TFL/SEC/2020-21/45

12/11/2020

The Manager,
Corporate Relations Dept.,
BSE Ltd.,
P.J. Towers,
Dalal Street, Fort
Mumbai 400001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Bandra Kurla Complex
Bandra (East)
Mumbai 400051

BSE Scrip Code: 532812 NSE Scrip Code: TFL

Dear Sir,

Sub: Outcome of Board Meeting held today i.e. on 12.11.2020

This is to inform that the Board of Directors of the Company at its meeting held today, i.e. Thursday, 12th November, 2020 (which commenced at 8.30 p.m. and concluded at 9.20 p.m.) has inter-alia, considered and approved:

1. The unaudited financial results (standalone and consolidated) of the Company prepared as per the Indian Accounting Standards for the quarter and period ended 30th September, 2020.

A copy of the said results along with Limited Review Report is attached.

- 2. The Board cancelled the earlier proposal considered on 23rd October to raise the funds not exceeding Rs. 10 Crores by way of issue of special category of NCD, i.e. Series SPL-01/2020-21.
- 3. Considering the larger volume of expected business, the Board approved the raising of funds by way of special category of NCD under Series SPL-02/2020-21 on private placement basis for an amount not exceeding Rs. 20 Crore (Rupees Twenty Crores).

Kindly take the same on records.

Yours faithfully,

For Transwarranty Finance Limited

Suhas Borgaonkar Company Secretary



S S KHAN & CO

Chartered Accountant

Office Add.: 24, 1st Floor, 5, Malharraowadi, Dadi Seth Agiary Lane, Kalbadevi, Mumbai - 400 002. Tel. No: (+91-22) 2240 2944 Mobile: +91 98200 72944 Email: ssknco786@gmail.com

Independent Auditor's Review Report on the Standalone Unaudited Quarterly and Year to Date Financial Results of Transwarranty Finance Limited pursuant to the Regulation 33 and Regulation 52 read with Regulation 63 of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Transwarranty Finance Limited

- 1. We have reviewed the accompanying statement of Standalone unaudited financial results of Transwarranty Finance Limited ('the Company') for the quarter ended 30 September 2020 and the year to date results for the period 01 April 2020 to 30 September 2020 ("the Statement") attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended ('the Regulation'), read with relevant circulars issued by SEBI from time to time.
- 2. The Statement, which is the responsibility of the Company's Management and approved by the 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 ("the Act"), as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the Regulation read with the relevant circulars issued by SEBI. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the applicable accounting standards and other recognized accounting practices and polices has not disclosed the information required to be disclosed in terms of the Regulation, read with the relevant circulars issued by SEBI, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. We draw attention to Note No. 5 to the Statement which states that as per the assessment of the management, there is no significant impact of COVID-19 pandemic on the operations and financial position of the company. Our conclusion on the Statement is not modified in respect of this matter.

CHARTERED

For S S KHAN & CO Chartered Accountant (FRN: 133324W)

SARFARAZ KHAN

Proprietor

Membership Number: 144212

Place: Mumbai

Date: 12 November 2020 UDIN: 20144212AAAACV1480



S S KHAN & CO

Chartered Accountant

Office Add.: 24, 1st Floor, 5, Malharraowadi, Dadi Seth Agiary Lane, Kalbadevi, Mumbai - 400 002. Tel. No: (+91-22) 2240 2944 Mobile: +91 98200 72944 Email: ssknco786@gmail.com

Independent Auditor's Review Report on the Consolidated Unaudited Quarterly and Year to Date Financial Results of Transwarranty Finance Limited pursuant to the Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended)

To the Board of Directors of Transwarranty Finance Limited

- 1. We have reviewed the accompanying statement of consolidated unaudited financial results of Transwarranty Finance Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as 'the Group') for the quarter ended September 30, 2020 and the year to date results for the period 01 April 2020 to 30 September 2020 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation'), read with relevant circulars issued by SEBI from time to time.
- 2. The Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the Regulation read with the relevant circulars issued by SEBI. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

- 4. The Statement includes the results of the following subsidiaries:
 - (a) Vertex Securities Limited.
 - (b) Vertex Commodities and Finpro Private Limited.
 - (c) Transwarranty Capital Market Services Private Limited.



- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of consolidated unaudited financial results, prepared in accordance with the applicable Indian Accounting Standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulation, read with the relevant circulars issued by SEBI, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. We draw attention to Note No. 5 to the Statement which states that as per the assessment of the management, there is no significant impact of COVID-19 pandemic on the operations and financial position of the Group. Our conclusion on the Statement is not modified in respect of this matter.
- 7. We did not review the interim financial results of two subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. 35.74 lacs, total net profit after tax of Rs. 12.25 lacs and total comprehensive income of Rs. 12.25 lacs, for the quarter ended 30 September 2020, as considered in the unaudited consolidated financial results. These interim financial results have not been reviewed by other auditors and the unaudited financial statements have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the unaudited financial statements furnished to us by Management and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of the above matter.

CHARTERED ACCOUNTANTS FRN 133324W

For S S KHAN & CO
Chartered Accountant

(FRN: 133324W)

SARFARAZ KHAN

Proprietor

Membership Number: 144212

Place: Mumbai

Date: 12 November 2020 UDIN: 20144212AAAACW3288

TRANSWARRANTY FINANCE LIMITED

CIN: L65920MH1994PLC080220

Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai- 400021

Tel. No:40010900, Fax No: 40010999, Email: companysecretary@transwarranty.com,Web Site: www.transwarranty.com

(Rs. In Lakhs)

STATEMENT OF STANDALONE / CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2020

STANDALONE CONSOLIDATED 3 Months Ended 6 Months Ended **PARTICULARS** 3 Months Ended 6 Months Ended 30-09-2020 30-06-2020 30-09-2019 30-09-2020 30-09-2019 30-09-2020 30-06-2020 30-09-2019 30-09-2020 30-09-2019 Unaudited **REVENUE** Revenue From Operations:-9.14 10.32 22.50 19.46 50.90 9.14 10.32 22.49 19.46 50.89 Interest Income Fees and Commission Income 10.01 7.93 18.71 17.94 31.35 207.50 180.40 123.07 387.90 242.16 Sale of Stock ---5.00 5.00 5.00 5.00 Corporate Finance **Total Revenue from Operations** 19.15 18.25 46.21 37.40 87.25 216.64 190.72 150.56 407.36 298.05 0.30 6.79 6.92 13.83 41.98 52.79 119.11 Other Income 6.62 45.76 87.74 **Total Revenue** 19.45 24.87 53.00 44.32 101.08 258.62 236.48 203.35 495.10 417.16 **EXPENSES Finance Costs** 70.35 56.45 62.92 126.80 109.31 88.28 69.19 77.51 157.47 134.93 Purchase of Shares held in Stock in Trade _ **Employee Benefits Expenses** 30.02 29.02 37.02 59.04 73.88 90.52 95.45 185.97 208.62 106.66 **Depreciation and Amortisation Expenses** 5.44 5.74 6.80 11.18 13.10 14.23 15.26 16.15 29.49 32.63 142.93 Other Expenses 24.08 44.08 34.00 68.16 60.01 153.46 128.97 296.39 247.84 **Total Expenses** 129.89 135.29 140.74 265.18 256.30 346.49 322.83 329.29 669.32 624.02 Profit / (Loss) Before Exceptional and Extra ordinary items and Tax (110.44)(110.42)(87.74)(220.86)(155.22) (87.87)(86.35)(125.94)(174.22)(206.86)**Exceptional Items** _ Profit / (Loss) Before Extra ordinary items and Tax (110.44)(110.42)(87.74)(220.86)(155.22)(87.87)(86.35) (125.94)(174.22)(206.86) Extraordinary Items (174.22)Profit / (Loss) Before Tax (110.44)(110.42)(87.74)(220.86)(155.22)(87.87)(86.35)(125.94)(206.86)**Current Tax** Less: MAT Credit Entitlement Deferred Tax (0.30)(0.01)0.44 (0.31)0.67 (0.30)(0.01)0.26 (0.31)0.31 Profit / (Loss) from Continuing Operations After Tax (110.14)(110.41)(88.18)(220.55)(155.89)(87.57)(86.35)(126.20)(173.91)(207.17)**Profit from Discontinuing Operations** Tax Expense of Discontinuing Operations **Profit from Discontinuing Operations After Tax** Profit / (Loss) For the Period (110.14)(110.41)(88.18)(220.55)(155.89) (87.57) (86.35) (126.20)(173.91)(207.17)Other Comprehensive Income:-Itmes that will be reclassified to profit or Loss (0.20)0.48 0.79 0.28 0.94 (0.20)0.48 0.89 0.28 1.04 Total Comprehensive Income for the period (110.34) (109.93)(87.39)(220.27)(154.95)(87.77)(85.87)(173.63)(206.13)(125.31)Paid-up equity share capital (Rs.10 each) 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 2,446.06 Basic Earning Per Share of Rs.10/- each (In Rupees) (0.45)(0.45)(0.36)(0.63)(0.36)(0.51)(0.84)(0.90)(0.35)(0.71)Diluted Earning Per Share of Rs.10/- each (In Rupees) (0.45)(0.45)(0.36)(0.90)(0.63)(0.36)(0.35)(0.51)(0.71)(0.84)

1. The above unaudited financial results were discussed by the members of the audit committee and were a	pproved and taken on record by the Board of Directors at their meeting held
on November 12, 2020.	

- 2. The Statutory auditors have carried out a Limited Review of the financials results as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3. The Company is primarily engaged in a single segment viz. financial services and related activities and therefore the segment reporting is not applicable.
- 4. In line with the requirements of regulation 47(2) of the listing Regulations, 2015, the results for the quarter and Half Year ended September30, 2020 are available on the website of BSELimited (URL: www.bseindia.com/corporates), the National StockExchange of India Limited (URL: www.nseindia.com/corporates) and on the company's website www.transwarranty.com.
- 5. Covid-19 outbreak was declared as a global pandemic by World Health Organisation (WHO) on 11 March 2020. Indian authorities have followed an approach of complete lockdown since 24 March 2020 starting with three-week complete lockdown, during which only defined essential services were operating with limited capacity. The lockdown kept on getting extended with gradual and modest relaxations. Financial service has been declared as an essential service and accordingly, the Company has been in operation consistently with minimal permitted staff. Accordingly as of 30th September 2020, based on the facts and circumstances existing as of that date, the Company does not anticipate any material uncertainties which affects its liquidity position and also ability to continue as a going concern. However, the impact assessment of Covid-19 is a continuing process given the uncertainties associated with its nature and duration.

6. Figures have been regrouped and rearranged wherever necessary.

For and on behalf of the Board

Place : Mumbai Date : 12-11-2020 Kumar Nair Managing Director DIN No. 00320541

TRANSWARRANTY FINANCE LIMITED (CIN . L65920MH1994PLC080220)

Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai - 400021.

Tel No. 40010900, Fax No. 40010999, Email. mail@transwarranty.com, Web Site.www.transwarranty.com UNAUDITED STATEMENT OF ASSETS AND LIABILITIES AS AT 30TH SEPTEMBER, 2020

		STANDALONE		CONSOLIDATED	
Particulars		As at	As at	As at	As at
		30.09.2020	30.09.2019	30.09.2020	30.09.2019
		Rs			Rs
	Assets				
1	Finanical Assets				
	Cash and cash equivalents	135.81	78.69	521.30	160.53
	Bank Balance other than (a) above	0.25	0.25	10.25	159.25
	Receivables	-	-		
	(I) Trade Receivables	539.65	545.75	865.42	1,154.98
	(II) Other Receivables	-	-		
	Loans	86.26	266.40	955.94	1,116.16
	Investments	1,530.19	1,579.82	72.00	121.64
	Other Financial assets	803.66	800.28	1,748.36	1,337.32
		3,095.82	3,271.19	4,173.27	4,049.88
2	Non Financial Assets				
	Inventories	7.23	7.23	7.23	7.23
	Current Tax assets (Net)	66.00	62.26	115.17	100.51
	Deferred Tax Assets (Net)	208.64	194.03	213.87	199.53
	Property, Plant and Equipment	843.58	866.41	921.92	958.50
	Goodwill	4.00	4.00	680.41	680.41
	Other Intangible assets	1.71	1.46	54.54	70.16
	Other non-financial assets	433.07	430.87	490.00	495.76
		1,564.23	1,566.26	2,483.14	2,512.10
	TOTAL ASSETS	4,660.05	4,837.45	6,656.41	6,561.98
	Liabilities & Equity				
2	Liabilities				
2.1	Financial Liabilities				
	Payables	-	-		-
	(I)Trade Payables	-	-		-
	(i) total outstanding dues of micro enterprises and				
	small enterprises	-	-		-
	(ii) total outstanding dues of creditors other than				
	micro enterprises and small enterprises	4.85	4.85	1,587.24	1,277.31
	II) Other Payables	-	-		
	(i) total outstanding dues of micro enterprises and				
	small enterprises	-	-		
	(ii) total outstanding dues of creditors other than				
	micro enterprises and small enterprises	81.74	46.03	55.05	47.35
	Debt Securities	252.20	186.49	252.20	186.50
	Borrowings (Other than Debt Securities)	1,988.61	1,798.62	2,206.65	1,788.52
	Other financial liabilities	198.42	172.87	236.26	123.28
		2,525.82	2,208.86	4,337.40	3,422.96
2.2	Non-Financial Liabilities				
	Provisions	9.96	8.80	21.94	18.12
	Deferred tax liabilities (Net)			-	-
	Other non-financial liabilities	6.30	3.40	95.44	85.48
2.2	-	16.26	12.20	117.38	103.60
2.2	Equity				
	Equity share capital	2,446.06	2,446.06	2,446.06	2,446.06
	Other equity	(328.09)	170.33	(677.26)	(0.92)
	Non Controling Interest	-	:	432.83	590.28
		2,117.97	2,616.39	2,201.63	3,035.42
	Total equity and liabilites	4,660.05	4,837.45	6,656.41	6,561.98

For Transwarranty Finance Limited

Kumar Nair Managing Director DIN.00320541

Place :- Mumbai Date :- 12/11/2020

TRANSWARRANTY FINANCE LIMITED (CIN . L65920MH1994PLC080220)

Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai - 400021.

Tel No. 40010900, Fax No. 40010999, Email. mail@transwarranty.com, Web Site.www.transwarranty.com

Cash Flow Statement for the Half Year ended 30th September, 2020

		Stano	lalone	(Rs. In Lakhs)		
		Standalone For the Half For the Half		Consolidated		
	Particulars		For the Half	For the Half	For the Half	
				Year ended 30th		
		Sept. 2020	Sept. 2019	Sept. 2020	Sept. 2019	
ı.	Cash Flows from Operating Activities:					
	Net Profit Before Tax and Extraordinary Items	(220.86)	(155.22)	(174.22)	(206.8	
	Adjustments for:	-	-	-	-	
	Depreciation	11.18	13.10	29.50	32.0	
	Interest Income	(19.46)	(50.89)	(72.83)	(50.8	
	Dividend Income	(0.05)	(0.07)	(0.05)	(0.0	
	Interest Expense	126.80	109.31	157.46	134.	
	Profit on sale of Investment	(0.53)	(0.89)	(0.53)	(0.8	
	Reversal of Rent Expense on Lease Liability	- 1	- 1	(2.74)		
	Impairment Allowance	-	-	(1.85)	-	
	Adjustments for Changes in Working Capital:	-	-	-	-	
	(Increase) / Decrease in Trade Receivables	7.41	1.44	(227.35)	136.	
	Increase / (Decrease) in Trade & Other Payables	52.11	20.90	518.04	13.	
	(Increase)/decrease in loans	94.70	(12.63)	94.70	(60.	
	(Increase)/decrease in other financial assets	(1.63)	(3.01)	(461.71)	(55.	
	(Increase)/decrease in Inventories	-	-	-	-	
	(Increase)/decrease in other non-financial assets	(8.18)	7.65	(17.10)	118.	
	Increase / (Decrease) in other financial Liabilities	(127.34)	(14.09)	(71.26)	(66.	
	Increase/(decrease) in provisions	0.42	0.63	3.02	0.	
	Increase / (Decrease) in non- financial Liabilities	(33.73)	(36.45)	(21.25)	(34.	
	Cash inflow from interest on loans	21.20	47.89	84.55	72.	
	Cash innow from interest on loans	21.20	47.89	84.55		
	Income tax paid (net of refunds)	(1.16)	21.59	(4.84)	(66.	
	Net Cash Flows from Operating Activities	(99.12)	(50.74)	(168.47)	(34.	
		(00:12)	(2017.1)	(200:17)	(0.1)	
II.	Cash Flows from Investing Activities:					
	Dividend Income	0.05	0.07	0.05	0.	
	Sale / (Purchase) of Investment (Net)	0.24	(49.81)	0.24	(49.	
	Purchase of Property Plant and Equipment	-	(0.12)	(1.29)	(42.	
	Purchase of Intangible Asset	-	(0.75)	-	(6.	
	(Increase) / Decrease In Deposits	-	-	244.00	177.	
	Net Cook Floor forms Investigation Activities	- 0.20	- (50.60)	- 242.00	70	
	Net Cash Flows from Investing Activities	0.29	(50.60)	243.00	78	
II.	Cash Flows from Financing Activities:	-	-	-		
	Borrowings other than debt securities issued (net)	285.99	122.93	178.45	(51	
	Debt securities issued (net)	31.00	90.29	31.00	90	
	Finance cost paid	(116.37)	(126.39)	(144.29)	(159	
		-	-	-	-	
	Net Cash Flows from Financing Activities	200.62	86.83	65.16	(121	
	Net Increase or (Decrease) in Cash and Cash Equivalents (I +	-	-	-		
		101.79	(14.51)	139.69	(76	
	- Add: Cash and Cash Equivalents at Beginning of the year					
	(Refer Note)	34.02	93.20	381.61	237	
	Cash and Cash Equivalents at End of the Period	135.81	78.69	521.30	160	
	Note:					
	Cash and Cash Equivalents					
	- Cash in Hand	11.17	9.05	15.34	12	
	- Balances with Banks					
	- In Current Accounts	124.64	69.64	505.96	147	
	- III Current Accounts	124.04				
	Total	135.81	78.69	521.30	160	

For Transwarranty Finance Limited

Kumar Nair Managing Director DIN.00320541

Place :- Mumbai Date :- 12/11/2020