



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited
CIN: L32201MH1964PLC013085
75, General Block, MIDC, Bhosari,
Pune 411 026, India
Tel: (+91-20) 63110100
Web: www.divgi-tts.com

Ref.: DTTS/Sec/23-24/80

November 01, 2023

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code - 543812	To, National Stock Exchange of India Limited, "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 NSE Scrip Code - DIVGIITTS
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Sub: Outcome of Board Meeting

Ref.: Regulations 30 and 33 of the LODR Regulations

Dear Sir / Madam,

Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that Board of Directors of the Company in their meeting held on **November 01, 2023**, inter-alia, have approved:

1. Financial Results

- The Unaudited Financial Statements for the quarter and half year ended September 30, 2023.

In compliance with the Listing Regulations, we are enclosing herewith the said Unaudited Financial Results and the Auditor's Limited Review Report for the quarter and half year ended September 30, 2023.

2. Other Business

- The Internal Audit report for the quarter ended September 30, 2023.

The said meeting commenced at 02:15 P.M. and concluded at 04:30 P.M. on **November 01, 2023**.

Kindly take the same on your record and acknowledge receipt.

Thanking you,

For Divgi TorqTransfer Systems Limited

Sanika Nirgude
Company Secretary and Compliance Officer
A71466
Enclosure: As above

B. K. Khare & Co.
Chartered Accountants

706/708, Sharda Chambers, New Marine
Lines, Mumbai – 400 020, India

**INDEPENDENT AUDITORS' REPORT ON QUARTER AND SIX MONTHS ENDED UNAUDITED
FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATIONS 33 OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED**

To The Board of Directors of Divgi TorqTransfer Systems Limited

1. We have reviewed the accompanying Statement of unaudited Financial Results of Divgi TorqTransfer Systems Limited (Formerly known as Divgi TorqTransfer Systems Private Limited) for the quarter and six months ended September 30, 2023 (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Company's Board of Directors. Our responsibility is to express a Conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted 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 recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B. K. Khare & Co.

Chartered Accountants
Firm Registration No. 105102W

Aniruddha Joshi

Partner

Membership No.040852

UDIN: 23040852BGURIN5694

Place: Pune

Date: November 01, 2023

DIVGI TORQTRANSFER SYSTEMS LIMITED

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STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2023

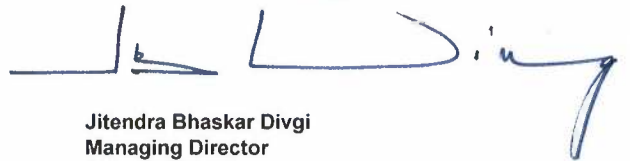
(₹ in million, unless stated otherwise)

Sr. No	Particulars	Quarter ended			Six months ended		Year ended
		30-Sep-23 Unaudited	30-Jun-23 Unaudited	30-Sep-22 Unaudited	30-Sep-23 Unaudited	30-Sep-22 Audited	31-Mar-23 Audited
1	Income						
	(a) Revenue from operations	687.46	565.65	701.44	1,253.11	1,337.16	2,710.43
	(b) Other income	47.88	50.47	27.56	98.35	38.31	76.24
	Total Income (a+b)	735.34	616.12	729.00	1,351.46	1,375.47	2,786.67
2	Expenses						
	(a) Cost of materials consumed	309.57	236.80	296.13	546.37	546.71	1,104.00
	(b) Changes in inventories of finished goods and work- in-progress	(24.66)	(16.24)	1.48	(40.90)	2.95	9.89
	(c) Employee benefit expense	66.22	66.14	66.40	132.36	132.81	244.95
	(d) Finance Cost	0.76	0.67	1.18	1.43	1.41	2.82
	(e) Depreciation and amortization expense	45.29	36.35	31.38	81.64	62.75	129.85
	(f) Other expenses	193.53	151.60	151.71	345.13	283.82	606.85
	Total expenses (a+b+c+d+e+f)	590.71	475.32	548.28	1,066.03	1,030.45	2,098.36
3	Profit before tax (1-2)	144.63	140.80	180.72	285.43	345.02	688.31
4	Tax expenses						
	a) Current Tax	30.77	36.89	48.19	67.66	92.01	176.87
	b) Deferred Tax	6.63	(0.42)	(1.90)	6.21	(3.63)	(0.18)
	Total tax expenses (a+b)	37.40	36.47	46.29	73.87	88.38	176.69
5	Net profit for the period / year (3-4)	107.23	104.33	134.43	211.56	256.64	511.62
6	Other comprehensive Income/ (loss) (OCI)						
	Items that will not be reclassified subsequently to statement of profit or loss						
	- Gain / (loss) on remeasurement of defined benefit plans (net of tax)	0.52	(0.76)	(1.26)	(0.24)	(2.52)	(1.62)
	Other comprehensive Income / (loss) for the period/ year, net of tax	0.52	(0.76)	(1.26)	(0.24)	(2.52)	(1.62)
7	Total comprehensive Income for the period / year (5+6)	107.75	103.57	133.17	211.32	254.12	510.00
8	Paid up equity share capital (Face value of ₹ 5 each)	152.91	152.91	137.66	152.91	137.66	152.91
9	Other equity (excluding revaluation reserve)	-	-	-	-	-	5,359.92
10	Earnings per equity share of face value ₹ 5 each						
	(Not annualised for the quarters and six months)						
	(a) Basic (in ₹)	3.51	3.41	4.88	6.92	9.32	18.45
	(b) Diluted (in ₹)	3.51	3.41	4.88	6.92	9.32	18.45

See accompanying notes to the financials results

For Divgi TorqTransfer Systems Limited

(formerly known as Divgi TorqTransfer Systems Private Limited)



Jitendra Bhaskar Divgi

Managing Director

DIN : 00471531

Place : Pune

Date : November 01, 2023



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NOTES TO STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2023

1. The above results were reviewed and recommended to the Board of Directors by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on November 1, 2023. The same has been reviewed by Statutory Auditors.

2. The above financial results of Divgi TorqTransfer Systems Limited ("the Company") have been prepared in accordance with and complied in all material aspects with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 ("the act") read with relevant rules issued there under and in terms of Regulations 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended.

3. Details of utilisation of net Initial Public Offer (IPO) proceeds of INR 1,696 million*, are as follows:

Objects of the issue as per Prospectus	Amount to be utilised as per prospectus	Utilisation upto 30/09/2023	Unutilised upto 30/09/2023
Funding capital expenditure requirements for the purchase of equipments/ machineries of our manufacturing facilities	1,507.07	162.25	1,344.82
General corporate purposes*	188.93	-	188.93
Total	1,696.00	162.25	1,533.75

* Revision in General Corporate Purpose is on account of actual offer related expenditure being lower than estimated by INR 11.66 million

Net IPO proceeds which were un-utilised as at September 30, 2023 were temporarily invested in deposits with scheduled commercial banks and in monitoring agency account.

4. The company operates in a single reportable business segment, "Auto Components and Parts".
5. This Financial Results are also available on the stock exchange websites www.bseindia.com, www.nseindia.com and on our website www.divgi-tts.com.
6. During the period, the company has commenced new manufacturing facility at Shirwal

For Divgi TorqTransfer Systems Limited
(formerly known as Divgi TorqTransfer Systems Private Limited)



Jitendra Bhaskar Divgi
Managing Director
DIN : 00471531

Place : Pune
Date : November 01, 2023



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BALANCE SHEET AS AT SEPTEMBER 30, 2023

(₹ in million)

Particulars	As at September 30, 2023	As at March 31, 2023
	Unaudited	Audited
ASSETS		
Non-Current Assets		
Property, plant and equipment	1,946.49	1,110.66
Capital work-in-progress	293.91	808.54
Right-of-use assets	16.46	24.53
Intangible assets	30.58	32.06
Intangible assets under development	118.32	118.32
Financial Assets		
Non-current investments	0.46	0.46
Other non-current financial assets	38.31	37.28
Other non-current assets	31.33	9.61
Total Non-Current Assets	2,475.86	2,141.46
Current Assets		
Inventories	386.18	318.85
Financial Assets		
i) Trade Receivables	809.32	732.35
ii) Cash And Cash Equivalents	63.78	47.59
iii) Bank Balances Other Than (ii) above	2,639.74	3,065.89
iv) Other current financial assets	79.65	43.06
Other Current Assets	79.95	70.78
Total Current Assets	4,058.62	4,278.52
TOTAL ASSETS	6,534.48	6,419.98
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	152.91	152.91
Other Equity	5,468.78	5,359.92
Total Equity	5,621.69	5,512.83
Liabilities		
Non-Current Liabilities		
Financial Liabilities		
i) Borrowings	3.10	3.24
ii) Lease Liabilities	12.15	14.75
Long Term Provisions	36.17	32.87
Deferred Tax Liabilities (Net)	10.57	4.43
Total Non-Current Liabilities	61.99	55.29
Current Liabilities		
Financial Liabilities		
i) Borrowings	0.82	1.06
ii) Lease Liabilities	5.47	6.32
iii) Trade Payables		
total outstanding dues of micro enterprises and small enterprises	17.19	46.43
total outstanding dues of creditors other than micro enterprises and small enterprises	547.02	415.15
iv) Other Financial Liabilities	197.68	275.45
Other Current Liabilities	18.15	22.96
Provisions	17.36	22.07
Current Tax Liabilities (Net)	47.11	62.42
Total Current Liabilities	850.80	851.86
TOTAL EQUITY AND LIABILITIES	6,534.48	6,419.98



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CASH FLOW STATEMENT FOR THE PERIOD ENDED SEPTEMBER 30, 2023

(₹ in million)

Particulars	As at September 30, 2023	As at March 31, 2023
	Unaudited	Audited
A) Cash flows from operating activities		
Profit before tax	285.43	688.31
Adjustments for		
Depreciation and amortization expenses	81.64	129.85
Interest Expenses	0.55	0.84
Unwinding of discounting (lease obligations)	0.88	1.98
Interest income	(97.01)	(69.22)
Operating profit before working capital changes	271.49	751.76
Changes in working capital :		
Trade and other receivables	(87.16)	(262.36)
Inventories	(67.33)	(18.10)
Trade and other payables and provisions	41.83	111.09
Cash generated from operations	158.83	582.39
Income taxes paid (net)	(82.97)	(174.18)
Net cash flow generated from operating activities -Total (A)	75.86	408.21
B) Cash flows from investing activities		
Payments for acquisition of property, plant and equipment, intangibles and capital work in progress including capital advances	(438.50)	(684.31)
Interest received	60.41	60.15
Term deposit with banks, matured / (placed) (net)	426.14	(1,507.17)
Net cash (used) in investment activities - Total (B)	48.05	(2,131.33)
C) Cash flows from financing activities		
Net proceeds from issue of equity shares	-	1,694.91
Short Term Borrowings availed / (repaid) (net)	(0.24)	0.21
Long Term Borrowings availed / (repaid) (net)	(0.14)	2.89
Dividend paid	(102.45)	(92.23)
Lease rentals paid	(4.34)	(7.76)
Interest paid	(0.55)	(0.84)
Net cash flow from/ (used) in financing activities - Total (C)	(107.72)	1,597.18
D) Net decrease in cash and cash equivalents (A)+(B)+(C)	16.19	(125.94)
E) Cash and cash equivalents at the beginning of the period / year	47.59	173.53
F) Cash and cash equivalents at the end of the period / year (D)+(E)	63.78	47.59
Reconciliation of cash and cash equivalents as per the cash flow statement		
Cash and cash equivalents as per above comprise of the following		
Balances in current accounts	63.63	47.53
Cash on hand	0.15	0.06
Balances per statement of cash flows	63.78	47.59



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