	544.02	758.70
	d) Others	0.01	-	-	0.10	(0.02)	-
	Total	430.70	541.38	469.90	1,430.51	1,410.67	1,832.68
	Less: Interest	228.53	215.69	180.87	665.75	522.04	718.56
	Add: Share of Profit of Associates	(0.22)	(1.44)	2.54	(1.95)	5.07	3.62
	Profit before tax	201.95	324.25	291.57	762.81	893.70	1,117.74
3	Segment Assets						
	a) Automotive components	2,538.93	2,487.95	2,524.15	2,538.93	2,524.15	2,394.24
	b) Automotive Vehicles & Parts	8,093.30	8,229.46	6,882.66	8,093.30	6,882.66	6,727.53
	c) Financial Services	8,707.03	8,240.74	8,700.95	8,707.03	8,700.95	9,043.70
	d) Others	4.22	3.57	3.74	4.22	3.74	4.36
	Total	19,343.48	18,961.72	18,111.50	19,343.48	18,111.50	18,169.83
4	Segment Liabilities						
	a) Automotive components	1,530.97	1,546.23	1,497.29	1,530.97	1,497.29	1,483.44
	b) Automotive Vehicles & Parts	5,056.18	5,312.36	5,367.18	5,056.18	5,367.18	5,265.13
	c) Financial Services	8,512.16	8,045.37	7,333.38	8,512.16	7,333.38	7,518.30
	d) Others	3.27	3.29	3.57	3.27	3.57	3.51
	Total	15,102.58	14,907.25	14,201.42	15,102.58	14,201.42	14,270.38

Place : Chennai

Date : 5th February 2020



For Sundaram-Clayton Limited

[Signature]
Chairman