

September 4, 2024

Ref.: SATCHMO /023/2024-25

To
BSE Limited
(Stock Code: 533202)
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

Dear Sir / Madam,

Sub: Unaudited Standalone and Consolidated Financial Results of the Company for the First Quarter ended on 30th June, 2024 along with the Limited Review Report - Discrepancies in Financial Results

With reference to the discrepancy observed by the exchange in the Financial result as not been signed by the chairperson or managing director, or a wholetime director or in the absence of all, other authorized director, we would like to clarify that the Financial result for Quarter Ended - June 2024 was duly signed by Mr. Ramesh Karur, who is an Whole Time Director of the Company designated as Executive Director and Chief Financial Officer of the Company.

We hereby once again enclose the unaudited Standalone and Consolidated Financial Results of the Company for First Quarter ended on 30th June, 2024 as approved by the Board of Directors together with the Limited Review Report as submitted by the Statutory Auditors duly signed by Mr. Ramesh Karur, Whole Time Director of the Company.

The meeting started at 04.30 PM and concluded at 07.05 PM on August 02, 2024.

Request you to take the above on record.

For Satchmo Holdings Limited
(Formerly NEL Holdings South Limited)



Prasant Kumar
Company Secretary & Chief Compliance Officer

Encl.: As above

Independent Auditor's Review Report on STANDALONE unaudited financial results of **Satchmo Holdings Limited** (formerly known as NEL Holdings South Limited) (the Company) Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the quarter ended June 30, 2024.

To
The Board of Directors
Satchmo Holdings Limited (Formerly known as NEL Holdings South Limited)

1. We have reviewed the accompanying statement of standalone unaudited financial results of **SATCHMO HOLDINGS LIMITED** (formerly known as NEL Holdings South Limited) ("the Company") for the quarter ended June 30, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements 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 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is drawn to the following matters and other matters disclosed in the Notes of the Statement which are the subject matter of adverse conclusion as given in Para 5 below:

The Company has incurred losses over the years resulting in negative net worth and negative working capital. The default in payment of dues to banks and financial institutions and creditors etc. are the identified events that, individually or collectively, may cast

significant doubt on the Company's ability to continue as a going concern. The Statement does not adequately disclose this fact.

The Company has stepped back / separated from certain projects under development and had transferred those projects to other developers/ landowners through the Memorandum of Understanding (MOU) or Business Transfer Agreement (BTA). The Company is in the process of withdrawing/exiting from the existing projects as the Company is shifting its focus to other areas and have accordingly altered the Objects Clause in its Memorandum of Association. Although these transactions have reduced the liability of the Company to banks and financial institutions, the ability of the Company to continue as a going concern continues to remain uncertain in view of the negative net worth. Furthermore, proceedings were initiated by a financial creditor before the National Company Law Tribunal as indicated in Point e. below.

As the Company has not recognized this uncertainty regarding its continuity as a going concern and has prepared the standalone financial statements on a going concern assumption basis without carrying out any adjustments, in our opinion, the Statement may not give a true and fair view. (Refer to note 9 of the Statement).

Other matters where our opinion is modified.

- a. Confirmation of balances in respect of trade receivables, trade payables, vendor advances, advances from customers and other advances have not been provided for our verification and record for all the parties. In the absence of such external confirmations, we are unable to ascertain any consequential effect of the above to the profit and loss for the quarter.
- b. As per the records of the Company and information and explanations provided to us, the Company has been irregular in depositing the undisputed statutory dues, including provident fund, income-tax, value-added tax, Goods and Services tax, cess, etc.

The Company also has a receivable balance of Rs. 763 Lakh and a payable balance of Rs. 208 Lakh (excluding interest and disputed VAT liability under appeal) from / to various government authorities. Due to such statutory non-compliance, we are unable to comment on the actual recoverability and payment of the dues against such balances.

- c. Necessary documents with respect to certain advance payments to vendors and movement in balance during the period were not made available for our verification. Consequently, we are unable to comment on such transactions.

- d. The Company had, during this quarter under our review, signed a share purchase agreement for divesting its equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in the quarter. However, the other conditions as per the agreement are still in the process of execution as the shares are held as lien by JC Flower Asset Reconstruction Company, a creditor. Once all the liabilities are settled, share transfer execution shall be completed. (Refer Note 7 of the statement)
 - e. The Company had, on 22nd July, 2024, informed SEBI as per Regulation 30 of SEBI (LODR) Regulations, 2015 about the institution of proceeding under section 7 of the Insolvency and Bankruptcy Code, 2016 by JC Flower Asset Reconstruction Company (Financial Creditor) against the Company (Corporate Debtor) before the National Company Law Tribunal.
 - f. The Company had written off old debit balances and also written back old payables in this current quarter amounting Rs 129 lakhs and Rs 3379 lakhs respectively as the same are considered unrealizable and without any claim for payment over a considerable period of time. Supporting documents were mostly not made available to us as audit evidence for our verification and record in regard to such write offs/write backs as mentioned. (Refer Note 8 of the statement)
5. Based on our review conducted as above, due to the significance of the matters stated in Para 4 above and its consequential impact on the unaudited financial results for the quarter ended June 30, 2024, we are of the view that the Statement read with notes thereon have not been prepared fairly in all material respect in accordance with aforesaid Indian Accounting Standards specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies, and has not disclosed fairly the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. Emphasis is given to the following matters disclosed in the Notes of the Statement:
- a. During the current quarter, the Company is in the process of divesting its interest in the equity shares in its Subsidiary - Northroof Ventures Private Limited indicated in Para 4 d. above.
As of the reporting date, the balance receivable from Northroof Ventures Private Limited is Rs. 1051 Lakhs, which has been impaired due to the negative net worth of Northroof Ventures Private Limited .
 - b. The Company had entered into One-time Settlements (OTS) with JCF ARC (assigned by YES Bank) and HDFC Limited as per which, the Company had to repay the amounts mentioned in the settlement letters in a time-bound manner. In the event the Company

defaults on the mentioned timelines or any other payment terms, the said settlement approvals shall stand revoked. On this basis, the Company had disclosed Rs. 8,507 Lakh under Current Borrowing (being the OTS outstanding balance of JCF ARC and HDFC) and Rs. 48,233 Lakh under Disputed Liability (being the difference between original loan and interest liability and the OTS outstanding balance as agreed) as on 30th June, 2024.

However, the Company had defaulted on the timelines of the payment under OTS with respect to both the lenders in the year end. Subsequently, the Company has received a notice from JCF ARC revoking the above-mentioned OTS and calling upon to repay outstanding dues along with applicable interest charges, costs, etc. with immediate effect.

As informed by the management, the Company is in communication with the lenders for seeking an extension for the balance payment therefore has not booked any further liability on the basis of such demand from JCF ARC. No information / document is made available for subsequent correspondence after the revocation in case of HDFC Limited. (Refer Note 4 of the statement)

As mentioned before in Para 4 e. above there has been an institution of proceeding under section 7 of the Insolvency and Bankruptcy Code, 2016 by JC Flower Asset Reconstruction Company (Financial Creditor) against the Company (Corporate Debtor) before the National Company Law Tribunal as the terms of the OTS were contravened and the liability remained unsettled. The matter was reported to SEBI on 22nd July, 2024 by the Company.

- c. The Company has not renewed the registration of project “Rio” under the provisions of the Real Estate (Regulation and Development) Act, 2016 since 31st March 2019, resulting in non-compliance under the relevant rules and regulations of the Real Estate (Regulation and Development) Act, 2016.
- d. According to the information and explanation provided to us, Gratuity plan of the Company is unfunded as at 30th June, 2024 and the Company has made provision for the entire Gratuity Liability. Employee Gratuity Liability is being met as and when they fall due. As no assets are maintained, there is a liquidity risk that the Company may run out of cash resources which may further affect the financial position of the Company.
- e. Certain managerial personnel duly appointed by members have intimated the Board in the current year that they would be foregoing their remuneration from their respective date of appointment in order to comply with the provisions of section 197(1) of the Companies Act, 2013, since lender’s approval prior to such appointment was not obtained. Accordingly, no managerial remuneration has been accounted for in the books of account in respect of those personnel. The board has noted the “Letter of Undertaking” received from the personnel for non-acceptance of salary and other remuneration.

- f. Deferred tax has neither been ascertained nor accounted for during the quarter under review.
(Please refer to note 6 of the Statement)

Our opinion is not modified in respect of the above matters.

Other Matters

- a. During the third quarter of the preceding financial year, the Company had received an order for cancellation of GST registration on account of failing to furnish the returns for prescribed periods.
Though GST Registration of the Company was cancelled, the Company is continuing raising GST invoices in order to deposit GST liability to the department as and when GST registration will be restored and be valid.

Our conclusion is not modified in respect of the above matters.

For KAMG & ASSOCIATES

Chartered Accountants

(Firm's Registration No. 311027E)



Amitabha Niyogi

(Amitabha Niyogi)

Partner

Membership No 056720

UDIN: **24056720BKHXFB1597**

Place: Bengaluru

Date: 02.08.2024

Satchmo Holdings Limited

(formerly known as NEL Holdings South Limited)



Regd. Office: No. 110, A wing, Level 1 Andrews Building, M.G.Road Bangalore KA 560001 IN

CIN: L93000KA2004PLC033412, website - www.satchmoholdings.in

Phone Number: +91 80 2227 2220

Statement of unaudited standalone financial results for the quarter and three months ended June 30, 2024

(Rs in lakh except EPS)

No	Particulars	Quarter ended			Previous year ended 31-03-2024
		3 months ended 30-06-2024	Preceeding 3 months ended 31-03-2024	3 months ended 30-06-2023	
		Unaudited	Audited	Unaudited	
1	Income				
	(a) Revenue from operations	31	275	1,187	1,929
	(b) Other Income	93	526	6,516	7,581
	Total Income	124	801	7,703	9,510
2	Expenses				
	(a) Land, construction and facility management cost	24	220	4,072	4,594
	(b) Employee benefits expense	192	168	167	677
	(c) Finance costs	-	7	8	17
	(d) Depreciation and amortization expense	3	3	1	11
	(e) Other Expenses	232	831	169	2,910
	Total Expenses	451	1,229	4,417	8,209
	Exceptional items	3,250	496	-	(1,055)
3	Profit/(Loss) before tax (1-2)	2,923	68	3,286	246
4	Tax expenses				
	i) Tax for previous years	-	(110)	-	(110)
	ii) Current Tax	-	-	18	-
	iii) Deferred tax	-	-	-	-
5	Profit/(Loss) after tax for the period (3-4)	2,923	178	3,268	356
6	Other Comprehensive Income				
	(i) Items that will not be reclassified to profit & Loss	-	-	-	-
	(ii) Remeasurement of Defined Benefit Plan	(1)	(5)	-	(4)
	(iii) FVOCI - equity investments	-	-	-	-
	(iv) Tax on above items that will not be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income	(1)	(5)	-	(4)
7	Total Comprehensive Income for the period [Comprising profit/(loss) and Other Comprehensive Income for the period (5+6)]	2,922	173	3,268	352
8	Earnings/(Loss) Per Share ('EPS') (of Rs. 10 each) - (Rs.) (not annualised)				
	(a) Basic EPS	2.00	0.12	2.24	0.24
	(b) Diluted EPS	2.00	0.12	2.24	0.24
9	Paid up equity share capital (Face Value of 10/-each)	14,583	14,583	14,583	14,583



Notes to the financial results:

1 The above standalone financial results have been reviewed by the Audit committee and approved by the Board of Directors of the Company at its meeting held on 2nd August 2024. The statutory auditors have conducted a limited review of the standalone Financial Results of the Company for the period ended 30th June, 2024.

2 These standalone financial results information presented above is prepared in accordance with an amended Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 of the Companies (Indian Accounting Standards) Rules, 2015. These results are uploaded on the Company website i.e. www.satchmoholdings.in and on the Stock Exchanges where the shares of the Company are listed i.e. www.bseindia.com.

3 Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

4 The Company has accepted onetime settlement proposal (OTS) dated 14th April 2023, as given by JCF for an amount of Rs. 8,500 lakhs. Company has already paid Rs. 1,500 lacs out of the said amount of 8,500 lakhs in the previous year. As per the OTS, the amount is to be settled within 180 days from the date of OTS. Company has also received OTS from HDFC Limited dated 6th June 2023 for an amount of Rs. 4,590 lakhs and Company has already paid Rs. 3,083 lakhs against the said OTS. Company has received Revocation letter from JCF in November 2023 and is in process of negotiation for extension of OTS. Post receipt of onetime settlement proposal (OTS) from the two lenders, Company has reclassified the loans payable at the OTS and the balance outstanding along with accrued interest for an aggregate amount of Rs. 48,233 lakhs has been classified as Disputed Liability in the previous year.

5 The Company is in process of completing the incomplete residential projects and pursuant to Change in its object clause, is focussing on the segments namely the "Service business of facilities / manpower / catering / restaurants activities", "Proptech and related Internet Technology Services", "Long term investment and trading in equities". All operations are in India and hence there is no geographical segment.

6 Deferred Tax has not been accounted for due to the uncertainty of taxable profit as estimated by the management against which the Deferred tax assets can be adjusted / utilised in near future.

7 The Company has signed a share purchase agreement for divesting its entire equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in the first quarter. However, the other conditions as per the agreement are in the process of execution. Once all the processes are fulfilled, share transfer execution shall be completed.

8 Exceptional items include certain old debit balances written off and also old payables written back in this current quarter amounting Rs 129 lakhs and Rs 3,379 lakhs respectively as the same are considered unrealizable and without any claim for payment over a considerable period of time.

9 Going concern

These financial statements have been prepared on a going concern basis notwithstanding accumulated losses as at the balance sheet date and a negative net current assets situation. As per the management with these exits of residential projects and the debt coming down, the company is hopeful of revival in the coming years.

These financial statements therefore do not include any adjustments relating to recoverability and classification of asset amounts or to classification of liabilities that may be necessary if the Company is unable to continue as a going concern.

10 The figures in respect of previous period have been regrouped/recast wherever necessary.

For and on behalf of the Board of Directors of
Satchmo Holdings Limited (formerly known as NEL Holdings South Limited)



Ramesh Karur
Whole Time Director
DIN: 03572425



Place: Bengaluru, India
Date : 2nd August 2024

Satchmo Holdings Limited

(formerly known as NEL Holdings South Limited)

Regd. Office: No. 110, A wing, Level 1 Andrews Building, M.G.Road Bangalore KA 560001 IN
CIN: L93000KA2004PLC033412, website - www.satchmoholdings.in
Phone Number: +91 80 2227 2220



Standalone Segment wise revenue, results for the period ended June 30, 2024

(Rs in lakh except EPS)

No	Particulars	Quarter ended			Previous year ended 31-03-2024
		3 months ended 30-06-2024	Preceeding 3 months ended 31-03-2024	3 months ended 30-06-2023	
		Unaudited	Audited	Unaudited	
1	Segment revenue				
	(a) Investment and trading in equities	-	-	16	47
	(b) Service business of facilities / manpower / catering / restaurants activities	31	32	-	42
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	-	243	1,171	1,840
	Total	31	275	1,187	1,929
	Less: Inter-segment revenue	-	-	-	-
	Net income from operations	31	275	1,187	1,929
2	Segment results				
	Profit/(loss) before tax and interest				
	(A) Investment and trading in equities	-	-	(1)	2
	(B) Service business of facilities / manpower / catering / restaurants activities	24	(1)	-	6
	(C) Proptech and related Internet Technology Services	-	-	-	-
	(D) Others	2,806	(450)	(3,221)	(7,326)
	Total	2,830	(451)	(3,222)	(7,318)
	Add: Other income	93	526	6,516	7,581
	Less: Interest	-	7	8	17
	Total profit/(loss) before tax	2,923	68	3,286	246
3	Segment Assets				
	(a) Investment and trading in equities	-	-	3	-
	(b) Service business of facilities / manpower / catering / restaurants activities	-	-	-	-
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	27,444	27,321	31,509	27,321
	(e) Unallocated	-	-	-	-
	Total	27,444	27,321	31,512	27,321
4	Segment Liabilities				
	(a) Investment and trading in equities	-	-	-	-
	(b) Service business of facilities / manpower / catering / restaurants activities	-	6	-	6
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	1,20,777	1,23,567	1,24,847	1,23,567
	(e) Unallocated	-	-	-	-
	Total	1,20,777	1,23,573	1,24,847	1,23,573



Independent Auditor's Review Report on the CONSOLIDATED un-audited financial results of **Satchmo Holdings Limited** (formerly known as NEL Holdings South Limited) ("the Group") Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the quarter ended June 30, 2024.

To

The Board of Directors

Satchmo Holding Limited (Formerly known as Nel Holdings South Limited)

1. We have reviewed the accompanying statement of consolidated unaudited financial results of **SATCHMO HOLDINGS LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2024 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on these Statements based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our review conclusions.

4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:

a) includes the results of the following entities as subsidiaries :

- i. Northroof Ventures Private Limited (formerly known as NHDPL South Private Limited);
- ii. Marathalli Ventures Private Limited (formerly known as NUDPL Ventures Private Limited);

b) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and

c) based on our review conducted and procedures performed as stated in paragraph 3 above and the significance of matters stated in paragraph 5 below and its consequential impact on the consolidated un-audited financial results for the quarter ended June 30, 2024, in our opinion, the statement read with notes thereon does not give a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated total profit and consolidated other comprehensive income and other financial information of the Group for the quarter ended June 30, 2024. .

5. Attention is drawn of the following matters and other matters disclosed in Notes of the Statement which are the subject matter of the adverse conclusion given in paragraph 4 above:

The Group has incurred losses over the years resulting in negative net worth and negative working capital. The default in payment of dues to bank and financial institution and creditors etc. are the identified events that, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern. The Statement does not adequately disclose this fact.

The Group has stepped back / separated from the certain projects under development and has transferred those projects to other

developers/landowners through Memorandum of Understanding (MOU) or Business Transfer Agreement (BTA). The Group is in the process of withdrawing/exiting from the existing projects as the Holding Company is shifting its focus to other areas and have accordingly altered the Objects Clause in its Memorandum of Association. Although these transactions have reduced the liability of the Group to bank and financial institution, the ability of the Group to continue as a going concern continues to remain uncertain in view of the negative net worth. Furthermore, proceedings were initiated by a financial creditor before the National Company Law Tribunal as indicated in Point e. below.

As the Group has not recognized this fact and has prepared the consolidated financial statements on going concern assumption basis without carrying out any adjustments, in our opinion, the consolidated financial statements may not give a true and fair view. (Refer to note 12 of the Statement)

Other matters where our opinion is modified:

- a. Confirmation of balances in respect of trade receivables, trade payables, vendor advances, advance from customers and other advances have not been provided for our verification and record. In the absence of such external confirmation, we are unable to ascertain any consequential effect of the above to the consolidated financial results for the quarter.
- b. As per the records of the Group and information and explanations provided to us, the Group has been irregular in depositing the undisputed statutory dues including provident fund, income-tax, value added tax, Goods and Services tax, cess, etc.

The Group also has a receivable balance of Rs. 985 Lakhs and a payable balance of Rs. 305 Lakhs (excluding interest and disputed VAT Liability under appeal) from/to various government authorities. Due to such statutory non-compliances, we are unable to comment on the actual recoverability and payment of dues against such balances.

- c. Necessary documents with respect to certain advance payments to vendors and movement in balance during the period were not made available for our verification. Consequently, we are unable to comment on such transactions.
- d. The Holding Company along with its subsidiary Company, Marathalli Ventures Private Limited had, during this quarter under our review, signed a share purchase agreement for divesting its entire equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in the quarter under our review. However, the other conditions as per the agreement are still in the process of execution as the shares are held as lien by JC Flower Asset Reconstruction Company, a creditor. Once all the liabilities are settled,

share transfer execution shall be completed.(Refer Note 10 of the statement)

- e. The Holding Company had, on 22nd July, 2024, informed SEBI as per Regulation 30 of SEBI (LODR) Regulations, 2015 about the institution of proceedings under section 7 of the Insolvency and Bankruptcy Code, 2016 by JC Flower Assets Reconstruction Company (Financial Creditor) against the Company (Corporate Debtor) before the National Company Law Tribunal.
 - f. The Group had written off old debit balances and written back old payables in this current quarter amounting Rs 129 lakhs and Rs 3379 lakhs respectively as the same are considered unrealizable and without any claim for payment over a considerable period of time. Supporting documents were mostly not made available to us as audit evidence for our verification and record in regard to such write offs/write backs as mentioned. (Refer Note 11 of the statement)
6. Emphasis is given to the following matters disclosed in the Notes of the Statement:
- a. During the current quarter, the Group is in the process of divesting its interest in the equity shares in its Subsidiary - Northroof Ventures Private Limited indicated in Para 5d. above.
 - b. The Group had entered into One-time Settlements (OTS) with JCF ARC (assigned by YES Bank) and HDFC Limited as per which, the Group has to repay the amounts mentioned in the settlement letters in a time-bound manner. In the event the Group defaults on the mentioned timelines or any other payment terms, the said settlement approvals shall stand revoked.

On this basis, the Group has disclosed Rs. 13,385 Lakh under Current Borrowing (being the OTS outstanding balance of JCF ARC and HDFC) and Rs. 1,11,664 Lakh under Disputed Liability (being the difference between original loan and interest liability and OTS outstanding balance as agreed) as on 30th June, 2024. (Refer to Note 7 of the Statement)

However, the Group has defaulted on the timelines of the payment under OTS with respect to both the lenders. Subsequently, the Group has received a notice from JCF ARC revoking the above-mentioned OTS and called upon to repay outstanding dues along with applicable interest charges, costs, etc. with immediate effect.

As explained, the Group is in communication with the lenders for seeking an extension of time for the balance payment therefore has not booked any further liability on the basis of such demand from JCF ARC. No information / document is made available for subsequent correspondence after the revocation in case of HDFC Limited.

As mentioned before in Para 5 e. above, there has been an institution of proceeding under section 7 of the Insolvency and Bankruptcy Code, 2016 by JC Flower Asset Reconstruction Company (Financial Creditor) against the Group (Corporate Debtor) before the National Company Law Tribunal as the terms of the OTS were contravened and the liability remained unsettled. The matter was reported to SEBI on 22nd July, 2024 by the Holding Company.

- c. The Group has not renewed the registration of project “Rio”, “Hyde Park” and “Columbus Square” under the provisions of Real Estate (Regulation and Development) Act, 2016 since 31st March 2019, resulting in non-compliance under the relevant rules and regulations of the Real Estate (Regulation and Development) Act, 2016.
- d. According to the information and explanation provided to us, the Gratuity plan of the Group is unfunded as at 30th June, 2024 and the Group has made provision for the entire Gratuity Liability. Employee Gratuity Liability is being met as and when they fall due. As no assets are maintained by the Group, there is a liquidity risk that the Group may run out of cash resources which may further affect the financial position of the Group.
- e. Certain managerial personnel duly appointed by members have intimated the Board in the current year that they would be foregoing their remuneration from their respective date of appointment in order to comply with the provisions of section 197(1) of the Companies Act, 2013, since lender’s approval prior to such appointment was not obtained. Accordingly, no managerial remuneration has been accounted for in the books of account in respect of those personnel. The board has noted the “Letter of Undertaking” received from the personnel for non-acceptance of salary and other remuneration.
- f. Deferred tax has neither been ascertained nor accounted for during the quarter under review. (Please refer to note 9 of the Statement).

Our opinion is not modified in respect of the above matters.



Other Matters

- a. During the third quarter of the preceding financial year, the Company had received an order for cancellation of GST registration on account of failing to furnish the returns for prescribed periods.
Though GST Registration of the Company was cancelled, the Group is continuing raising GST invoices in order to deposit GST liability to the department as and when GST registration is restored and will stand valid.

Our conclusion is not modified in respect of these matters.

For **KAMG & ASSOCIATES**
Chartered Accountants
(Firm's Registration No. 311027E)



Amitabha Niyogi

(Amitabha Niyogi)
Partner

Membership No.056720
UDIN: **24056720BKHXFC3586**

Place: Bengaluru
Date: 02.08.2024

Satchmo Holdings Limited

(formerly known as NEL Holdings South Limited)

Regd. Office: No. 110, A wing, Level 1 Andrews Building, M.G.Road Bangalore KA 560001 IN
CIN: L93000KA2004PLC033412, website - www.satchmoholdings.in
Phone Number: +91 80 2227 2220



Statement of Consolidated unaudited financial results for the quarter and three months ended June 30, 2024

(Rs in lakh except EPS)

Sl. No	Particulars	Quarter ended			Previous year ended 31-03-2024
		3 months ended 30-06-2024	Preceeding 3 months ended 31-03-2024	3 months ended 30-06-2023	
		Unaudited	Audited	Unaudited	Audited
1	Income				
	(a) Revenue from operations	183	635	1,216	4,401
	(b) Other Income	78	1,967	6,435	8,947
	Total Income	261	2,602	7,651	13,348
2	Expenses				
	(a) Land, construction and facility management cost	151	52	4,072	6,553
	(b) Changes in Inventories of Finished goods, work in progress & Stock in Trade	-	-	-	-
	(c) Employee benefits expense	192	168	180	720
	(d) Finance costs	-	7	35	100
	(e) Depreciation and amortization expense	3	4	2	13
	(f) Other Expenses	230	1,711	166	4,482
	Total Expenses	576	1,942	4,455	11,868
3	Profit/(Loss) before exceptional items and tax (1-2)	(315)	660	3,196	1,480
4	Exceptional items	3,250	401	-	(10)
5	Profit/(Loss) before tax (3+4)	2,935	1,061	3,196	1,470
6	Tax expenses				
	i) Current Tax	-	(110)	21	(110)
	ii) Deferred tax	-	-	-	-
7	Profit/(Loss) after tax for the period (5-6)	2,935	1,171	3,175	1,580
8	Profit/(Loss) after taxes Attributable to: (7)	2,935	1,171	3,175	1,580
	(i) owners of the parent Group	2,935	1,171	3,175	1,580
	(ii) non-controlling interests	-	-	-	-
9	Other Comprehensive Income				
	(i) Items that will not be reclassified to profit & Loss	-	-	-	-
	(ii) Remeasurement of Defined Benefit Plan	(1)	(5)	-	(4)
	(iii) FVOCI - equity investments	-	-	-	-
	(iv) Tax on above items that will not be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income	(1)	(5)	-	(4)
10	Total Comprehensive Income for the period [Comprising profit/(loss) and Other Comprehensive Income for the period (8+9)]	2,934	1,166	3,175	1,576
	Attributable to:				
	(i) owners of the parent Group	2,934	1,166	3,175	1,576
	(ii) non-controlling interests	-	-	-	-
11	Earnings/(Loss) Per Share ('EPS') (of Rs. 10 each) - (Rs.) (not annualised)				
	(a) Basic	2.01	0.80	2.18	1.08
	(b) Diluted	2.01	0.80	2.18	1.08
12	Paid up equity share capital (Face Value of 10/-each)	14,583	14,583	14,583	14,583



Notes to the financial results:

1 The above consolidated financial results have been reviewed by the Audit committee and approved by the Board of Directors of the Company at its meeting held on 2nd August 2024. The statutory auditors have conducted a limited review of the standalone Financial Results of the Company for the period ended 30th June, 2024.

2 These Consolidated unaudited financial results presented above is prepared in accordance with an amended Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 of the Companies (Indian Accounting Standards) Rules, 2015. These results are uploaded on the Company website i.e. www.satchmoholdings.in and on the Stock Exchanges where the shares of the Company are listed i.e. www.bseindia.com. These results include the result of the following subsidiary companies.

3 Subsidiaries: Northroof Ventures Private Limited (formerly known as NHDPL South Private Limited) and Marathalli Ventures Private Limited (formerly known as NUDPL Ventures Private Limited).

4 Statement of unaudited Standalone financial results for nine months ended June 30, 2024 disclose the following.

No	Particulars	Quarter ended			Previous year ended 31-03-2024
		3 months ended 30-06-2024	Preceding 3 months ended 31-03-2024	3 months ended 30-06-2023	
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations				
a	Total Revenue	124	801	7,703	9,510
	Total Income from operations	124	801	7,703	9,510
b	Profit/(Loss) before tax	2,923	68	3,286	246
c	Profit/(Loss) after tax	2,923	178	3,268	356

5 Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

6 The Group is in process of completing the incomplete residential projects and pursuant to Change in its object clause, is focussing on the segments namely the "Service business of facilities / manpower / catering / restaurants activities", "Proptech and related Internet Technology Services", "Long term investment and trading in equities". All operations are in India and hence there is no geographical segment.

7 The Group has accepted onetime settlement proposal (OTS) dated 14th April 2023 ,as given by JCF for an amount of Rs. 8,500 lakhs. Company has already paid Rs. 1,500 lacs out of the said amount of 8,500 lakhs in the previous year. As per the OTS, the amount is to be settled within 180 days from the date of OTS. Company has also received OTS from HDFC Limited dated 6th June 2023 for an amount of Rs. 4,590 lakhs and Company has already paid Rs. 3,083 lakhs against the said OTS. Company has received Revocation letter from JCF in November 2023 and is in process of negotiation for extension of OTS. Post receipt of onetime settlement proposal (OTS) from the two lenders, Company has reclassified the loans payable at the OTS and the balance outstanding along with accrued interest for an aggregate amount of Rs. 1,11,664 lakhs has been classified as Disputed Liability in previous year.

9 Deferred Tax has not been accounted for due to the uncertainty of taxable profit as estimated by the management against which the Deferred tax assets can be adjusted / utilised in near future.

10 The Group has signed a share purchase agreement for divesting its entire equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in the first quarter. However, the other conditions as per the agreement are in the process of execution. Once all the processes are fulfilled, share transfer execution shall be completed.

11 Exceptional items include certain old debit balances written off and also old payables written back in this current quarter amounting Rs 129 lakhs and Rs 3,379 lakhs respectively as the same are considered unrealizable and without any claim for payment over a considerable period of time.



12 **Going concern**

These consolidated financial statements have been prepared on a going concern basis notwithstanding accumulated losses as at the balance sheet date and a negative net current assets situation. As per the management with these exits of residential projects and the debt coming down, the Group is hopeful of revival in the coming years.

These financial statements therefore do not include any adjustments relating to recoverability and classification of asset amounts or to classification of liabilities that may be necessary if the Company is unable to continue as a going concern.

13 The figures in respect of previous period have been regrouped/recast wherever necessary.

For and on behalf of the Board of Directors of
Satchmo Holdings Limited (formerly known as NEL Holdings South Limited)

Ramesh Karur
Ramesh Karur
Whole Time Director
DIN: 03572425



Place: Bengaluru, India
Date : 2nd August 2024

Satchmo Holdings Limited

(formerly known as NEL Holdings South Limited)

Regd. Office: No. 110, A wing, Level 1 Andrews Building, M.G.Road Bangalore KA 560001 IN

Satchmo

Holdings Limited

CIN: L93000KA2004PLC033412, website - www.satchmoholdings.in

Phone Number: +91 80 2227 2220

Consolidated Segment wise revenue, results for the period ended June 30, 2024

(Rs in lakh except EPS)

No	Particulars	Quarter ended			Previous year ended 31-03-2024
		3 months ended 30-06-2024	Preceding 3 months ended 31-03-2024	3 months ended 30-06-2023	
		Unaudited	Audited	Unaudited	Audited
1	Segment revenue				
	(a) Investment and trading in equities	-	-	16	47
	(b) Service business of facilities / manpower / catering / restaurants activities	31	31	28	171
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	152	604	1,171	4,183
	Total	183	636	1,215	4,401
	Less: Inter-segment revenue	-	-	-	-
	Net income from operations	183	636	1,215	4,401
2	Segment results				
	Profit/(loss) before tax and interest	-	-	-	-
	(a) Investment and trading in equities	-	-	(1)	2
	(b) Service business of facilities / manpower / catering / restaurants activities	-	127	(15)	136
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	2,857	(1,436)	(3,188)	(7,514)
	Total	2,857	(1,309)	(3,204)	(7,376)
	Add: Other income	78	1,967	6,435	8,947
	Less: Interest	-	7	35	100
	Total profit/(loss) before tax	2,935	651	3,196	1,471
3	Segment Assets				
	(a) Investment and trading in equities	-	-	3	-
	(b) Service business of facilities / manpower / catering / restaurants activities	-	59	410	59
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	51,938	50,732	55,089	50,732
	(d) Unallocated	28,525	28,825	29,599	28,825
	Total	80,463	79,616	85,101	79,616
4	Segment Liabilities				
	(a) Investment and trading in equities	-	-	-	-
	(b) Service business of facilities / manpower / catering / restaurants activities	-	1,055	1,540	1,055
	(c) Proptech and related Internet Technology Services	-	-	-	-
	(d) Others	1,33,321	1,34,024	1,38,021	1,34,024
	(d) Unallocated	51,684	52,011	52,409	52,011
	Total	1,85,005	1,87,090	1,91,970	1,87,090

