

Gluhend India Private Limited

(A Sage Group Company)

Corporate Office: 346, F. I. E. Patparganj,
Delhi - 110 092, INDIA Tel: 011- 48464300

E-mail: info@sagemetals.co.in

CIN U74994MH2017FTC303216



Date: 31.12.2021

To,
The Secretary (Listing Department),
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, 21st Floor, Fort,
Mumbai – 400 001

Scrip Code: 957731

ISIN: INE744Z07019

Sub: **Submission of Audited Financial Result for the half year and year ended on March 31, 2021 along with Auditor Report (Unmodified Opinion)**

Dear Sir,

This is with reference to the captioned subject and pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the following for your necessary information:

1. Independent Auditor's Report on the Audited Financial Results for the Financial Year ended March 31, 2021.
2. Audited Financial Results along with the Statement of Assets and Liabilities for the half year and year ended March 31, 2021.


Also, the company, pursuant to Regulation 52(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereby declare that the Statutory Auditors of the Company, have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company for the half year and year ended March 31, 2021.

You are requested to take the same on record for appropriate dissemination.

Thanking You,

Yours sincerely,

For GLUHEND INDIA PRIVATE LIMITED




Isha Gupta
Company Secretary
(Mem. No. – 22178)

Cc:

1. Vistra ITCL (India) Limited, Debenture Trustee

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS TO THE BOARD OF DIRECTORS OF GLUHEND INDIA PRIVATE LIMITED

Opinion

We have audited the Standalone Financial Results for the year ended 31 March 2021 included in the accompanying "Statement of Standalone Audited Financial Results for the six months and year ended 31 March 2021" ("the Statement") of **Gluhend India Private Limited** ("the Company"), being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended 31 March 2021:

- i. is presented in accordance with the requirements of Regulation 52 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 ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder 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.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in Auditor's Responsibilities for audit of the Annual Standalone Financial Results 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 31 March 2021 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 is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

We draw attention to :

- a) Note 7 to the Statement, which describes matters relating to non-compliances with certain provisions of the Companies Act, 2013 with respect to presentation and adoption of audited financial statements for the years ended 31 March 2020 and 31 March 2019, before the shareholders in the respective Annual General Meetings within the stipulated time as prescribed under section 96 of the Companies Act, 2013 and submission of audited standalone financial results for the year ended 31 March 2021 and 31 March 2020 and unaudited standalone financial results for the six months ended 30 September 2020 and 30 September 2019 to the stock exchange within the prescribed time pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Accordingly, the Company could be liable to certain penal provisions for the said non-compliances under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The consequential impact of these non-compliances, including the liability for penal charges, if any, on the standalone financial results is presently not ascertainable.



- b) Note 8 to the Statement, wherein it is indicated that the Company has received / issued debit and credit notes in foreign currency aggregating to Rs. 119.77 million and Rs. 335.69 million respectively which are outstanding as at year end, for which the Company will need to get regulatory approvals under the Foreign Exchange Management Act, 1999. The consequential impact of this matter, including liability for penal charges, if any, on the standalone financial results, is presently not ascertainable.

Our opinion on the Statement is not modified in respect of these matters.

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 Statement has been compiled from the related audited standalone financial statements for the year ended 31 March 2021 and interim standalone financial information for the six months ended 31 March 2021. This responsibility includes the preparation and presentation of the Standalone Financial Results for the year ended 31 March 2021 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 Ind AS 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 52 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 Annual 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 Annual 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.

Auditor's Responsibilities for audit of Annual Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Annual Standalone Financial Results for the year ended 31 March 2021 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 Annual 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.



Deloitte Haskins & Sells LLP

- 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 52 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.

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

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

Other Matter

The Statement includes the results for the six months ended 31 March 2021 being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures for the six months ended 30 September 2020, which were subject to limited review by us.

Our opinion on the Statement is not modified in respect of this matter.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)



Satpal Singh Arora
Partner
(Membership No. 098564)
UDIN : 21098564AAAAEK8228

Place : New Delhi
Date : 31 December, 2021

Statement of Standalone Audited Financial Results for the six months and year ended 31 March 2021

(All Amounts in Rs. Millions, unless otherwise stated)

Particulars	For the six months ended 31 March 2021	For the six months ended 31 March 2020	For the year ended 31 March 2021	For the year ended 31 March 2020
	(Unaudited) [Refer note 4]	(Unaudited) [Refer note 4]	(Audited)	(Audited)
I Revenue from operations				
(a) Sale of products and services	2,082.37	1,953.42	3,168.69	4,204.30
(b) Other Operating Revenue	91.87	121.41	145.61	264.45
Total revenue from operations	2,174.24	2,074.83	3,314.30	4,468.75
II Other Income	296.27	108.86	364.80	165.49
III Total income (I + II)	2,470.51	2,183.69	3,679.10	4,634.24
IV Expenses				
(a) Cost of materials consumed	1,193.70	1,080.49	1,887.64	2,017.81
(b) Changes in inventories of finished goods and work-in-progress	18.38	53.14	(134.54)	238.40
(c) Employee benefits expense	369.50	347.68	639.01	682.17
(d) Finance costs	291.59	269.99	570.29	572.20
(e) Depreciation and amortisation expense	69.35	82.45	126.02	155.24
(f) Other expenses	615.82	553.03	1,066.12	1,297.22
Total expenses	2,558.34	2,386.78	4,154.54	4,963.04
V Loss before tax (III-IV)	(87.83)	(203.09)	(475.44)	(328.80)
VI Tax expense				
(a) Current tax (refer note 11)	12.99	15.41	12.99	51.01
(b) Deferred tax	(13.46)	(30.55)	(146.78)	(65.60)
Total tax expense	(0.47)	(15.14)	(133.79)	(14.59)
VII Loss for the period / year (V-VI)	(87.35)	(187.95)	(341.65)	(314.21)
VIII Other comprehensive income				
Items that will not be reclassified to profit or loss				
(a) Remeasurement of post employment benefit obligation	3.66	0.62	7.31	1.23
(b) Income tax relating to above item	(1.07)	(0.20)	(2.13)	(0.36)
Other Comprehensive Income for the period / year	2.59	0.42	5.18	0.87
IX Total Comprehensive Income for the period / year (VII+VIII)	(84.77)	(187.54)	(336.47)	(313.34)
X Paid up equity share capital (Face value of the share Rs.10 each)	356.92	356.92	356.92	356.92
XI Other Equity			(1,150.86)	(847.56)
XII Earnings per equity share (EPS) of Rs. 10 each # :				
(a) Basic (In Rupees)	(0.22)	(0.77)	(1.29)	(1.32)
(b) Diluted (In Rupees)	(0.22)	(0.77)	(1.29)	(1.32)
XIII Net Debt Equity Ratio (refer note (a) below)	1.65	1.64	1.48	1.68
XIV Debt Service Coverage Ratio (refer note (b) below)	0.92	0.45	0.24	0.62
XV Interest Service Coverage Ratio (refer note (c) below)	0.33	0.05	0.09	0.19

Notes :

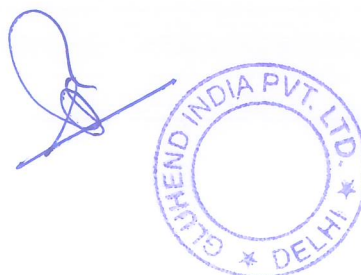
(a) Net Debt to Equity : Net Debt / Average Equity
(Net Debt : Non current borrowings (long term borrowings) + Current maturities of long term borrowings + Current borrowings - Cash and cash equivalents)
(Equity : Equity Share Capital + Other Equity + Compulsorily convertible preference shares)

As Compulsorily convertible preference shares (CCPS) will mandatorily be converted into equity shares, hence the same has been considered as part of equity and not debt for the purposes of computation of net debt to equity ratio.

(b) Debt Service Coverage Ratio : (Loss before tax + Depreciation and amortisation expense + Interest on long term borrowings) / (Interest on long term Borrowings + Repayment of long term borrowings during the period/year)

(c) Interest Service Coverage Ratio : Earnings before interest and tax (EBIT) / Interest on borrowings
(EBIT : Loss before tax + interest on borrowings)

EPS is not annualised for the six months ended 31 March 2021 and 31 March 2020.



GLUHEND INDIA PRIVATE LIMITED

CIN: U74994MH2017FTC303216

Corporate Office : 346, Patparganj Industrial Area, Patparganj, Delhi, 110092

Regd. Office : 23, Floor-2, Plot-59/61, Arsiwala Mansion Nathalal Parikh Marg, Colaba, Mumbai - 400005, Maharashtra

Statement of Standalone Assets and Liabilities as at 31 March 2021

(All Amounts in Rs. Millions, unless otherwise stated)

Particulars	As at 31 March 2021 (Audited)	As at 31 March 2020 (Audited)
A. ASSETS		
(1) Non-current assets		
(a) Property, plant and equipment	881.71	903.70
(b) Capital work-in-progress	59.28	78.83
(c) Right-of-use assets	428.10	431.66
(d) Goodwill	2,177.72	2,177.72
(e) Other Intangible assets	2.09	2.60
(f) Intangible assets under development	23.86	16.81
(g) Investment in subsidiary	659.86	653.12
(h) Financial assets		
(i) Loans	0.67	1.19
(ii) Other financial assets	24.70	24.33
(i) Non-current tax assets (net)	289.69	284.56
(j) Other non-current assets	7.71	184.18
Total non-current assets	4,555.39	4,758.70
(2) Current assets		
(a) Inventories	1,081.08	964.25
(b) Financial assets:		
(i) Investments	-	1.03
(ii) Trade receivables	857.47	1,152.61
(iii) Cash and cash equivalents	87.96	87.64
(iv) Bank balances other than (iii) above	4.00	1.44
(v) Loans	1.17	2.53
(vi) Other financial assets	0.43	11.10
(c) Other current assets	1,020.71	391.29
Total current assets	3,052.82	2,611.89
Total Assets	7,608.21	7,370.59
B. EQUITY AND LIABILITIES		
(1) Equity		
(a) Equity share capital	356.92	356.92
(b) Other equity	(1,150.86)	(847.56)
Total equity	(793.94)	(490.64)
(2) Non-current liabilities		
(a) Financial liabilities		
(i) Compulsorily convertible preference shares [refer note 10 (b)]	2,855.80	2,548.27
(ii) Borrowings	-	3,118.75
(iii) Lease liability	4.21	-
(iv) Other financial liabilities	-	416.84
(b) Provisions	78.82	78.64
(c) Deferred tax liabilities (net)	34.83	179.48
(d) Other non-current liabilities	-	18.67
Total non-current liabilities	2,973.66	6,360.65
(3) Current liabilities		
(a) Financial liabilities		
(i) Borrowings [refer note 10 (a) and (c)]	3,135.68	341.54
(ii) Lease liability	2.69	-
(iii) Trade payables		
Total outstanding dues of micro enterprises and small enterprises	297.89	298.68
Total outstanding dues of other than micro enterprises and small enterprises	1,201.65	655.36
(iv) Other financial liabilities	684.12	30.07
(b) Provisions	13.80	114.75
(c) Current tax liabilities	4.08	4.19
(d) Other current liabilities	88.58	55.99
Total current liabilities	5,428.49	1,500.58
Total liabilities	8,402.15	7,861.23
Total Equity and Liabilities	7,608.21	7,370.59



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Notes to the Statement of Standalone Audited Financial Results :

- 1 These standalone audited financial results have been reviewed and approved by the Board of Directors of the Company in its meeting held on 31 December 2021.
- 2 These standalone audited financial results have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and in accordance with Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 3 The Company is primarily engaged in the business of manufacturing of electrical wiring accessories and fittings. The Board of Directors of the Company, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Company's performance, allocate resources based on the analysis of the various performance indicators of the Company as a single unit. Therefore, the Company's business activity falls within a single business segment in terms of Ind AS 108.
- 4 Figures for the six months ended 31 March 2021 and 31 March 2020 represent the balancing figures between audited figures in respect of the full financial year and the reviewed figures for the six months ended 30 September 2020 and 30 September 2019 respectively.
- 5 The disclosure required as per provision of Regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 is given below :
 - (i) The listed 12.9% Non Convertible Debentures (NCD's) of the Company aggregating to Rs. 2,857.50 millions as on 31 March 2021 are secured by way of mortgage / charge on Company's fixed and current assets and is further guaranteed by its Holding Company.
 - (ii) Debenture Redemption Reserve has not been created by the Company as the Company does not have any profits during the current / previous year.
 - (iii) As per rating issued in December 2020 and June 2021, NCD's of the Company were rated 'BWR B (Credit watch with Developing Implications)' and 'BWR D (Credit watch with Negative Implications)' respectively by Brickwork Ratings India Private Limited.
 - (iv) The details of due date for payment of interest / repayment of principal of NCD's is given in table below :

Particulars	Previous due date	
	Principal	Interest
12.90% Secured, Listed Non Convertible Debentures	12 September 2019	12 March 2021
Next due date [Refer note 10(a)]		
	Principal	Interest
12.90% Secured, Listed Non Convertible Debentures	30 June 2021	12 June 2021

Notes :

- (a) The NCD's issued carries an interest rate of 12.90% per annum. Out of 12.90%, 8.00% shall be payable on a quarterly basis to the lenders and the balance interest will be deferred and added back to principal amount on quarterly basis.
 - (b) The NCD's were partly redeemed (10% of face value amounting to Rs. 317.50 millions) on 12 September 2019 along with proportionate deferred interest amount. The balance principal along with interest shall be redeemed on 30 June 2021.
- 6 The Company has incurred loss of Rs. 336.47 millions (previous year Rs. 313.34 millions) during the year ended March 31, 2021 and has accumulated losses of Rs. 1,251.81 millions (previous year Rs. 915.34 millions) as of that date resulting in complete erosion of the net worth of the Company. Further as at 31 March, 2021, the Company's current liabilities exceeds its current assets by Rs. 2375.67 millions. These conditions cast a significant doubt on the Company's ability to continue as a going concern and the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. The ability of the Company to continue as a going concern is dependent on the improvement of the Company's future operations, continued financial support from Delos Investment Fund II, LP, the Ultimate Holding Entity and deferment of borrowing.
- However, the financial statements of the Company have been prepared as going concern as :
- (a) Delos Investment Fund II, LP, the Ultimate Holding Entity, has confirmed to provide financial support as and when the need arises;
 - (b) Current liabilities as at 31 March 2021 includes NCD's amounting to Rs. 2,852.08 millions (as at 31 March 2020 Rs. 2,834.13 millions and included under non current borrowings), Redeemable Optionally Convertible Preference Shares (ROCPs) amounting to Rs. 280.36 millions (as at 31 March 2020 Rs. 280.36 millions and included under non current borrowings) and interest on NCD's and ROCPs amounting to Rs. 525.42 millions and 150.81 millions respectively (as at 31 March 2020 Rs. 335.07 millions and Rs. 93.64 millions respectively included in other current and non current liabilities). Subsequent to year end, for the NCD's outstanding (including interest), the Company has entered into a restructuring term sheet with lenders wherein along with other changes / modifications from the original debenture agreement, the maturity date of NCD's has been extended to 30 June 2023, with no extension option. Further, the Company has also commenced the process of renegotiating the terms of the ROCPs (including interest) with the ROCPs holder and the ROCPs holder has confirmed that the amount of ROCPs will not be called for the next twelve months.
 - (c) Compulsorily Convertible Preference Shares (CCPS) amounting to Rs. 2,855.80 millions (as at 31 March 2020 Rs. 2,548.27 millions) disclosed as non current financial liability in the standalone financial results will be converted into equity share capital in the future; and
 - (d) Based on future projections, the management of the Company is confident of generating profits in the near future.

Accordingly, the financial results do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the classification of liabilities that might be necessary, should the Company be unable to continue as a going concern.

7 Regulatory Compliances

- (a) Pursuant to section 96 of the Companies Act, 2013 the Company had obtained extension to hold its Annual General Meeting ("AGM") up to 31 December 2019 for the year ended 31 March 2019. The audited financial statements of the Company for the year ended 31 March 2019 could not be presented at the AGM held on 31 December 2019. Consequently, the financial statements for the year ended 31 March 2019, were presented in the adjourned Annual General Meeting held on 20 July 2020. On 16 December, 2020 the Company had filed a petition under section 441 of the Companies Act, 2013, for compounding of offences before the National Company Law Tribunal which was subsequently cancelled due to defects or incompleteness noted in the application.

Further, for the year ended 31 March 2020, the Company was required to hold AGM by 31 December 2020 (as per the provision of Section 96 of the Companies Act 2013 and further as extended by ROC order No. ROC/Delhi/AGM Ext./2020/11538 dated 08 September, 2020). The Company was not able to hold the meeting within the prescribed time. The financial statements for the year ended 31 March 2020, were presented in the Annual General Meeting held on 05 April, 2021.

The Company is in process of filing petitions under section 441 of the Companies Act, 2013, for compounding of above offences for the year ended 31 March 2019 and 31 March 2020 before National Company Law Tribunal.

- (b) The Company is in non-compliance with respect to submission of standalone audited financial results for the years ended 31 March 2020 and 31 March 2021 and standalone unaudited financial results for the six months ended 30 September 2019 and 30 September 2020 to stock exchange within the prescribed time pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as amended. The Company had submitted the standalone audited financial results for the year ended 31 March 2020 and standalone unaudited financial results for the six months ended 30 September 2019 on 31 March 2021.

Accordingly, the Company could be liable to certain penal provisions for the aforesaid non compliances under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The consequential impact of these non-compliances, including the liability for penal charges, if any, on the standalone financial results is presently not ascertainable and have accordingly not been recorded in the standalone financial results.



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- 8 As at 31 March 2021, the Company has received / issued debit and credit notes in foreign currency amounting to Rs. 119.77 millions and Rs. 335.69 millions (including debit and credit notes amounting to Rs. 108.49 millions and Rs. 331.00 millions respectively from wholly owned subsidiary company) respectively which are outstanding as at year end, for which the Company will need to get regulatory approvals under the Foreign Exchange Management Act, 1999. The consequential impact of this matter, including liability for penal charges, if any, on the standalone financial results is presently not ascertainable.
- 9 The Company had closed all its manufacturing plants and offices with effect from 24 March 2020 following countrywide lockdown due to Covid-19. Subsequently, the Company has gradually resumed its operations across all the plants adhering to the safety norms prescribed by the Government of India.

The Company has assessed the impact of Covid-19 pandemic on its business operations and has considered relevant internal and external information available up to the date of approval of these standalone audited financial results, in determination of the recoverability and carrying value of property, plant and equipment, goodwill, inventories, and trade receivables. Based on current estimates, the Company expects the carrying amount of these assets will be recovered. Further, the management believes that there may not be significant impact of Covid-19 pandemic on the financial position and performance of the Company, in the long-term. The Company will continue to monitor any material changes to future economic conditions.

10 Subsequent events.

- (a) As per the Debenture agreement, NCD's [6350, 12.9% secured, Non-convertible debentures of Rs. 450,000 each] amounting to Rs. 2,852.08 millions and accrued interest of Rs. 525.42 millions as at 31 March 2021 respectively were due for re-payment on 30 June, 2021. The Company in September, 2021 has entered into a "Restructuring Term Sheet" with lenders wherein along with other changes / modifications from the original debenture agreement, the maturity date of NCD's has been extended to 30 June 2023, with no extension option. As the Restructuring Term Sheet has been executed after the reporting period and before the financial statements are approved for issue the same has been classified as current financial borrowings.
- (b) The Company on November 9, 2021 (effective date) entered into a "Confidential Settlement Agreement and Release Agreement" with holder of class B Compulsory Convertible Preference Shares (CCPS). As per the agreement the Company would buy back the CCPS for a sum of US\$30,000 (the "Buy back payment"). As at 31 March, 2021, the CCPS (including derivative component) are value at Rs. 139 millions.
- (c) The Company subsequent to year end has started the process of renegotiating / restructuring the terms of the ROCPS (including interest thereon) and the ROCPS holder has confirmed that the amount of ROCPS will not be called for the next twelve months.

The impact of amendments, settlements and renegotiations as stated in para (a) to (c) above, would be recorded on its completion.

- 11 Current tax expense for the year ended 31 March 2021 includes Rs. 12.99 millions pertaining to earlier year.
- 12 The figures for the previous period/year have been regrouped wherever necessary, to make them comparable to current year classifications.

Place : New Delhi
Date: 31 December 2021

