

Ref: HIL/SE/2024-25/68

February 6, 2025

To
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400 001
Scrip Code: 509675
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai – 400 051
Scrip Symbol: HIL
Through: NEAPS

Sub: Outcome of Board Meeting held on February 6, 2025

Ref: Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024

Dear Sir/Madam,

Pursuant to Regulation 30, 33 and other applicable Regulations, if any, of the SEBI Listing Regulations, we hereby inform that the Board of Directors of HIL Limited (“**Transferee Company**” or “**Company**”) at its meeting held today, i.e., February 6, 2024, inter-alia, considered and:

- a. Approved unaudited standalone and consolidated financial results of the Company for the quarter and nine months ended December 31, 2024. A copy of the said financial results is enclosed along with limited review reports issued by M/s. B S R and Co, Chartered Accountants (FRN - 128510W), Statutory Auditors of the Company.
- b. Approved the draft Scheme of Amalgamation of Crestia Polytech Private Limited (“**Transferor Company 1**”) and Aditya Poly Industries Private Limited (“**Transferor Company 2**”) and Aditya Polytechnic Private Limited (“**Transferor Company 3**”) and Prabhu Sainath Polymers Private Limited (“**Transferor Company 4**”) and Topline Industries Private Limited (“**Transferor Company 5**”) (hereinafter collectively referred to as “**Transferor Companies**”) with the Company and their respective shareholders (“**Scheme**”) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013. The Scheme is, *inter alia*, subject to receipt of necessary approvals from the jurisdictional bench of the National Company Law Tribunal and such other authorities, as may be required.

The Scheme as approved by the Board would be available on the website of the Company at <http://hil.in> after submission of the same with the BSE Limited and the National Stock Exchange of India Limited.

In terms of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, we are furnishing herewith the details of the Scheme as **Annexure I**.

The meeting of Board of Directors commenced at 5:30 PM IST and concluded at about 06:20 PM IST.

The above disclosure is available on the website of the Company www.hil.in.

For **HIL Limited**

Nidhi Bisaria
Company Secretary & Compliance Officer
Membership No. F5634

Encls. as stated

Annexure - I

Brief details of Amalgamation/ Merger

S.No.	Particulars	Description
a	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>a. Crestia Polytech Private Limited (“CPPL” or “Transferor Company 1”)</p> <p>The turnover of the Transferor Company 1 for the financial year ended as of March 31, 2024, is Rs. 21,555.66 lakh.</p> <p>b. Aditya Poly Industries Private Limited (“APIPL” or “Transferor Company 2”)</p> <p>The turnover of the Transferor Company 2 for the nine months ended December 31, 2024, is Rs. 1,444.75 lakh (unaudited).</p> <p>c. Aditya Polytechnic Private Limited (“APPL” or “Transferor Company 3”)</p> <p>The turnover of the Transferor Company 3 for the financial year ended as of March 31, 2024, is Rs. 4,078.37 lakh.</p> <p>d. Prabhu Sainath Polymers Private Limited (“PSPL” or “Transferor Company 4”)</p> <p>The turnover of the Transferor Company 3 for the nine months ended December 31, 2024, is Rs. 1,542.36 lakh (unaudited).</p> <p>e. Topline Industries Private Ltd. (“Topline” or “Transferor Company 5”)</p> <p>The turnover of the Transferor Company 5 for the financial year ended as of March 31, 2024, is Rs. 33,403.80 lakh.</p>

		<p>f. HIL Limited (“HIL” or “Transferee Company”)</p> <p>The turnover of the Transferee Company for the financial year ended as of March 31, 2024, is Rs. 2230.85 lakhs.</p>
b	<p>Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.</p>	<p>Yes, the companies involved in the Scheme are related parties to each other.</p> <p>In terms of General Circular No. 30/2014 dated 17th July 2014 issued by Ministry of Corporate Affairs, the transactions arising out of compromises, arrangements and amalgamations under the Companies Act, 2013, will not attract the requirements of Section 188 of the Act.</p> <p>The Scheme provides for the amalgamation of the Transferor Companies with the Company. Since, the Transferor Company 1 is a wholly owned subsidiary of the Company and the Transferor Company 2, Transferor Company 3, Transferor Company 4 and Transferor Company 5 are wholly owned subsidiaries of the Transferor Company 1 and the step-down subsidiaries of the Company, no consideration will be issued pursuant to the Scheme. Accordingly, no valuation will be required. Therefore, requirement of arm’s length criteria is not applicable.</p>
c	<p>Area of business of the entity(ies)</p>	<p>i. The Transferor Company 1 is engaged in manufacturing and trading business of HDPE and PVC Pipes, tanks/containers and fittings, filters, injection moulding items, etc. and other related products.</p> <p>ii. The Transferor Company 2 is engaged in the business of manufacturing and trading of fittings such as HDPE pipes,</p>

		<p>MDPE pipes, PPR pipes, etc. and other related products.</p> <p>iii. The Transferor Company 3 is engaged in the business of manufacturing and trading of PVC Pipes, water storage injection moulding items, etc. and other related products.</p> <p>iv. The Transferor Company 4 is engaged in the business of manufacturing and selling fittings such as CPVC pipes, UPVC pipes, SWR pipes, agriculture pipes, house connection items, etc. and related products/items.</p> <p>v. The Transferor Company 5 is in the business of: (a) wholesaling and dealing of UPVC pipes, fittings and tanks; (b) marketing, sales and distribution of PVC pipes, fittings and water tanks manufactured by the group entities; and (c) operates in project sales segment wherein it invites bids and tenders from government contractors and supplies aforesaid products to such government contractors.</p> <p>vi. The Company is engaged in the business of manufacturing and sale of fiber cement humid cure roofing sheets, autoclaved aerated concrete blocks (fly ash blocks), fiber cement board and panels, a wide range of plumbing solutions, including CPVC, UPVC, column pipes, SWR and pressure pipes & fittings ideal for household, industrial, and commercial applications, wall care putty and construction chemicals.</p>
d	Rationale for amalgamation/ merger	The rationale and the benefits of the amalgamation of the Transferor Companies with the Company are as follows:

		<ul style="list-style-type: none"> (i) By combining manufacturing facilities, administrative operations, and distribution networks, the Company will have the ability to reduce redundancies, enhance productivity, and will allow pooling of resources across manufacturing, procurement, and supply chain management, ensuring that both raw material costs and operational expenses are minimized through more efficient utilization of assets; (ii) The merger will result in a simplified management structure, with the leadership team of the Company overseeing the unified operations. This will improve decision-making speed, foster a cohesive corporate culture, and optimize governance across all business units; (iii) The employees of the Transferor Companies will have the opportunity to work within a larger, more robust organization, which is expected to create greater career growth opportunities; (iv) The shareholders of the Company will benefit from the operational synergies arising pursuant the merger; and (v) The customers of the Transferor Companies will benefit from an expanded product portfolio, improved service delivery, and access to a larger network of distribution channels, positioning the Company as a more competitive player in the market.
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		Accordingly, the Scheme is in the interest of the parties involved and their respective stakeholders.
e	In case of cash consideration – amount or otherwise share exchange ratio	<p>The Scheme provides for the amalgamation of the Transferor Companies with the Company.</p> <p>Since, the Transferor Company 1 is a wholly owned subsidiary of the Company and the Transferor Company 2, Transferor Company 3, Transferor Company 4 and Transferor Company 5 are wholly owned subsidiaries of the Transferor Company 1 and the step-down subsidiaries of the Company, no consideration will be issued pursuant to the Scheme.</p>
f	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Company pursuant to the Scheme.

Limited Review Report on unaudited standalone financial results of HIL Limited for the quarter ended 31 December 2024 and year to date results for the period from 01 April 2024 to 31 December 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of HIL Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of HIL Limited (hereinafter referred to as “the Company”) for the quarter ended 31 December 2024 and year to date results for the period from 01 April 2024 to 31 December 2024 (“the Statement”).
2. This Statement, which is the responsibility of the Company’s management and approved by its 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 and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”). Our responsibility is to issue a report 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. 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 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 Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **B S R and Co**

Chartered Accountants

Firm’s Registration No.:128510W

**Sulabh
Kumar
Kedia** Digitally signed
by Sulabh Kumar
Kedia
Date: 2025.02.06
20:05:39 +05'30'

Sulabh Kumar Kedia

Partner

Mumbai

06 February 2025

Membership No.: 066380

UDIN:25066380BMRJQT8913

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2024

INR in Lakhs

Sl.No.	Particulars	Quarter ended			Nine months ended		Year ended
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue from operations	49648	48121	50932	175284	169675	223085
2	Other income	515	1726	1065	1996	2342	3591
3	Total income (1+2)	50163	49847	51997	177280	172017	226676
4	Expenses						
	a) Cost of materials consumed	28468	25540	28506	90342	89470	120842
	b) Purchases of stock-in-trade	4916	4679	2576	14958	11901	10840
	c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(3090)	(853)	(961)	2478	(1706)	(1383)
	d) Employee benefits expense	5462	5370	4929	16497	14255	19281
	e) Finance costs	652	621	285	1873	664	1075
	f) Depreciation and amortisation expense	1794	1685	1739	5160	5002	6796
	g) Other expenses	13884	14116	14082	43412	43300	59643
	Total expenses	52086	51158	51156	174720	162886	217094
5	(Loss) / Profit before tax and exceptional items for the period / year (3-4)	(1923)	(1311)	841	2560	9131	9582
6	Exceptional items (Refer note 4)	-	8189	-	8189	3651	3721
7	(Loss) / Profit before tax for the period / year (5+6)	(1923)	6878	841	10749	12782	13303
8	Tax expense						
	a) Current tax	(904)	963	216	1730	3416	3584
	b) Deferred tax	122	(97)	(47)	(111)	(526)	(579)
	Total tax expense	(782)	866	169	1619	2890	3005
9	(Loss) / Profit for the period / year (7-8)	(1141)	6012	672	9130	9892	10298
10	Other comprehensive (loss) / income (net of tax)						
	Items that will not be reclassified subsequently to profit or loss						
	(a) Remeasurements of defined benefit assets	-	(1)	-	(1)	11	(19)
	Income-tax relating to above item	-	-	-	-	(3)	5
	(b) Equity investments through other comprehensive income - net change in fair value	-	-	-	-	-	-
	Income-tax relating to above item	-	-	-	-	-	-
	Other comprehensive (loss) / income for the period / year (net of tax)	-	(1)	-	(1)	8	(14)
11	Total comprehensive (loss) / income for the period / year (9+10)	(1141)	6011	672	9129	9900	10284
12	Paid up equity share capital (Face value of INR 10 per share)	757	757	757	757	757	757
13	Other equity						118319
14	Earnings per equity share (not annualised for the quarter) (Face value of INR 10 per share)						
	Basic (INR)	(15.13)	79.73	8.91	121.07	131.22	136.59
	Diluted (INR)	(15.13)	79.73	8.91	121.07	131.22	136.59

Contd.....

Notes:

- The financial results of HIL Limited ("the Company") have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with the relevant rules thereunder and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The above results for the quarter and nine months ended 31 December 2024 were reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 06 February 2025. The statutory auditors have expressed an unmodified review opinion on these results.
- Where financial results contain both consolidated and standalone financial results of the parent, segment information is required to be presented only in the consolidated financial results. Accordingly, segment information has been presented in the consolidated financial results.
- Certain assets of the Company classified under Assets held for sale category have been sold during the year ended 31 March 2024. Further, the Company has sold certain land parcel during the nine months period ended 31 December 2024. Profit arising on such sale amounting to INR 3721 Lakhs and INR 8189 Lakhs for the year ended 31 March 2024 and for the nine months period ended 31 December 2024 respectively, is presented as an exceptional item in the above results.
- On 11 March 2024, the Company had entered into a Share subscription and purchase agreement (SSPA) (as amended) with Crestia Polytech Private Limited ('Crestia') for subscription and purchase of the shares of Crestia. Pursuant to the SSPA, Crestia entered into Share purchase agreements (SPAs) with the respective shareholders of Topline Industries Private Limited, Aditya Polytechnic Private Limited, Prabhu Sainath Polymers Private Limited (formerly known as "Sainath Polymers") and Aditya Poly Industries Private Limited (formerly known as "Aditya Industries") (Crestia and other entities as mentioned here are together referred to as "the Group entities"). Post completion of the agreed closing conditions, the Company obtained control over the Group entities and consolidated in its books of account effective 05 April 2024. The Company has made investment of INR 16,046 lakhs in the Group entities as on 31 December 2024 out of which INR 11,052 lakhs has been paid to shareholders of group entities as purchase consideration.
The Company along with the respective shareholders of the Group entities (the seller), is currently in the process of completing its determination of working capital balances taken over by the Company as part of the acquisition. Pending such determination and other adjustments as envisaged in the SSPA and SPAs, the Company has carried out a preliminary purchase price allocation between goodwill, tangible assets, intangible assets and other working capital balances taken over. These initial estimates will be finalised over period not exceeding twelve-month period as allowed under Ind AS.
- The Board of Directors of the Company, at their meeting held on 06 February 2025, have approved a scheme of amalgamation ('Scheme') of wholly owned subsidiary of HIL Limited, Crestia Polytech Private Limited and step down wholly owned subsidiaries of the Company viz., Aditya Poly Industries Private Limited, Aditya Polytechnic Private Limited, Prabhu Sainath Polymers Private Limited and Topline Industries Private Limited (collectively referred to as the "Transferor Companies") with the Company, wherein the Transferor Companies are proposed to be amalgamated with the Company from an appointed date of 05 April 2024 subject to seeking necessary approvals from the shareholders and the concerned regulators in respect of the Scheme.
- The Company in financial year 1979-80 had invested in Supercor Industries Limited, Nigeria ("Supercor"). Supercor suspended its operations from November 2015 and closed its offices because of which it has not prepared any financial statements since then. Therefore, the Company has been unable to incorporate the requisite financial information, if any, of Supercor in its consolidated financial statements as required under Section 129(3) of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's investment in Supercor as at 31 December 2024 amounts to INR NIL (31 December 2023: INR NIL), after considering the provision for diminution in value of investments amounting to INR 143 lakhs (31 December 2023: INR 143 lakhs). On the basis of the request filed by the Company in earlier years, an intimation was received from Reserve Bank of India for suspension of the Unique Identification Number allotted to Supercor.
- The financial results of the following subsidiaries and step-down subsidiaries and Joint venture of the Company are included in the consolidated financial results for the quarter and nine months period ended 31 December 2024.

S.No	Name of the entity	Country	Relationship
1	HIL International GmbH	Germany	Wholly owned Subsidiary
2	Parador Holding GmbH	Germany	Step-down Subsidiary
3	Parador GmbH	Germany	Step-down Subsidiary
4	Parador Parkettwerke GmbH	Austria	Step-down Subsidiary
5	Parador UK Limited	United Kingdom	Step-down Subsidiary
6	Parador (Shanghai) Trading Co., Ltd.	China	Joint Venture
7	Crestia Polytech Private Limited	India	Wholly owned Subsidiary
8	Topline Industries Private Limited	India	Step-down Subsidiary
9	Aditya Polytechnic Private Limited	India	Step-down Subsidiary
10	Prabhu Sainath Polymers Private Limited	India	Step-down Subsidiary
11	Aditya Poly Industries Private Limited	India	Step-down Subsidiary

By order of the Board

Akshat Seth
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by Akshat Seth
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Akshat Seth
Managing Director and
Chief Executive Officer
DIN: 10039820

Place: New Delhi

Date: 06 February 2025

Limited Review Report on unaudited consolidated financial results of HIL Limited for the quarter ended 31 December 2024 and year to date results for the period from 01 April 2024 to 31 December 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of HIL Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of HIL Limited (hereinafter referred to as “the Parent”), and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”) and its share of the net loss after tax and total comprehensive loss of its joint venture for the quarter ended 31 December 2024 and year to date results for the period from 01 April 2024 to 31 December 2024 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).
2. This Statement, which is the responsibility of the Parent’s management and 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 and in compliance with Regulation 33 of the Listing Regulations. 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. 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.

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.

4. The Statement includes the results of the following entities:

S. No.	Name of the component	Country	Relationship
1	HIL Limited	India	Parent
2	HIL International GmbH	Germany	Subsidiary
3	Parador Holding GmbH	Germany	Step-down Subsidiary
4	Parador GmbH	Germany	Step-down Subsidiary

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

Limited Review Report (Continued)

HIL Limited

5	Parador Parkettwerke GmbH	Austria	Step-down Subsidiary
6	Parador UK Limited	United Kingdom	Step-down Subsidiary
7	Parador (Shanghai) Trading Co., Ltd.	China	Joint Venture
8	Crestia Polytech Private Limited	India	Subsidiary
9	Topline Industries Private Limited	India	Step-down Subsidiary
10	Aditya Polytechnic Private Limited	India	Step-down Subsidiary
11	Prabhu Sainath Polymers Private Limited (formerly known as "Sainath Polymers")	India	Step-down Subsidiary
12	Aditya Poly Industries Private Limited (formerly known as "Aditya Industries")	India	Step-down Subsidiary

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, 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 Listing Regulations, 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 results of nine subsidiaries/ step-down subsidiaries included in the Statement, whose interim financial results reflect total revenues (before consolidation adjustments) of INR 34,997 lakhs and INR 112,610 lakhs, total net loss after tax (before consolidation adjustments) of INR 2,182 lakhs and INR 9,151 lakhs and total comprehensive loss (before consolidation adjustments) of INR 2,182 lakhs and INR 9,228 lakhs, for the quarter ended 31 December 2024 and for the period from 01 April 2024 to 31 December 2024 respectively, as considered in the Statement. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Parent's 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 reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of this matter.

Limited Review Report (Continued)

HIL Limited

7. The Statement includes the interim financial information of one step-down subsidiary which has not been reviewed, whose interim financial information reflect total revenues (before consolidation adjustments) of INR 326 lakhs and INR 1,445 lakhs, total net loss after tax (before consolidation adjustments) of INR 30 lakhs and INR 94 lakhs and total comprehensive loss (before consolidation adjustments) of INR 30 lakhs and INR 94 lakhs, for the quarter ended 31 December 2024 and for the period from 01 April 2024 to 31 December 2024 respectively, as considered in the Statement. The Statement also includes the Group's share of net loss after tax of INR 4 lakhs and INR 107 lakhs and total comprehensive loss of INR 4 lakhs and INR 107 lakhs, for the quarter ended 31 December 2024 and for the period from 01 April 2024 to 31 December 2024 respectively as considered in the Statement, in respect of one joint venture, based on their interim financial results which have not been reviewed. According to the information and explanations given to us by the Parent's management, these interim financial results are not material to the Group.

Our conclusion is not modified in respect of this matter.

For **B S R and Co**

Chartered Accountants

Firm's Registration No.:128510W

Sulabh
Kumar
Kedia



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by Sulabh Kumar
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Date: 2025.02.06
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Sulabh Kumar Kedia

Partner

Mumbai

06 February 2025

Membership No.: 066380

UDIN:25066380BMRJQU1852

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2024

Sl. No.	Particulars	Quarter ended			Nine months ended		INR in Lakhs
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	Year ended
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue from operations	80525	77446	78424	268632	252296	337497
2	Other income	376	1917	988	1944	1906	2983
3	Total income (1+2)	80901	79363	79412	270576	254202	340480
4	Expenses						
	a) Cost of materials consumed	44458	42888	39611	142092	132240	176636
	b) Purchases of stock-in-trade	4258	1647	3351	12032	14608	16069
	c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(1850)	1137	2185	3899	(1938)	(1204)
	d) Employee benefits expense	12789	13342	11603	40165	34205	46737
	e) Finance costs	1738	1740	795	5167	3467	3536
	f) Depreciation and amortisation expense	3680	3576	2981	10839	8889	12001
	g) Other expenses	20934	22539	20017	66828	62502	86814
	Total expenses	86007	86869	80543	281022	253973	340589
5	(Loss) / Profit before share of (loss) / profit of equity accounted investee, exceptional items and tax for the period / year (3-4)	(5106)	(7506)	(1131)	(10446)	229	(109)
6	Exceptional items (refer note 5)	-	8189	-	8189	3651	3721
7	(Loss) / Profit before share of (loss) / profit of equity accounted investee and tax for the period / year (5+6)	(5106)	683	(1131)	(2257)	3880	3612
8	Share of (loss) / profit of equity accounted investee (net of tax) (refer note 3)	(4)	(59)	67	(107)	(31)	(58)
9	(Loss) / Profit before tax (7+8)	(5110)	624	(1064)	(2364)	3849	3554
10	Tax expense						
	a) Current tax	(904)	964	(8)	1744	2182	3410
	b) Deferred tax	(658)	(1807)	(338)	(3289)	(1823)	(3335)
	Total tax (income) / expense	(1562)	(843)	(346)	(1545)	359	75
11	(Loss) / Profit for the period / year (9-10)	(3548)	1467	(718)	(819)	3490	3479
12	Other comprehensive (loss) / income (net of tax)						
	(i) Items that will not be reclassified subsequently to profit or loss						
	(a) Remeasurements of defined benefit asset	-	(105)	-	(105)	99	(153)
	Income-tax relating to above item	-	27	-	27	(19)	41
	(ii) Items that will be reclassified subsequently to profit or loss						
	(a) Exchange difference in translating financial statements of foreign operations	(1446)	1484	1521	(192)	997	178
	Other comprehensive (loss) / income for the period / year (net of tax)	(1446)	1406	1521	(270)	1077	66
13	Total comprehensive (loss) / income for the period / year (11+12)	(4994)	2873	803	(1089)	4567	3545
14	(Loss) / Profit attributable to:						
	Owners of the Company	(3548)	1467	(718)	(819)	3490	3479
	Non-controlling interests	-	-	-	-	-	-
	(Loss) / Profit for the period / year	(3548)	1467	(718)	(819)	3490	3479
15	Other comprehensive (loss) / income attributable to:						
	Owners of the Company	(1446)	1406	1521	(270)	1077	66
	Non-controlling interests	-	-	-	-	-	-
	Other comprehensive (loss) / income for the period / year	(1446)	1406	1521	(270)	1077	66
16	Total comprehensive (loss) / income attributable to:						
	Owners of the Company	(4994)	2873	803	(1089)	4567	3545
	Non-controlling interests	-	-	-	-	-	-
	Total comprehensive (loss) / income for the period / year	(4994)	2873	803	(1089)	4567	3545
17	Paid up equity share capital (Face value INR 10 per share)	757	757	757	757	757	757
18	Other equity						124527
19	Earnings per share (not annualised for the quarter) (Face value of INR 10 per share)						
	Basic (INR)	(47.05)	19.45	(9.52)	(10.86)	46.30	46.15
	Diluted (INR)	(47.05)	19.45	(9.52)	(10.86)	46.30	46.15

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SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

INR in Lakhs

Sl. No.	Particulars	Quarter ended			Nine months ended		Year ended
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Segment revenue (Revenue / Income from segments)						
(a)	Roofing Solutions	21675	19998	22682	88009	89207	114706
(b)	Building Solutions	13200	13116	13765	39795	39959	54522
(c)	Polymer Solutions	16884	16501	14429	52900	40267	53538
(d)	Flooring Solutions	28754	27750	27507	87789	82641	114432
(e)	Others	86	178	114	414	524	666
	Total	80599	77543	78497	268907	252598	337864
	Less: Inter-segment revenue	74	97	73	275	302	367
	Total Revenue / Income	80525	77446	78424	268632	252296	337497
2	Segment results Profit before tax from segments						
(a)	Roofing Solutions	1065	851	1640	9429	11379	13594
(b)	Building Solutions	601	678	378	2064	1754	2685
(c)	Polymer Solutions	(1408)	(1538)	720	(3458)	1438	1425
(d)	Flooring Solutions	(1875)	(4763)	(1621)	(9085)	(8271)	(8814)
(e)	Others	(76)	3	29	(89)	397	461
	Total	(1693)	(4769)	1146	(1139)	6697	9351
	Less:						
	i) Interest	618	549	213	1696	453	791
	ii) Other unallocable expenditure net-off unallocable income	2799	(5942)	1997	(471)	2395	5006
	Total (loss) / profit before tax	(5110)	624	(1064)	(2364)	3849	3554
3	Segment assets						
(a)	Roofing Solutions	48710	45407	53949	48710	53949	53506
(b)	Building Solutions	47844	47178	44000	47844	44000	44253
(c)	Polymer Solutions	64157	64869	28414	64157	28414	27437
(d)	Flooring Solutions	112373	122826	102202	112373	102202	120739
(e)	Others	2775	2797	2980	2775	2980	2870
(f)	Unallocated	9160	10278	9278	9160	9278	25519
	Total assets	285019	293355	240823	285019	240823	274324
4	Segment liabilities						
(a)	Roofing Solutions	15151	14121	20106	15151	20106	18249
(b)	Building Solutions	9720	9584	9759	9720	9759	9460
(c)	Polymer Solutions	26112	27372	8352	26112	8352	8791
(d)	Flooring Solutions	68949	78609	52891	68949	52891	72919
(e)	Others	133	112	162	133	162	143
(f)	Unallocated	42188	35861	22242	42188	22242	39478
	Total liabilities	162253	165659	113512	162253	113512	149040

Contd.....

Notes:

- The financial results of HIL Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), and its joint venture have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with the relevant rules thereunder and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The above results for the quarter ended 31 December 2024 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 06 February 2025. The statutory auditors have expressed an unmodified review opinion on these results.
- The Company in financial year 1979-80 had invested in Supercor Industries Limited, Nigeria ("Supercor"). Supercor suspended its operations from November 2015 and closed its offices because of which it has not prepared any financial statements since then. Therefore, the Company has been unable to incorporate the requisite financial information, if any, of Supercor in its consolidated financial statements as required under Section 129(3) of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's investment in Supercor as at 31 December 2024 amounts to INR NIL (31 December 2023: INR NIL), after considering the provision for diminution in value of investments amounting to INR 143 lakhs (31 December 2023: INR 143 lakhs). On the basis of the request filed by the Company in earlier years, an intimation was received from Reserve Bank of India for suspension of the Unique Identification Number allotted to Supercor.
- The unaudited standalone financial results, for the quarter ended 31 December 2024 can be viewed on the websites of the Company, National Stock Exchange of India Limited (NSE) and BSE Ltd (BSE) at www.hil.in, www.nseindia.com and www.bseindia.com respectively. Information of unaudited standalone financial results of the Company in terms of Regulation 47(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

Particulars	INR in Lakhs					
	Quarter ended			Nine months ended		Year ended
	31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from operations	49648	48121	50932	175284	169675	223085
(Loss) / Profit before tax (including exceptional items)	(1923)	6878	841	10749	12782	13303
(Loss) / Profit for the period / year after tax	(1141)	6012	672	9130	9892	10298
Other comprehensive (loss) / income for the period / year	-	(1)	-	(1)	8	(14)
Total comprehensive (loss) / income for the period / year	(1141)	6011	672	9129	9900	10284

- Certain assets of the Company classified under Assets held for sale category have been sold during the year ended 31 March 2024. Further, the Company has sold certain land parcel during the nine months period ended 31 December 2024. Profit arising on such sale amounting to INR 3721 Lakhs and INR 8189 Lakhs for the year ended 31 March 2024 and for the nine months period ended 31 December 2024 respectively, is presented as an exceptional item in the above results.
- On 11 March 2024, the Company had entered into a Share subscription and purchase agreement (SSPA) (as amended) with Crestia Polytech Private Limited ("Crestia") for subscription and purchase of the shares of Crestia. Pursuant to the SSPA, Crestia entered into Share purchase agreements (SPAs) with the respective shareholders of Topline Industries Private Limited, Aditya Polytechnic Private Limited, Prabhu Sainath Polymers Private Limited (formerly known as "Sainath Polymers") and Aditya Poly Industries Private Limited (formerly known as "Aditya Industries") (Crestia and other entities as mentioned here are together referred to as 'the Group entities'). Post completion of the agreed closing conditions, the Company obtained control over the Group entities and consolidated in its books of account effective 05 April 2024. The Company has made investment of INR 16,046 lakhs in the Group entities as on 31 December 2024 out of which INR 11,052 lakhs has been paid to shareholders of group entities as purchase consideration.
The Company along with the respective shareholders of the Group entities (the seller), is currently in the process of completing its determination of working capital balances taken over by the Company as part of the acquisition. Pending such determination and other adjustments as envisaged in the SSPA and SPAs, the Company has carried out a preliminary purchase price allocation between goodwill, tangible assets, intangible assets and other working capital balances taken over. These initial estimates will be finalised over period not exceeding twelve-month period as allowed under Ind AS.
- The Board of Directors of the Company, at their meeting held on 06 February 2025, have approved a scheme of amalgamation ("Scheme") of wholly owned subsidiary of HIL Limited, Crestia Polytech Private Limited and step down wholly owned subsidiaries of the Company viz., Aditya Poly Industries Private Limited, Aditya Polytechnic Private Limited, Prabhu Sainath Polymers Private Limited and Topline Industries Private Limited (collectively referred to as the "Transferor Companies") with the Company, wherein the Transferor Companies are proposed to be amalgamated with the Company from an appointed date of 05 April 2024 subject to seeking necessary approvals from the shareholders and the concerned regulators in respect of the Scheme.
- The financial results of the following subsidiaries and step-down subsidiaries and Joint venture of the Company are included in the consolidated financial results for the quarter and nine months period ended 31 December 2024.

S.No	Name of the entity	Country	Relationship
1	HIL International GmbH	Germany	Wholly owned Subsidiary
2	Parador Holding GmbH	Germany	Step-down Subsidiary
3	Parador GmbH	Germany	Step-down Subsidiary
4	Parador Parkettwerke GmbH	Austria	Step-down Subsidiary
5	Parador UK Limited	United Kingdom	Step-down Subsidiary
6	Parador (Shanghai) Trading Co., Ltd.	China	Joint Venture
7	Crestia Polytech Private Limited	India	Wholly owned Subsidiary
8	Topline Industries Private Limited	India	Step-down Subsidiary
9	Aditya Polytechnic Private Limited	India	Step-down Subsidiary
10	Prabhu Sainath Polymers Private Limited	India	Step-down Subsidiary
11	Aditya Poly Industries Private Limited	India	Step-down Subsidiary

Place: New Delhi
Date: 06 February 2025

By order of the Board
Akshat Seth
Digitally signed by Akshat Seth
Date: 2025.02.06 19:49:36 +05'30'
Akshat Seth
Managing Director and
Chief Executive Officer
DIN: 10039820