

KIL/SH/SE/Reg. 30/2020-2021

Dated: 31<sup>st</sup> July, 2020

The Secretary  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
(Stock Code – 502937)

The Vice-President  
National Stock Exchange of India Ltd.  
“Exchange Plaza”,  
Plot no. C/1, G. Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400051  
(Symbol – KESORAMIND)

The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range,  
Kolkata – 700001  
(Scrip code – 10000020)

**Sub: Outcome of a Board Meeting held on 30<sup>th</sup> July, 2020**

Dear Sir / Madam,

In continuation of our letter KIL/SH/SE/Reg. 30/2020-2021 dated 30<sup>th</sup> July, 2020, and pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:

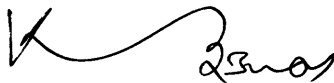
- i. Signed Statements of the Audited Financial Results (Standalone and Consolidated) for the quarter and financial year ended 31<sup>st</sup> March, 2020 ;
- ii. Auditor’s Report on Audited Financial Results – Standalone and Consolidated;

The Report of Auditors is with unmodified opinion with respect to the Audited Financial Results (Standalone and Consolidated) of the Company for the financial year ended 31<sup>st</sup> March, 2020.

- iii. Signed Statements of the Unaudited Financial Results (Standalone and Consolidated) for the quarter ended 30<sup>th</sup> June, 2020; and
- iv. Limited Review Report issued by the Statutory Auditors.

This is for your information and records.

Yours faithfully,  
For Kesoram Industries Limited

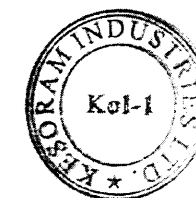


**Kaushik Biswas**  
Company Secretary

**Encl: as above**

Sl. No.	Particulars	Standalone			Consolidated			Current Year ended 31/03/2020 (Audited)	Previous Year ended 31/03/2019 (Refer Note 3 (Audited))		
		Current three months ended 31/03/2020 (Unaudited)	Preceding three months ended 31/12/2019 (Unaudited)	Corresponding three months ended in the previous year 31/03/2019 (Unaudited) Refer Note 3	Current three months ended 31/03/2020 (Unaudited)	Preceding three months ended 31/12/2019 (Unaudited)	Corresponding three months ended in the previous year 31/03/2019 (Unaudited) Refer Note 3				
	Income										
	a) Revenue from Operations	466.09	569.56	783.29	2,329.95	2,580.56	532.49	640.76	860.58	2,645.64	2,900.91
	b) Other Income	32.78	14.51	18.50	79.35	82.21	23.43	3.96	10.00	40.35	60.96
	<b>Total Income [1(a) + 1(b)]</b>	<b>498.87</b>	<b>574.07</b>	<b>801.79</b>	<b>2,409.30</b>	<b>2,662.77</b>	<b>555.92</b>	<b>644.72</b>	<b>870.58</b>	<b>2,685.99</b>	<b>2,964.87</b>
	Expenses										
	a) Cost of Materials consumed	60.07	56.82	64.93	246.68	253.68	88.86	88.37	95.78	369.16	374.92
	b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	3.47	26.65	12.71	(5.83)	7.63	(4.74)	30.29	12.60	(1.91)	20.56
	c) Employee benefits expense [Refer note 11]	26.52	34.18	0.85	133.93	121.61	48.55	55.77	20.45	219.55	205.61
	d) Depreciation and amortisation expense	23.04	22.86	21.70	91.26	87.92	29.04	27.99	27.00	112.61	107.99
	e) Finance Costs	76.89	82.62	73.53	315.05	282.59	84.70	89.29	84.45	343.64	356.50
	f) Power and fuel	135.54	144.51	198.93	639.12	677.92	149.71	160.51	211.38	694.96	727.24
	g) Packing and cartage	173.92	208.15	262.93	821.70	918.03	175.09	209.34	264.00	826.36	922.60
	h) Other expenses	53.89	75.49	81.27	265.77	316.71	66.88	85.58	92.42	309.15	361.83
	<b>Total Expenses [2(a) to 2(h)]</b>	<b>553.34</b>	<b>651.30</b>	<b>716.85</b>	<b>2,507.68</b>	<b>2,666.09</b>	<b>638.09</b>	<b>747.14</b>	<b>808.08</b>	<b>2,873.52</b>	<b>3,077.25</b>
	<b>Profit/(Loss) before exceptional items and tax (1-2)</b>	<b>(54.47)</b>	<b>(77.23)</b>	<b>84.94</b>	<b>(98.38)</b>	<b>(3.32)</b>	<b>(82.17)</b>	<b>(102.42)</b>	<b>62.50</b>	<b>(187.53)</b>	<b>(112.38)</b>
	Exceptional items [Refer Note 8]	(387.12)	-	-	(387.12)	-	-	-	-	-	-
	<b>Profit/(Loss) before tax (3+4)</b>	<b>(441.59)</b>	<b>(77.23)</b>	<b>84.94</b>	<b>(485.50)</b>	<b>(3.32)</b>	<b>(82.17)</b>	<b>(102.42)</b>	<b>62.50</b>	<b>(187.53)</b>	<b>(112.38)</b>
	Tax expense										
	a) Current tax charge / (credit) (in respect of earlier year)	-	-	(11.95)	-	(11.95)	-	-	(11.95)	-	(11.95)
	b) Deferred tax charge / (credit)	-	-	-	-	-	-	-	-	-	-
	<b>Net Profit/(Loss) for the period from continuing operations (5- 6)</b>	<b>(441.59)</b>	<b>(77.23)</b>	<b>96.89</b>	<b>(485.50)</b>	<b>8.63</b>	<b>(82.17)</b>	<b>(102.42)</b>	<b>74.45</b>	<b>(187.53)</b>	<b>(100.43)</b>
	Loss before tax from discontinued operations (Refer Note 2)	-	-	(76.14)	-	(262.88)	-	-	(76.14)	-	(262.88)
	Tax charge / (Credit) of discontinued operations	-	-	-	-	-	-	-	-	-	-
	Loss from discontinued operations after Tax (8-9)	-	-	(76.14)	-	(262.88)	-	-	(76.14)	-	(262.88)
	<b>Profit/(Loss) for the period (7+10)</b>	<b>(441.59)</b>	<b>(77.23)</b>	<b>20.75</b>	<b>(485.50)</b>	<b>(254.25)</b>	<b>(82.17)</b>	<b>(102.42)</b>	<b>(1.69)</b>	<b>(187.53)</b>	<b>(363.31)</b>
	<b>Other Comprehensive Income (net of tax expense) (Refer Note 1)</b>										
	- Continued Operations	(11.42)	0.02	5.15	(11.37)	1.51	(15.05)	(0.14)	8.42	(16.02)	(61.10)
	- Discontinued Operations	-	-	2.21	-	0.04	-	-	2.21	-	0.04
	<b>Total Comprehensive Income (11+12)</b>	<b>(453.01)</b>	<b>(77.21)</b>	<b>28.11</b>	<b>(496.87)</b>	<b>(252.70)</b>	<b>(97.22)</b>	<b>(102.56)</b>	<b>8.94</b>	<b>(203.55)</b>	<b>(424.37)</b>
	Paid-up equity share capital (Face value Rs 10/- per share)	142.59	142.59	142.59	142.59	142.59	142.59	142.59	142.59	142.59	142.59
	Reserves excluding Revaluation Reserve	-	-	-	(15.23)	387.60	-	-	-	(239.84)	(30.35)
	Earnings Per Share (EPS) (Not Annualised) (Face value of Rs 10/- per share)										
	a) Continuing Operations :										
	- Basic EPS	Rs (30.97)	(5.42)	6.80	(34.05)	0.61	(5.76)	(7.18)	5.22	(13.15)	(7.04)
	- Diluted EPS	Rs (30.97)	(5.42)	6.80	(34.05)	0.61	(5.76)	(7.18)	5.22	(13.15)	(7.04)
	b) Discontinued Operations :										
	- Basic EPS	Rs -	-	(5.34)	-	(18.45)	-	-	(5.34)	-	(18.45)
	- Diluted EPS	Rs -	-	(5.34)	-	(18.45)	-	-	(5.34)	-	(18.45)
	c) Continuing and discontinued Operations :										
	- Basic EPS	Rs (30.97)	(5.42)	1.46	(34.05)	(17.84)	(5.76)	(7.18)	(0.12)	(13.15)	(25.44)
	- Diluted EPS	Rs (30.97)	(5.42)	1.46	(34.05)	(17.84)	(5.76)	(7.18)	(0.12)	(13.15)	(25.44)

(See accompanying notes to the Standalone and Consolidated Financial Results)



**KESORAM INDUSTRIES LIMITED**

Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

Statement of Standalone and Consolidated Audited Financial Results for the quarter and year ended 31st March, 2020

**Statement of Segment Revenue, Results, Assets and Liabilities**

		Consolidated				Rs./Crores
Sl. No.	Particulars	Current three months ended 31/03/2020	Preceding three months ended 31/12/2019	Corresponding three months ended in the previous year 31/03/2019 Refer Note A and Note 2	Current Year ended 31/03/2020	Previous Year ended 31/03/2019 Refer Note A and Note 2
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	Segment Revenue					
a	Cement	466.09	559.56	783.28	2,329.95	2,580.56
b	Rayon, T.P. and Chemicals	66.40	81.20	77.30	315.69	323.35
	Total	532.49	640.76	860.58	2,645.64	2,903.91
	Less: Inter Segment Revenue ( at cost )	-	-	-	-	-
	Sales /Income	532.49	640.76	860.58	2,645.64	2,903.91
	Total Revenue from Operations	532.49	640.76	860.58	2,645.64	2,903.91
		(0.00)	(0.00)	(0.00)	0.00	0.00
2	Segment Results (Profit / (Loss) before tax and interest)					
a	Cement	10.25	(8.71)	133.58	157.44	218.43
b	Rayon, T.P. and Chemicals	(9.08)	(7.32)	2.72	(9.51)	5.49
	Total	1.17	(16.03)	136.30	147.93	223.92
	Less:					
	Interest	83.34	86.39	73.80	335.46	336.30
	Total Profit/(Loss) before tax	(82.17)	(102.42)	62.50	(187.53)	(112.38)
3	Segment Assets					
a	Cement	2,561.93	2,610.86	2,493.93	2,561.93	2,493.93
b	Rayon, T.P. and Chemicals	649.94	654.87	644.17	649.94	644.17
	Total	3,211.87	3,265.73	3,138.10	3,211.87	3,138.10
4	Segment Liabilities					
a	Cement	3,004.11	2,937.98	2,733.37	3,004.11	2,733.37
b	Rayon, T.P. and Chemicals	304.91	327.88	298.44	304.91	298.44
	Total	3,309.02	3,265.86	3,031.81	3,309.02	3,031.81

**A. Information related to discontinued operations**

Particulars	Rs./Crores	
	Corresponding three months ended in the previous year 31/03/2019 (Unaudited)	Previous year ended 31-03-2019 (Audited)
A. Segment Revenue (Net Sales /Income from	253.29	1,298.10
B. Segment Results (Loss before Interest & Tax)	(35.81)	(107.02)
C. Finance Cost	40.33	155.86
D. Total Loss before tax	(76.14)	(262.88)
E. Segment Assets	1,827.88	1,827.88
F. Segment Liabilities	1,822.00	1,822.00



Note: Pursuant to restructuring, the tyre business has been demerged from Kesoram Industries Limited. Therefore, at standalone financial statement level, the Company operates in one segment i.e "Cement"

**KESORAM INDUSTRIES LIMITED**

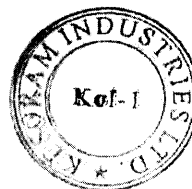
Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

Statement of Standalone and Consolidated Audited Financial Results for the quarter and year ended 31st March, 2020

Rs./Crores

**Statement of Assets & Liabilities**

Particulars	Standalone		Consolidated	
	31/03/2020	31/03/2019	31/03/2020	31/03/2019
	(Audited)	Refer Note 4 (Audited)	(Audited)	Refer Note 4 (Audited)
<b>A. ASSETS</b>				
<b>(1) NON-CURRENT ASSETS</b>				
(a) Property, Plant and Equipment	1,645.28	2,260.94	2,139.03	2,771.76
(b) Capital work-in-progress	13.57	787.68	31.10	799.94
(c) Right of use assets	24.68	-	27.65	-
(d) Other intangible assets	-	0.02	0.10	0.26
(e) Investment in subsidiary and joint venture	430.05	430.05	-	-
(f) Financial assets				
(i) Investments	69.50	77.07	69.51	81.60
(ii) Loans	445.91	333.56	406.39	-
(iii) Other financial assets	7.61	16.25	12.41	20.75
(g) Income tax asset (net)	6.83	22.12	8.34	23.64
(h) Other non-current assets	5.42	75.43	5.81	75.48
<b>Total Non-Current Assets</b>	<b>2,648.85</b>	<b>4,003.12</b>	<b>2,700.34</b>	<b>3,773.43</b>
<b>(2) CURRENT ASSETS</b>				
(a) Inventories	115.18	291.30	162.22	351.51
(b) Financial assets				
(i) Trade receivables	169.78	555.44	196.86	586.78
(ii) Cash and cash equivalents	3.18	18.24	9.65	18.57
(iii) Other bank balances	6.54	27.94	6.54	27.94
(iv) Loans	4.03	4.62	46.67	10.78
(v) Other financial assets	21.21	19.21	21.21	25.04
(c) Other current assets	62.72	169.66	68.30	176.05
<b>Total Current Assets</b>	<b>382.64</b>	<b>1,086.41</b>	<b>511.45</b>	<b>1,196.67</b>
<b>TOTAL ASSETS</b>	<b>3,031.49</b>	<b>5,089.53</b>	<b>3,211.79</b>	<b>4,970.10</b>
<b>B. EQUITY AND LIABILITIES</b>				
<b>(1) EQUITY</b>				
(a) Equity share capital	142.59	142.59	142.59	142.59
(b) Other equity	(115.23)	387.60	(239.84)	(30.33)
<b>Total Equity</b>	<b>27.36</b>	<b>530.19</b>	<b>(97.25)</b>	<b>112.26</b>
<b>(2) NON-CURRENT LIABILITIES</b>				
(a) Financial liabilities				
(i) Borrowings	1,337.46	2,031.47	1,414.13	2,143.40
(ii) Lease Liabilities	11.53	-	11.93	-
(iii) Other financial liabilities	73.57	227.29	73.57	227.29
(b) Provisions	21.34	30.76	26.07	34.96
(c) Deferred tax liabilities (net)	-	-	-	-
(d) Other Non-current liabilities	1.36	1.37	1.36	1.37
<b>Total Non-Current Liabilities</b>	<b>1,445.26</b>	<b>2,290.89</b>	<b>1,527.06</b>	<b>2,407.02</b>
<b>(3) CURRENT LIABILITIES</b>				
(a) Financial liabilities				
(i) Borrowings	515.54	757.92	628.48	846.73
(ii) Lease Liabilities	10.58	-	11.31	-
(iii) Trade payables				
Total outstanding dues of micro enterprises and small enterprises	7.87	8.30	8.42	8.40
Total outstanding dues of creditors other than micro enterprises and small enterprises	576.60	829.34	614.73	864.71
(iii) Other financial liabilities	191.64	247.12	251.77	296.31
(b) Provisions	45.24	106.47	51.62	109.55
(c) Income tax liabilities (net)	44.71	46.42	44.71	46.42
(d) Other current liabilities	166.69	272.88	170.93	278.70
<b>Total Current Liabilities</b>	<b>1,558.87</b>	<b>2,268.45</b>	<b>1,781.98</b>	<b>2,450.82</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>3,031.49</b>	<b>5,089.53</b>	<b>3,211.79</b>	<b>4,970.10</b>



Particulars	2019-2020 (Audited)	2018-2019 (Audited)
<b>A. Cash Flow From Operating Activities</b>		
Net Profit/(Loss) before tax	(485.50)	(266.29)
Adjustments for:		
Depreciation and amortisation	91.26	133.08
Advances/deposits written off	0.11	2.32
Provision for bad and doubtful debts charged/(written back)	2.18	4.06
Provision for decommissioning obligation		18.17
Provision for diminution in value of investments		0.84
Provision for doubtful advances	0.09	9.32
Provision for Impairment	387.12	
Exchange loss/(gain) on derivatives instruments		0.01
Finance costs	315.04	438.45
Exchange loss/(gain) on foreign currency fluctuation	0.01	2.95
Loss on sale of property, plant and equipment (net)	0.67	3.96
Liabilities/Provision no longer required written back	(2.16)	(18.53)
Interest income	(68.65)	(65.90)
Dividend income from long term investment (other than trade)	(0.02)	(0.05)
<b>Operating profit/(loss) before working capital changes</b>	<b>240.15</b>	<b>264.48</b>
Changes in Working Capital:		
Increase / (decrease) in Non Current /Current financial and other liabilities/provisions	242.17	207.02
(Increase) / decrease in Non Current /Current financial and other assets	200.36	167.47
(Increase) / decrease in inventories	27.92	86.28
<b>Cash Generated from Operations</b>	<b>710.60</b>	<b>725.25</b>
Interest taxes paid (net of refunds)	47.92	30.65
<b>Net cash generated from operating activities - Total</b>	<b>758.52</b>	<b>755.90</b>
<b>B. Cash flow from Investing Activities:</b>		
Purchase of property, plant and equipment/capital advance given	(22.37)	(27.73)
Proceeds from sale of property, plant and equipment	0.59	5.97
Loan given to subsidiary	(388.94)	(591.45)
Net Loan Received/(Paid) to Body Corporate	(386.87)	
Repayment of loans given to subsidiary	305.40	652.33
Proceeds from sale of Non Current investments		2.73
Interest received	46.45	94.88
Deposit Redemption/(Placed) with bank	(2.73)	(0.31)
Dividend income from long term investment (other than trade)	0.02	0.05
<b>Net cash (used in)/generated from investing activities - Total</b>	<b>(446.45)</b>	<b>136.47</b>
<b>C. Cash flow from Financing Activities</b>		
Proceeds from issue of share warrants		9.19
Finance cost paid	(280.28)	(416.99)
Payment of Lease obligations	(7.20)	
Proceeds from:		
- Long term borrowings	80.00	50.00
- Short term borrowings	1,009.95	664.94
Repayment of:		
- Long term borrowings	(116.40)	(112.52)
- Short term borrowings	(803.82)	(1,517.54)
<b>Net cash (used)/generated in financing activities - Total</b>	<b>(117.75)</b>	<b>(1,322.92)</b>
Net decrease in cash and cash equivalents	192.32	(430.55)
Cash and cash equivalents at the beginning of the year	9.25	66.99
Less: Cash credits at the beginning of the year- Continuing Operations	(593.51)	(220.70)
Less: Cash credits at the beginning of the year- Discontinued Operations	204.28	
<b>Adjusted cash &amp; cash equivalents at the beginning of the year</b>	<b>(379.98)</b>	<b>(153.71)</b>
Cash & cash equivalents at the end of the year	(187.66)	(584.26)

	2019-2020	2018-2019
<b>Cash and Cash Equivalents comprise :</b>		
Cash on hand	0.10	0.18
Balances with banks on current account	3.08	9.07
Cash credits at the end of the year	(190.82)	(593.51)
Balance pertaining to Discontinued Operations		
	<b>-187.64</b>	<b>-584.26</b>

Notes:

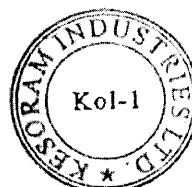
1. The above cash flow statement has been prepared under the Indirect Method as set out in Ind AS - 7 "Statement of Cash Flows" considering the both continued and discontinued operations

2. Cash flow of the discontinued operation for previous year disclosed as below:

Rs./Crores

Particulars	2018-2019
Cash generated from operating activities	439.28
Cash used in investing activities	(35.28)
Cash used in financing activities	(559.69)
	<b>(155.69)</b>

3. During the previous year, the Company allotted 52,50,000 Equity Shares of face value Rs 10 each on preferential basis to a promoter group entity by conversion of the existing 52,50,000 convertible warrants of Rs 10 each issued at a premium of Rs 165 each, on account of conversion option exercised by the promoter group entity



Particulars	2019-2020 (Audited)	2018-2019 (Audited)
<b>A. Cash Flow From Operating Activities</b>		
Net Profit/(Loss) before tax	(167.53)	(375.27)
Adjustments for:		
Depreciation and amortisation	112.61	153.15
Advance/deposits written off	0.11	2.32
Provision for bad and doubtful debts (written back)	5.89	4.06
Provision for Warranty	-	18.17
Provision for decommissioning obligation	-	0.84
Provision for doubtful advances	0.09	12.20
Exchange loss/(gain) on derivatives instruments	-	0.01
Finance costs	343.67	512.35
Exchange loss/(gain) on foreign currency fluctuation	(0.04)	2.99
Loss on sale of property, plant and equipment (Net)	0.67	4.01
Loss/(gain) on sale of investments (net)	-	(0.02)
Liabilities/Provision no longer required written back	(2.84)	(19.74)
Interest income	(31.35)	(43.82)
Dividend income from long term investment (other than trade)	(0.02)	(0.37)
<b>Operating profit/(loss) before working capital changes</b>	<b>241.26</b>	<b>273.88</b>
Changes in Working Capital:		
Increase / (decrease) in Non Current /Current financial and other liabilities/provisions	242.00	202.40
(Increase) / decrease in Non Current /Current financial and other assets	214.35	173.19
(Increase) / decrease in Inventories	41.10	95.80
<b>Cash Generated from Operations</b>	<b>738.71</b>	<b>745.27</b>
Interest Taxes paid (net of refunds)	47.96	29.16
<b>Net cash generated from operating activities</b>	<b>786.67</b>	<b>775.43</b>
<b>B. Cash flow from Investing Activities:</b>		
Purchase of property, plant and equipment/Capital Advance given	(33.68)	(36.98)
Proceeds from sale of property, plant and equipment	0.59	6.00
Loan to body corporate	(604.25)	(246.68)
Repayment of Loan by body corporate	180.90	240.53
Proceeds from sale of Non Current investments	3.99	577.92
Interest received	103.50	33.83
Deposit made with bank	(2.73)	(0.31)
Dividend income from long term investment (other than trade)	0.02	0.37
<b>Net cash generated from investing activities</b>	<b>(351.85)</b>	<b>574.68</b>
<b>C. Cash flow from Financing Activities</b>		
Proceeds from issue of share warrants	-	9.19
Finance cost paid	(394.17)	(494.66)
Payment of Lease obligations	(7.76)	-
Proceeds from:		
Long term borrowings	80.00	200.00
Short term borrowings	970.81	1,584.70
Repayment of:		
Long term borrowings	(144.53)	(730.36)
Short term borrowings	(816.23)	(2,391.51)
<b>Net cash (used)/generated in financing activities</b>	<b>(311.85)</b>	<b>(1,822.66)</b>
Net decrease in cash and cash equivalents	123.13	(472.55)
Cash and cash equivalents at the beginning of the year	9.58	76.18
Cash and cash equivalents on acquisition of undertaking	-	-
Less: Cash credits at the beginning of the year- Continuing Operations	(628.65)	(220.70)
Less: Cash credits at the beginning of the year- Discontinued Operations	204.28	-
<b>Adjusted cash &amp; cash equivalents at the beginning of the year</b>	<b>(412.80)</b>	<b>(144.52)</b>
<b>Adjusted cash &amp; cash equivalents at the end of the year</b>	<b>-269.67</b>	<b>-617.07</b>

Year ended  
(Audited)

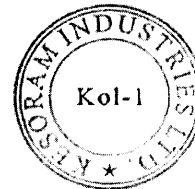
Particulars	Year ended (Audited)	Year ended (Audited)
<b>Cash and Cash Equivalents comprise :</b>		
Cash on hand	0.10	0.05
Cheques on hand	-	6.49
Balances with banks on current account	9.55	12.02
Balances with banks on Cash Credit Accounts	-	0
Others:		
in post office saving bank account	-	0.01
Deposit with original maturity less than three months	(299.32)	(635.64)
Cash credits at the end of the year	-	-
<b>Balance pertaining to Discontinued Operations</b>	<b>-289.87</b>	<b>-617.07</b>

\* Amount is below the rounding of norm adopted by the Group

Notes:

- The above cash flow statement has been prepared under the Indirect Method as set out in Ind AS - 7 "Statement of Cash Flows"
- During the previous year, the Group allotted 52,50,000 Equity Shares of face value Rs 10 each on preferential basis to a promoter group entity by conversion of the existing 52,50,000 convertible warrants of Rs 10 each issued at a premium of Rs 165 each, on account of conversion option exercised by the promoter group entity.
- Cash flow of the discontinued operation for previous year disclosed as below: Rs./Crores

Particulars	2018-2019
Cash generated from operating activities	439.28
Cash used in investing activities	-35.28
Cash used in financing activities	-659.69
	<b>-155.69</b>



**KESORAM INDUSTRIES LIMITED**

Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

**Statement of Standalone and Consolidated Audited Financial Results for the quarter and year ended 31st March, 2020**

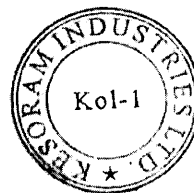
- 1 Other Comprehensive Income includes impact of fair valuation of non-current investments and re-measurement gains/ (losses) on actuarial valuation of post employment defined benefits. These items will not be reclassified to profit or loss.
- 2 The figures for the quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.
- 3 The Scheme of Demerger between the Company and Birla Tyres Limited ("Resulting Company") and their respective shareholders and creditors ("Scheme") was approved by the Hon'ble National Company Law Tribunal ('NCLT') on 08 November, 2019 and on filing of the scheme with Registrar of Companies, the Scheme became effective on December 04, 2019. Pursuant to the Scheme becoming effective, the Tyre business undertaking is demerged from the Company and transferred to and vested in the Resulting Company with effect from January 01, 2019 i.e. the Appointed Date.

Accordingly, the Company has recognised the effect of demerger and the difference of Rs 81.76 crore i.e. excess of the value of transferred assets over the transferred liabilities pertaining to the demerged undertaking pursuant to the Scheme has been debited to the Retained earnings of the Company Further, general or multipurpose borrowings of the Company transferred to the Resulting Company in the ratio of the value of assets transferred bears to the total value of the assets of the Company immediately before the appointed date in terms of the said scheme. The operations of the Tyre business (demerged undertaking) has been re-presented for all previous periods as discontinued operations.

**The impact of above re-presentation on previous period figures is as follows** **Rs./Crores**

Particulars	Corresponding three months ended in the previous year 31/03/2019 (Unaudited)	Previous year ended 31/03/2019 (Audited)
A. Total Income	267.51	1,325.54
B. Total Expenses	343.66	1,588.42
C. Loss before Tax (A-B)	(76.14)	(262.88)
D. Tax Expense/ (Credit)	-	-
<b>E. Loss from Discontinued Operations (C-D)</b>	<b>(76.14)</b>	<b>(262.88)</b>

- 4 Balance Sheet for the previous ended 31st March, 2019 is not comparable with current year since this includes the demerged tyre segment figures
- 5 Effective from 1st April 2019, the Group has adopted Ind AS 116 'Leases'. On transition, the Group has recorded the lease liability at the present value of future lease payments discounted using the incremental borrowing rate and has also chosen to measure the right-of-use asset at the same value as the lease liability. The adoption of this standard did not have any significant impact on the results for the period and earnings per share.
- 6 The Company had losses during the previous year and has continued to incur losses during the current year, primarily due to lower volumes and finance costs which has resulted in contraction in net worth during the year and as at March 31, 2020. The net current liabilities as at March 31 2020 were Rs. 1,156.20 Crore at Standalone and Rs. 1,250.50 Crore at Consolidated level respectively. Further, the Company has not complied with certain financial debt covenants, the Company has defaulted in repayment of letter of credit, its working capital facilities and interest payable to lenders aggregating to Rs 272.77 Crore in respect of its term loans and working capital facilities as on March 31, 2020. The default is primarily caused to due to liquidity mismatch, while the company has continued to generate positive cash flow from its business operations.  
The Board of directors has evaluated these conditions and has advised management to take measures to improve the liquidity condition of the Company. The Company is working towards a resolution plan with the lenders and has signed a non-binding term sheet with a potential investor, which will enable the Company to scale up its operations and meet the remaining financial obligations. The management is expecting to get the necessary approval of the stakeholders. The Company's ability to as a going concern is dependent on successful outcome of the above mentioned management plans. In addition, the Promoter Group, has consistently demonstrated its financial commitment in the Company and would continue with that support in future as and when necessary. Accordingly, these financial information have been prepared on the basis that the Company will continue as a going concern.



**KESORAM INDUSTRIES LIMITED**

Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

Statement of Standalone and Consolidated Audited Financial Results for the quarter and year ended 31st March, 2020

- 7 The appearance of COVID-19 in January 2020 and its global expansion has caused the viral outbreak to be classified as a pandemic on 11 March 2020 by the World Health Organisation. Since then measures are being adopted to combat the virus which is having a significant impact not only on people but economic activity in general. As per the directives of both the Central and State Governments in the wake of COVID-19 pandemic, the operations of the Company were impacted, due to shutdown of all plants and offices (from 24 March 2020 to 3 May 2020) following nationwide lockdown by the Government of India. The Company has resumed operations in a phased manner as per directives from the Government of India. The Management has considered the possible effects, if any, that may result from of the pandemic on the business and carrying amounts of current assets and liabilities after considering internal and external sources of information including the possible future uncertainties in the global economic conditions as at the date of approval of these financial results. Given the uncertainties associated with pandemic's nature and duration, the actuals may differ from the estimates considered in these financial results. The Company continues to closely monitor the rapidly changing situation in order to successfully address possible financial and non-financial impact on the Company
- 8 The company has carried out an impairment analysis in respect of its exposure to its WOS (CIL). The company has followed the Discounted Cash flow method to ascertain the recoverable amounts, consequently an impairment of Rs. 387.12 crores has been accounted by the company against the total exposure of Rs. 1,000.00 crores.
- 9 The external borrowings from banks as disclosed in statement of assets and liabilities is after giving effect to transfer of borrowings to the Resulting Company in accordance with the NCLT approved scheme as stated above. The banks are in the process of splitting the loan as per the order.
- 10 Figures for the previous period have been regrouped/reclassified wherever necessary to conform to current period's classification.
- 11 During the previous year, the Company received a grant from third party amounting to Rs. 31.75 crore. The grant has been netted off with related cost for which it has been received.
- 12 The Statutory Auditors have carried out audit of the above financial results for the quarter and year ended 31st March, 2020. The financial results have been approved by the Board of Directors on 30th July, 2020 after review thereof by the Audit Committee



Place: Kolkata  
Date: 30th July, 2020

By Order of the Board

PADMALOCHAN  
AN  
RADHAKRISHNA  
N

P.Radhakrishnan  
Whole-time Director

CIN : L17119WB1919PLC003429 | Phone : 033 2243 5453, 2242 9454, 2248 0764, 2213 0441 | Fax : 033 2210 9455  
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# Deloitte Haskins & Sells

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## **INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF KESORAM INDUSTRIES LIMITED**

#### **Opinion and Conclusion**

We have (a) audited the Standalone Financial Results for the year ended March 31, 2020 and (b) reviewed the Standalone Financial Results for the quarter ended March 31, 2020 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Standalone Financial Results for the Quarter and Year Ended March 31, 2020" of **KESORAM INDUSTRIES LIMITED** ("the Company"), ("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").

#### **(a) Opinion on Annual Financial Results**

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended March 31, 2020:

- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net loss and total comprehensive loss and other financial information of the Company for the year then ended.

#### **(b) Conclusion on Unaudited Standalone Financial Results for the quarter ended March 31, 2020**

With respect to the Standalone Financial Results for the quarter ended March 31, 2020, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Results for the quarter ended March 31, 2020, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

#### **Basis for Opinion on the Audited Standalone Financial Results for the year ended March 31, 2020**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the year ended March 31, 2020 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements

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and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

## **Material Uncertainty related to Going Concern**

We draw attention to Note 6 of the Statement regarding preparation of the financial results of the Company on a going concern. The Company had incurred losses during the previous year and has continued to incur losses during the year. The net current liabilities are Rs. 1156.20 crore as at March 31, 2020. These conditions, along with the outcome of other matters as set forth in Note 6, indicate existence of material uncertainty, which may cast significant doubts about the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

## **Emphasis of Matter**

We draw attention to Note 9 of the Statement, which state that the external borrowings from banks as disclosed in Statement of Assets and Liabilities is after giving effect to transfer of borrowings to the Resulting Company in accordance with the NCLT approved scheme and that the banks are in the process of splitting the loan as per the order. The Company has received the external confirmations from some banks on the outstanding loan balances as on March 31, 2020 without giving effect to transfer of borrowings to the Resulting Company in accordance with the NCLT approved scheme and the balance as per confirmation does not match to the balance disclosed, to the extent of borrowings transferred to the Resulting Company.

Our opinion is not modified in respect of this matter.

## **Management's Responsibilities for the Statement**

This Statement which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Standalone Financial Results for the year ended March 31, 2020 has been compiled from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2020 that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are 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 the Board of Directors 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 financial reporting process of the Company.

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## Auditor's Responsibilities

### (a) Audit of the Standalone Financial Results for the year ended March 31, 2020

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the year ended March 31, 2020 as a whole is 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 this Standalone Financial Results.

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 Annual Standalone Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' 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 ability of the Company 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 Statement 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 Annual Standalone Financial Results, including the disclosures, and whether the Annual Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the Company to express an opinion on the Annual Standalone Financial Results.

Materiality is the magnitude of misstatements in the Annual Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Standalone Financial Results 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 Annual Standalone Financial Results.

# Deloitte Haskins & Sells

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.

## **(b) Review of the Standalone Financial Results for the quarter ended March 31, 2020**

We conducted our review of the Standalone Financial Results for the quarter ended March 31, 2020 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 ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 SAs specified under section 143(10) of the Act 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.

## **Other Matters**

- The Statement includes the results for the Quarter ended March 31, 2020 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us. Our report on the Statement is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firm's Registration No. 302009E)

ABHIJIT  
BANDYOPADHYAY  
Digitally signed by ABHIJIT  
BANDYOPADHYAY  
Date: 2020.07.30 17:01:57  
+05'30'

**Abhijit Bandyopadhyay**  
Partner  
Membership No. 054785  
UDIN: 20054785AAAACI1175

Place: Kolkata  
Date: July 30, 2020

## **INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF KESORAM INDUSTRIES LIMITED**

#### **Opinion and Conclusion**

We have (a) audited the Consolidated Financial Results for the year ended March 31, 2020 and (b) reviewed the Consolidated Financial Results for the quarter ended March 31, 2020 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Consolidated Financial Results for the Quarter and Year Ended March 31, 2020" of **KESORAM INDUSTRIES LIMITED** ("the Parent") and its subsidiary (the Parent and its subsidiary 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 and year ended March 31, 2020, ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

#### **(a) Opinion on Annual Consolidated Financial Results**

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the audit reports of other auditors on separate financial statements of subsidiary and joint venture, referred to in Other Matters section below, the Consolidated Financial Results for the year ended March 31, 2020:

- (i) includes the results of Cygnet Industries Limited (Subsidiary) and Gondkhari Coal Mining Limited (Joint Venture);
- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net loss and consolidated total comprehensive loss and other financial information of the Group for the year ended March 31, 2020.

#### **(b) Conclusion on Unaudited Consolidated Financial Results for the quarter ended March 31, 2020**

With respect to the Consolidated Financial Results for the quarter ended March 31, 2020, based on our review conducted and procedures performed as stated in paragraph (b) of Auditor's Responsibilities section below and based on the consideration of the audit reports for the year ended March 31, 2020 of other auditors referred to in Other Matters section below, nothing has come to our attention that causes us to believe that the Consolidated Financial Results for the quarter ended March 31, 2020, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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## **Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2020**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended March 31, 2020 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion.

### **Material Uncertainty related to Going Concern**

We draw attention to Note 6 of the Statement regarding preparation of the financial results of the Group on a going concern. The Group had losses during the previous years and has continued to incur losses during the year. The net current liabilities are Rs. 1,250.50 crore as at March 31, 2020. These conditions, along with the outcome of other matters as set forth in Note 6, indicate existence of material uncertainty, which may cast significant doubts about the Group's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

### **Emphasis of Matter**

We draw attention to Note 9 of the Statement, which state that the external borrowings from banks as disclosed in Statement of Assets and Liabilities is after giving effect to transfer of borrowings to the Resulting Company in accordance with the NCLT approved scheme and that the banks are in the process of splitting the loan as per the order. The Parent has received the external confirmations from some banks on the outstanding loan balances as on March 31, 2020 without giving effect to transfer of borrowings to the Resulting Company in accordance with the NCLT approved scheme and the balance as per confirmation does not match to the balance disclosed, to the extent of borrowings transferred to the Resulting Company.

Our opinion is not modified in respect of this matter.

### **Management's Responsibilities for the Statement**

This Statement, which includes the Consolidated Financial Results is the responsibility of the Parent's Board of Directors and has been approved by them for the issuance. The Consolidated Financial Results for the year ended March 31, 2020, has been compiled from the related audited consolidated financial statements. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and year ended March 31, 2020 that give a true and fair view of the consolidated net loss and consolidated other comprehensive loss and other financial information of the Group in accordance with the recognition and measurement principles laid down in the 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 and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint venture and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments

# Deloitte Haskins & Sells

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 respective financial results that give a 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 this Consolidated Financial Results by the Directors of the Parent, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities 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 and of its joint venture are responsible for overseeing the financial reporting process of the Group and of its joint venture.

## **Auditor's Responsibilities**

### **(a) Audit of the Consolidated Financial Results for the year ended March 31, 2020**

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2020 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 this Consolidated Financial Results.

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 Annual Consolidated Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' 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 ability of the Group and its joint venture 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

# Deloitte Haskins & Sells

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 and its joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the entities within the Group and its joint venture to express an opinion on the Annual Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Annual Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Annual Consolidated Financial Results, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Consolidated Financial Results 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 Annual Consolidated Financial Results.

We communicate with those charged with governance of the Parent and such other entities included in the Consolidated Financial Results of which we are the independent auditors 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.

## **(b) Review of the Consolidated Financial Results for the quarter ended March 31, 2020**

We conducted our review of the Consolidated Financial Results for the quarter ended March 31, 2020 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 ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 SA specified under section 143(10) of the Act 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.

The Statement includes the results of the entities as listed under paragraph (a)(i) of Opinion and Conclusion section above.



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As part of our annual audit we also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

## Other Matters

- Attention is drawn to Note 2 to the Statement which states that the consolidated figures for the corresponding quarter ended March 31, 2019, as reported in the accompanying Statement have been approved by the Parent's Board of Directors, but have not been subjected to review. Our report is not modified in respect of this matter.
- The Statement includes the results for the Quarter ended March 31, 2020 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our report is not modified in respect of this matter.

- We did not audit the financial statements of 1 (one) subsidiary included in the consolidated financial results, whose financial statements reflect total assets of Rs. 650.20 crores as at March 31, 2020 and total revenues of Rs. 316.08 crores for the year ended March 31, 2020, total net loss after tax of Rs. 89.12 crores for the year ended March 31, 2020 and total comprehensive loss of Rs. 93.77 crores for the year ended March 31, 2020 and net cash flows (net) of Rs. 69.21 crores for the year ended March 31, 2020, as considered in the Statement. The consolidated financial results also includes the Group's share of loss after tax of Rs. NIL for the year ended March 31, 2020 and Total comprehensive loss of Rs. NIL for the year ended March 31, 2020, as considered in the Statement, in respect of 1(one) joint venture whose financial statements have not been audited by us. These financial statements have been audited, by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and joint venture, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor.

For **DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firm's Registration No. 302009E)

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**Abhijit Bandyopadhyay**  
Partner  
Membership No. 054785  
UDIN: 20054785AAAACJ9540

Place: Kolkata  
Date: July 30, 2020