



Date: August 11, 2023

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| The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street,Mumbai 400 001 | The Vice-President, Listing Department National Stock Exchange of India Limited “Exchange Plaza”, Bandra – Kurla Complex, Bandra (E),Mumbai – 400 051 |
| Scrip Code : 533160 | Scrip Symbol : DBREALTY |
| Fax No.: 022 – 2272 3121/ 2039 | Fax No.: 022 – 26598237/38 |

Dear Sir/ Madam

Sub.: Outcome of the Boad meeting held on August 11, 2023

(The meeting of the Boad of Directors of the Company commenced on 5.30 p.m and concluded at 7.50p.m)

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ('SEBI Listing Regulations') we wish to inform you that the Board of Directors at its meeting held today, i.e. on Friday , August 11, 2023, inter alia, has considered and approved the following:

1. Unaudited standalone and consolidated financial results of the Company for the first quarter ended June 30, 2023. The copy of the said financial results along with the Limited Review Report given by the Statutory Auditors thereon are attached herewith.
2. Upon recommendation of the Nomination and remuneration Committee and subject to the approval of Members, the Board of Directors has approved re-appointment of Ms. Maryam Khan (DIN: 01263348) as an Independent Director of the Company for a second term of five years commencing from August 14, 2023 to August 13, 2028.
3. The Company's diversification plans to venture into the Hospitality business coupled with redemption of the Company's investments in Marine Drive Hospitality & Realty Pvt Ltd., a related party entity for which a detailed Press Release is issued separately.

Thanking you,

Yours faithfully,

For D B Realty Limited

**Jignesh Shah
Company Secretary**

D B REALTY LIMITED

Regd. Office: 7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate, Mumbai-400 020 Tel: 91-22-49742706
Correspondence Add.: 4th Floor, Wing 15, Gate No.2, Ten BKC, off. N. Dharmadhikari Marg, Kalanagar, Bandra (East), Mumbai – 400 051
Website: www.dbrealty.co.in Email: info @dbg.co.in Tel: 91-22-35201670
CIN : L70200MH2007PLC166818

D B REALTY LIMITED

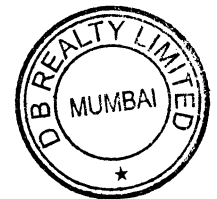
REGD. OFFICE : 7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate, Mumbai - 400 020
CIN L70200MH2007PLC166818

Statement of Unaudited Standalone Financial Results for the quarter ended June 30, 2023

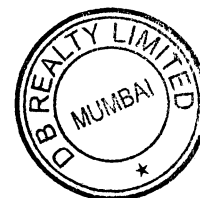
(Rs. in lacs other than EPS)

| Sr. No. | PARTICULARS | Quarter Ended | | | Year Ended |
|---------|--|-------------------|---------------------------------|-----------------|-------------------|
| | | 30th Jun 23 | 31st Mar 23 | 30th Jun 22 | 31st Mar 23 |
| | | Unaudited | Unaudited (refer note 23 below) | Unaudited | Audited |
| 1 | Revenue from operations (refer note 20) | - | - | - | 358.04 |
| 2 | Other income (refer note 21) | 43.17 | 1,395.71 | 2,209.20 | 10,575.97 |
| 3 | Total income (1+2) | 43.17 | 1,395.71 | 2,209.20 | 10,934.01 |
| 4 | Expenses | | | | |
| | a. Project expenses | 194.15 | 388.37 | 858.95 | 1,982.82 |
| | b. Changes in Inventories of finished goods, work-in progress and stock-in-trade | (194.15) | (388.37) | (858.95) | (1,982.82) |
| | c. Employee benefits expenses | 67.96 | 44.43 | 63.84 | 270.16 |
| | d. Depreciation and amortisation | 3.68 | 3.51 | 1.92 | 12.62 |
| | e. Finance costs (refer note 8 & 9) | 653.30 | 680.63 | 292.00 | 1,513.97 |
| | f. Other expenses | 513.44 | 361.18 | 1,393.26 | 3,581.69 |
| | Total expenses (a+b+c+d+e+f) | 1,238.38 | 1,089.75 | 1,751.02 | 5,378.44 |
| 5 | Profit / (loss) before exceptional Items (3-4) | (1,195.21) | 305.96 | 458.18 | 5,555.57 |
| 6 | Exceptional Items | - | - | - | - |
| 7 | Profit / (loss) before tax (5+6) | (1,195.21) | 305.96 | 458.18 | 5,555.57 |
| 8 | Tax Expenses | | | | |
| | (a) Current tax | - | - | - | - |
| | (b) Deferred tax (refer note 6) | 86.36 | 76.00 | 527.18 | 2,028.69 |
| | (c) (Excess) / short provision of tax for the earlier years | - | - | - | 9.77 |
| | Total Tax expense | 86.36 | 76.00 | 527.18 | 2,038.46 |
| 9 | Profit / (loss) after tax (7-8) | (1,281.57) | 229.96 | (69.00) | 3,517.11 |
| 10 | Other comprehensive income | | | | |
| | A. Items that will not be reclassified to profit or loss | | | | |
| | (a) Income/(loss) on fair value adjustment in the value of investments | - | (127.25) | (248.70) | (3,764.76) |
| | Less: Income tax relating to the above | - | 26.47 | 51.73 | 783.07 |
| | (b) Remeasurement of net defined benefit plans | (0.45) | 20.09 | (7.30) | (1.80) |
| | Less: Income tax relating to the above | 0.10 | (4.60) | 1.67 | 0.41 |
| | Total Other Comprehensive Income | (0.35) | (85.29) | (202.60) | (2,983.08) |
| 11 | Total comprehensive income for the period / year (9+10) | (1,281.92) | 144.67 | (271.60) | 534.03 |
| 12 | Paid up equity share capital (Face value of Rs. 10 per equity share) | 35,215.48 | 35,215.48 | 25,905.88 | 35,215.48 |
| 13 | Other equity (excluding revaluation reserve and including money received against share warrants) (refer note 13) | | | | 2,89,495.25 |
| 14 | Basic and Diluted EPS (Rs.) (not annualised for interim period) | | | | |
| | Basic | (0.36) | 0.04 | (0.03) | 1.15 |
| | Diluted (Refer note 18) | (0.36) | 0.01 | (0.03) | 1.00 |
| 15 | Items exceeding 10% of total Expenses included in other expense | | | | |
| | Provision for Impairment of investments | * | * | 741.19 | 722.21 |
| | Legal and Professional Charges | * | 154.92 | * | 631.98 |
| | Repair and Maintenance - others | * | 80.18 | * | * |
| | Provision for doubtful loans and advances | * | 73.03 | * | * |
| | Rates and Taxes | * | 126.25 | * | * |
| | Expected credit loss (including fair value of guarantee) | 386.14 | * | 409.88 | 1,599.39 |

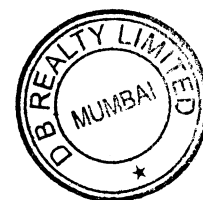
* represents nil or respective items do not exceed 10% of total expenses.



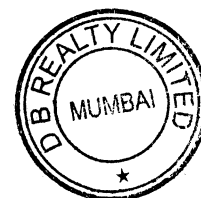
| Notes: | |
|--------|---|
| 1 | The above results were reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at its meeting held on August 11, 2023. The statutory auditor has carried out limited review of the standalone financial results for the quarter ended June 30, 2023. Matters referred to in note no. 3, 4 and 8 below have been qualified by the statutory auditor and matters referred to in note no. 6, 9, 10, 11 and 12 have been mentioned as emphasis of matter in their limited review report. |
| 2 | The above standalone financial results have been prepared in accordance with the guidelines issued by the Securities and Exchange Board of India ('SEBI'), and the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013. |
| 3 | <p>With respect to guarantees or securities given by the Company:</p> <p>The Company carries out its business ventures through various entities. The funds required for projects in those entities are secured through financial guarantees and securities of the Company. Following are the notes related to guarantees and securities given by the Company where such entities have defaulted:</p> <p>(a) During the previous year, one of the lenders had invoked the corporate guarantee given by the Company on behalf of a related party (principal borrower). As per the communication the total demand is Rs 76,038.97 lacs which was contested by the Company vide its response to the said communication. The lender had confirmed / acknowledged the amount of Rs 23,636 lacs vide its letter dated March 8, 2021. The company in its response to the invocation of the corporate guarantee had made an offer to pay Rs 25,400 lacs as a part of its obligation as a guarantor and which will also be reimbursed by such related party. The management based on the market value of the various other primary securities, corporate guarantee and undertaking by the holding company of the related party entity (for whom guarantee was provided) is confident of recovering the amount payable (if any) to the lenders from the said related party and its holding company and accordingly is of the view that provision is not required to be made.</p> <p>During the current quarter, the principal borrower has offered revised settlement amount of Rs. 38,744 lacs and a formal response to the said offer is awaited.</p> <p>Subsequent to the quarter end, NCLT admitted the petition filed by the lender against the Company under Insolvency & Bankruptcy Code (IBC), 2016. The Company filed an appeal against the said order with NCLAT which has granted a stay against NCLT's order. Further, the principal borrower has undertaken to deposit the proposed amount of Rs. 38,744 lacs within 90 days from the date of NCLAT order (i.e., July 6, 2023) and next hearing date is scheduled for September 6, 2023.</p> <p>(b) Financial guarantees and securities given by the Company on behalf of certain entities who have defaulted in their principal payment obligations to the lenders aggregating to Rs. 24,547.62 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. Valuation report of such primary / underlying assets provided as securities by the lending companies has not been obtained from the independent valuer. In view of the management, value of such primary / underlying assets provided as securities is greater than the outstanding loans and hence additional liability will not devolve on the Company inspite of the guarantee and securities provided by the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.</p> <p>Further, out of Rs. 24,547.62 lacs above, during previous year, one of the subsidiary companies (i.e. borrower), has entered in to one time settlement with lender equivalent to loans of Rs. 17,736.15 lakhs . The Company has requested for extension of time for the installment due on 31st March 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed. (also refer note 9).</p> <p>(c) Further, financial guarantees and securities given by the Company on behalf of certain entities (related parties) who have defaulted in their principal payment obligations to the lenders aggregating to Rs. 35,240.5 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. As per valuation reports obtained from independent valuer, the value of primary / underlying assets provided as securities by the lending companies is greater than the outstanding loans and hence in view of the management no additional liability is expected to devolve on the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders. Considering the restrictive covenants, value of underlying securities being greater than the outstanding loans, the fair value of the guarantee is Nil.</p> <p>Further, out of Rs. 35,240.5 lacs above,</p> <p>(i) During the current quarter, one of the entities (principal borrower), has entered in to one time settlement with lender with respect to the outstanding loan of Rs. 32,000 lakhs . Upon completion of the settlement obligation by the said principal borrower the Company's guarantee / security would cease to exist.</p> <p>(ii) Subsequent to the quarter end, one of the entities (principal borrower) has settled the outstanding loan of Rs. 3,240 lacs and Company's guarantee obligation is also released.</p> |



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| | <p>During the previous year, the Company's Key Managerial Personnel (KMPs) / directors have received summons from Securities Exchange Board of India (SEBI) regarding guarantees/securities given in the past for and on behalf of a related entity as that entity had defaulted in its repayment obligation. The Company has duly replied to the said summons.</p> <p>With reference to above, during the previous year, the Securities Exchange Board of India (SEBI) had issued administrative warning (i.e. impugned order) to the Independent Directors with respect to accounting and disclosure of financial guarantees based on the investigation report carried out by SEBI. This report was specifically with respect to matter covered in note 3(a) of the statement and it also extends to other guarantees as well. The said report quantifies the expected credit loss / additional provision with respect to financial guarantees as mentioned in note 3(a) above is Rs. 59,130.18 lakhs to be made by the company in accordance with Ind AS 109 'Financial Instrument'. The company has disputed the said report / order and in its opinion, no provision is required to be made based on underlying assets of the various borrowing entities and ongoing discussion for settlement of the loans by the respective entities with their lenders. The Company has filed an appeal and application seeking stay against the said impugned order before the Securities Appellant Tribunal (SAT) seeking reliefs including (a) setting aside the said impugned order and (b) To pass an order staying the effect, implementation and operations of the impugned order. During the previous year, the said appeal was heard and SAT had ruled against the Company.</p> <p>Further, during the previous year, SEBI has issued a show cause notice to the Company, KMPs and its directors for non-compliance of various provisions related to Securities Contracts (Regulation) Act, 1956 and non-compliance of accounting standard / Indian accounting standards related to guarantee and securities given by the Company to various entities. The management of the company is of the view that there is no non-compliance / non-disclosure and has duly replied to the said show cause notice during the current quarter. SEBI has issued a letter for online hearing to the Company and its erstwhile & current directors/KMPs on June 21, 2023. The Company had requested to defer the hearing till July 12, 2023 and the same was accepted by the SEBI.</p> <p>Subsequent to the quarter, the Company has filed an appeal with SAT to pass an order to keep the proceedings initiated by the show cause notice in abeyance with immediate effect till the pendency of the present appeal. The said appeal is admitted and heard by the SAT and the next hearing date is September 11, 2023.</p> <p>Further, during the previous year, the Company has filed settlement application with SEBI in relation to the above matters where the Company has offered settlement terms. The SEBI has rejected the said settlement application during the current quarter.</p> <p>In respect of above matters, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 4 | <p>The Company has investment in certain subsidiaries, associates, joint venture and other parties aggregating to Rs. 42,994.05 lacs and loans and advances / deposits outstanding aggregating to Rs. 1,64,112.76 lacs as at June 30, 2023. While such entities have incurred significant losses and / or have negative net worth as at June 30, 2023 and/or have pending legal disputes with respect to the underlying projects / properties of respective entities, the underlying projects in such entities are in the early stages of real estate development and are expected to achieve adequate profitability on substantial completion and / or have current market values of certain properties which are in excess of the carrying values. The Company considers its investments and loans in such entities as long term and strategic in nature. Accordingly, no provision is considered necessary towards diminution in the value of the Company's investments in such entities and for expected credit losses in respect of loans and advances given to such entities, which are considered good and fully recoverable.</p> <p>In respect of above matter, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 5 | <p>Note on investment of the Company in Marine Drive Hospitality and Realty Private Limited (MDHRPL):</p> <p>a) With respect to 24,70,600 numbers of Redeemable Optionally Convertible Cumulative Preference Shares ('ROCCPS') Series A, 2,17,630 numbers of ROCCPS Series C and 74,443 numbers of Cumulative Redeemable Convertible Preference Shares ('CRCPS') of MDHRPL held by the Company aggregating to Rs. 82,847.41 lacs, management of the Company had during the previous year decided not to opt for conversion of aforesaid shares.</p> <p>b) Pursuant to resolution passed in the annual general meeting of the Company and the consent of the board of director of MDHRPL, 92,600 numbers of Compulsory Convertible Cumulative Preference Shares ('CCCPS') - Series C of MDHRPL aggregating to Rs. 13,334.06 lacs has been converted into 92,600 ROCCPS during the previous year. The Company had decided not to opt for the conversion of aforesaid shares.</p> <p>c) The Company has not nominated any director on the Board of MDHRPL.</p> <p>Considering the above facts including management intention to opt for redemption of CRCPS and ROCCPS, the Company does not have control over MDHRPL and accordingly, MDHRPL is neither considered a subsidiary nor an associate of the Company. The Company holds 15.53% of the paid-up equity share capital of MDHRPL.</p> |
| 6 | <p>The Company has recognized net deferred tax asset on changes in fair value of financial instruments aggregating to Rs. 8,511.57 lacs in the earlier years. In the opinion of the management, there is a reasonable certainty as regards utilization / reversal (consequent to potential increase in fair value in future) of the said deferred tax assets. The Company has not recognised deferred tax assets on unabsorbed depreciation and carry forward losses on prudence basis. No provision for tax is required to be made in absence of taxable profit for the quarter ended June 30, 2023. The statutory auditors have drawn attention of above matter in their limited review report on the standalone financial results for the quarter ended June 30, 2023.</p> |



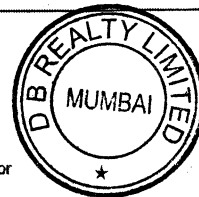
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| 7 | <p>The Company has various debt obligations (excluding corporate guarantee) aggregating to Rs. 99,901.29 lacs within next 12 months. These obligations are higher than the liquid assets out of current assets. This could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly for which the Company has entered into one time settlement with various lenders the effect of which would be reflected upon completion of settlement terms, raised funds through issued convertible warrants, entered in development agreement / joint ventures to revive various projects which have significantly high growth potential. The management is confident and has made plans to manage the liquidity position by restructuring the existing terms of borrowings, monetization of non-core assets, mobilization of additional funds and conversion of outstanding warrants into equity shares. Accordingly, the standalone financial results are prepared on a going concern basis. The statutory auditors have drawn attention of above matter in their limited review report on the financial results for the quarter ended June 30, 2023 in line with the earlier limited review reports / independent audit reports (also refer note 13).</p> |
| 8 | <p>The Company has not provided for interest on loan from one of the financial institutions amounting to Rs. 808.47 lacs for the quarter ended June 30, 2023, considering the ongoing discussions / negotiations with lenders as regards to one time settlement.</p> <p>In respect of above matter, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 9 | <p>During the previous year, the Company has entered into one-time settlement with one of the financial institutions subject to the compliance with the payment terms. As per the said settlement the Company is required to pay Rs. 18,560 lacs (plus interest as per agreed rate from 1st April 2023) upto January 31, 2025 as per repayment schedule specified therein. Additionally, the write-back / difference (if any) between the original loan amount plus accrued interest upto the date of settlement and the revised amount payable would be accounted in the period in which the condition of settlement arrangement are met. The Company has requested for extension of time for the installment due on March 31, 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed. The statutory auditors have drawn attention of above matter in their limited review report on the standalone financial results for the quarter ended June 30, 2023.</p> |
| 10 | <p>Realizable value of security deposits aggregating to Rs 2,278.17 lacs, investments and loans & advances in certain subsidiary companies/ entities aggregating to Rs 1,94,474.74 lacs and inventory of construction work in progress of Rs. 34,292.20 lacs are based on management's estimates, various approvals obtained / pending, stage of completion, projections of expected cost and revenue, realization of construction work in progress and market value of the underlying developments rights. These estimates are dynamic in nature and are dependent upon various factors such as eligibility of the tenants, changes in the saleable area, acquisition of new Floor Space Index (FSI) and other factors. Changes in these estimates can have significant impact on the financial results of the company for the quarter ended and also future periods, however quantification of the impact due to change in said estimates are not practical. The statutory auditors have drawn attention of above matter in their limited review report on the standalone financial results for the quarter ended June 30, 2023.</p> |
| 11 | <p>During the previous year, the Company, firms in which the Company is a partner and premises of KMP's were searched by the Income Tax department. During the current quarter, in relation to the search, the Income tax department has issued assessment orders. As per the said orders, Income Tax Department has disallowed the certain expenses and reduced the carried forward losses. The Company has filed an appeal against the said order before the Commissioner of Income Tax (Appeals). The said orders do not have any financial impact on the quarterly results.</p> <p>During the previous year, the Central Bureau of Investigation (CBI) has carried out searches of one of the wholly owned subsidiary (WOS) and premises of KMPs. Certain documents [including back-up of the accounting software] have been taken by the department and CBI. The WOS has submitted all information as requested by the CBI from time to time and as per the WOS's understanding there is no pending information to be provided to the CBI as on June 30, 2023. The Company is confident that it has not indulged in any activity that may make it liable for any liability in this regard. The statutory auditors have drawn attention of above matter in their limited review report on the standalone financial results for the quarter ended June 30, 2023.</p> |
| 12 | <p>Following are the major litigation updates of the Company:</p> <p>(a). As regards certain allegations made by the Enforcement Directorate against the Company and its two Key Managerial Persons (KMPs), in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice. The Company and its two KMPs have been acquitted by the Hon'ble CBI Special Court and the Enforcement Directorate has filed an appeal against the said order. There is no new development in this matter from the quarter ended March 31, 2023.</p> <p>(b). As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Company's assets aggregating to Rs. 711.05 lacs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs. 68.93 lacs, two flats having written down value of Rs. 85.29 lacs as on June 30, 2023 and investment in Redeemable Optionally Convertible Cumulative Preference Shares - Series A and Series C made by the Company aggregating to Rs. 556.83 lacs in earlier years. The impact, if any, of its outcome is currently unascertainable. On account of the acquittal as mentioned in point a above, the Company and the KMPs have applied for release of these assets before the honourable High Court, Delhi. There is no new development in this matter from the quarter ended March 31, 2023.</p> <p>(c). The Company is a party to various legal proceedings in normal course of business (including cases pending before the Hon'ble National Company Law Tribunal under Insolvency and Bankruptcy Code, 2016) and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of the operations or cash flow.</p> <p>The Company does not expect any financial liability in above matters.</p> <p>The statutory auditors have drawn attention of above matter in their limited review report on the standalone financial results for the quarter ended June 30, 2023</p> |



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| 13 | <p>During the previous year, the Company had allotted 25,75,00,000 warrants convertible into equity shares on preferential basis upon payment of 25% of total issue price and raised Rs. 38,604.56 lacs. One of the objectives of raising warrants was to reduce debt and meet funding requirements of the Company, its subsidiaries, JVs and partnership firms in which the Company is a partner. The said warrants entitle the allottees to apply for and be allotted equal number of equity shares for each warrant held on payment of balance 75% of the issue price amounting to Rs. 115,813.69 lacs within 18 months from the date of allotment of the warrants.</p> <p>Some of the allottees exercised their conversion option and had converted 10,88,96,000 warrants into equity shares till the previous year upon payment of balance 75% of the issue price on such warrants aggregating to Rs. 40,607.92 lacs. The Company had also received the listing approval from recognised stock exchanges for the listing of 10,00,96,000 equity shares till the previous year and for the remaining 88,00,000 equity shares, listing approval for the same is received in the current year.</p> <p>Further, subsequent to the quarter end, 5,96,62,300 warrants have been converted into equity shares on exercise of conversion option by promoter allottees and investors upon payment of 75% of issue price of such warrants aggregating to Rs. 23,595.17 lacs. The Company has filed an application for listing approval with the recognised stock exchange for issue of such shares and the approval for the same is awaited.</p> <p>Additionally, Rs 20.38 lacs has been received as advance towards balance share warrants which are to be converted.</p> |
| 14 | Based on the guiding principles given in Ind AS 108 "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India, the Company is mainly engaged in the business of real estate development viz. construction of residential / commercial properties in India. As the Company's business falls within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are not applicable. |
| 15 | <p>The Company is holding 75,600 equity shares (50.40%) of the face value of Rs. 100/- each in one of its subsidiaries Royal Netra Constructions Private Limited (RNCPL).</p> <p>The board has approved the proposal for amalgamation of Platinum Corp Affordable Builders Private Limited ("Transferor Company") and Royal Netra Constructions Private Limited ("Transferee Company") and their respective shareholders ("Scheme") under composite scheme of amalgamation and arrangement under sections 230 to 232, section 66 and other applicable provisions of the Companies Act, 2013 has been filed with National Company Law Tribunal ("NCLT") for the purpose of approval. The said approval is received subsequent to the quarter end. Pending filing of the scheme with Registrar of Companies (ROC) by the acquiree and compliance with conditions precedent, the accounting effect of the said scheme has not been given during the quarter in the books of accounts.</p> |
| 16 | During the current quarter, the Company has executed securities purchase agreement and deed of transfer of partnership interest for proposed disinvestment of its entire holding / interest in two joint ventures of the Company i.e. Prestige (BKC) Realtors Pvt Ltd and Turf Estate Joint Venture LLP for a consideration of Rs. 97,870 lacs and Rs. 19,779 lacs, respectively. This transaction is subject to completion of condition precedent to the said agreement / deed of partnership and accordingly accounting treatment for divestment will be given on completion of the transaction. |
| 17 | Subsequent to the quarter end, Company has exited from its joint venture with Eversmile Construction Company Private Limited and Konark Conwell LLP. As per the terms of exit, the amount standing to the credit of the capital account would be returned to the Company and additionally the Company would be eligible for the sales proceeds of the agreed areas in the project being developed by the said entity. |
| 18 | Share warrants and ESOPs have been considered for the purpose of dilutive earning per share (EPS) as applicable. With respect to quarter ended June 30, 2022, and June 30, 2023, impact of these items are anti-dilutive. |
| 19 | In accordance with Employee Stock Option Plan scheme, the Company has granted 32.25 lac equity shares to its employees (including the employees of its subsidiaries, associates and joint ventures) at an exercise price of Rs. 41.45 per equity share during the previous year. Accordingly, the same has been accounted as per 'Ind AS 102 - Share Based Payment'. |
| 20 | Revenue from operations includes for March 2023 pertains to VAT refund amounting to Rs. 358.04 lacs. |
| 21 | <p>Other income includes:</p> <p>(a) Rs. 1,814.83 lacs, Rs. 510.84 lacs & Rs. 6,210.72 lacs for the quarter ended June 30, 2022, quarter ended ended March 31, 2023 and year ended March 31, 2023, respectively, on unwinding of financial instruments accounted on amortised cost basis.</p> <p>(b) Share of profit from investment in Partnership Firms & LLP (net) of Rs. 932.52 lacs and Rs. 478.30 lacs for the quarter and year ended March 31, 2023, respectively.</p> <p>(c) for the previous year ended March 31, 2023, it also includes Rs. 2,170 lacs on account of reversal of provision for doubtful debts on account of realization of the receivables.</p> |
| 22 | Subsequent to the quarter end, the Company has proposed acquisition of shares of 2 subsidiaries and 1 Joint Venture of MDHRPL, which are mainly involved in hospitality business, from MDHRPL and other related party for a consideration of Rs. 235,868 lakhs with an option to acquire additional shares in one of the above subsidiary of MDHRPL. The said acquisition is subject to the approval of the shareholders and other regulatory approvals. Upon completion of the transaction the said entities would become subsidiaries/Joint Venture of the Company. The impact of the proposed transaction on the fair valuation of MDHRPL would be given upon obtaining the required approvals and execution of the transaction documents. |
| 23 | The figures of the quarter ended March 31, 2023 are the balancing figures between audited figures in respect of the full financial year and published year to date figures upto nine months ended December 31, 2022 which were subjected to limited review. |

For D B Realty Limited

Shahid Salwa
Vice Chairman & Managing Director
DIN 00015839



Dated:- August 11, 2023
Place:- Mumbai

Limited Review Report on the quarterly Unaudited Standalone Financial Results of D B Realty Limited pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 (as amended)

To
The Board of Directors of
D B Realty Limited

We have reviewed the accompanying unaudited standalone financial results ("the Statement") of D B Realty Limited ("the Company") for the quarter ended June 30, 2023, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

The Statement includes the results for the quarter ended March 31, 2023, being the derived figures between the audited figures in respect of the full financial year ended March 31, 2023, and the unaudited year-to-date figures upto December 31, 2022, which were subjected to a limited review.

Management responsibility

This Statement 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 the 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.

Auditor's responsibility

Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free from material misstatement. A review is limited primarily to inquiries of the 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.

Basis for Qualified Conclusion

1. Measurement of financial guarantees at fair value under 'Ind AS 109 - Financial Instruments' is not done (also refer note 3 to the statement):
 - a. During the previous year, one of the lenders had invoked the corporate guarantee given by the company on behalf of a related party (principal borrower). As per the communication the total demand is Rs 76,038.97 lacs which was contested by the company vide its response to the said communication. As explained to us, the lender had confirmed / acknowledged the amount of Rs 23,636 lacs vide its letter dated March 8, 2021. The company, in its response to the invocation of the corporate guarantee, has made an offer to pay Rs 25,400 lacs as a part of its obligation as a guarantor which will also be reimbursed by such related party



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The management based on the market value of the various other primary securities, corporate guarantee and undertaking by the holding company of the related party entity (for whom guarantee was provided) is confident of recovering the amount payable (if any) paid to the lenders from the said related party and its holding company and accordingly is of the view that provision is not required to be made.

During the current quarter, the principal borrower has offered a revised settlement amount of Rs. 38,744 lacs and a formal response to the said offer is awaited.

Subsequent to the quarter end, NCLT admitted the petition filed by the lender against the Company under Insolvency & Bankruptcy Code (IBC), 2016. The Company filed an appeal against the said order with NCLAT which has granted a stay against NCLT's order. Further, the principal borrower has undertaken to deposit the proposed amount of Rs. 38,744 lacs within 90 days from the date of NCLAT' order (i.e., July 6, 2023) and next hearing date is scheduled for September 6, 2023.

- b. Financial guarantees and securities given by the Company on behalf of certain entities who have defaulted in their principal payment obligations to the lenders aggregating to Rs 24,547.62 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. Valuation report of such primary / underlying assets provided as securities by the borrowing companies has not been obtained from an independent valuer. In view of the management, value of such primary / underlying assets provided as securities is greater than the outstanding loans and hence additional liability will not devolve on the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.

Further, out of Rs. 24,547.62 lacs above, during the previous year, one of the subsidiary companies (i.e., borrower), has entered into a one-time settlement with lender equivalent to loans of Rs. 17,736.15 lakhs. The Company has requested for extension of time for the installment due on 31st March 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed.

- c. Further, financial guarantees and securities given by the Company on behalf of certain entities (related parties) who have defaulted in their principal payment obligations to the lenders aggregating to Rs. 35,240.50 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. As per valuation reports obtained from independent valuer, the value of primary / underlying assets provided as securities by the borrowing companies is greater than the outstanding loans and hence in view of the management no additional liability is expected to devolve on the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.



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Further, out of Rs. 35,240 lacs above:

- i. During the current quarter, one of the entities (principal borrower), has entered into a one-time settlement with a lender equivalent to loans of Rs. 32,000 lakhs. Upon completion of the settlement obligation by the said principal borrower the Company's guarantee / security would cease to exist
- ii. Subsequent to the quarter end, one of the entities (principal borrower) has settled the outstanding loan of Rs. 3,240 lacs and Company's guarantee obligation is also released.

During the previous year, the Company's Key Managerial Personnel (KMPs) / directors have received summons from Securities Exchange Board of India (SEBI) regarding guarantees/securities given in the past for and on behalf of a related entity as that entity had defaulted in its repayment obligation. The Company has duly replied to the said summons.

With reference to above, during the previous year, Securities Exchange Board of India (SEBI) has issued administrative warning (i.e. impugned order) to the Independent Directors with respect to accounting and disclosure of financial guarantees based on the investigation report carried out by SEBI. This report was specifically with respect to matters covered in note 3(a) of the Statement and it also extends to other guarantees as well. The said report quantifies the expected credit loss / additional provision with respect to financial guarantees as mentioned in note 3(a) of Statement of Rs. 59,130.18 lakhs to be made by the company in accordance with Ind AS 109 – Financial Instruments till 31st March 2021. The company has disputed the said report / order and in its opinion, no provision is required to be made based on underlying assets of the various entities and ongoing discussion for settlement of the loans by the respective entities with their lenders. The Company has filed an appeal and application seeking stay against the said impugned order before the Securities Appellate Tribunal (SAT) seeking reliefs including (a) Setting aside the said impugned order and (b) To pass an order staying the effect, implementation and operations of the impugned order. During the previous year, the said appeal was heard and SAT had ruled against the Company.

Further, during the previous year, SEBI has issued a show cause notice to the Company, KMPs and its directors for non-compliance of various provisions related to Securities Contracts (Regulation) Act, 1956 and non-compliance of accounting standard / Indian accounting standards related to guarantee and securities given by the Company to various entities. The management of the company is of the view that there is no non-compliance / non-disclosure and has duly replied to the said show cause notice during the current quarter. SEBI has issued a letter for online hearing to the Company and its erstwhile & current directors / KMPs on June 21, 2023. The Company had requested to defer the hearing till July 12, 2023, and the same was accepted by the SEBI.

Subsequent to the quarter, the Company has filed an appeal with SAT to pass an order to keep the proceedings initiated by the Show Cause Notice in abeyance with immediate effect till the pendency of the present appeal. The said appeal is admitted and heard by the SAT and the next hearing date is September 11, 2023.



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Further, during the previous year, the Company had filed a settlement application with SEBI in relation to the above matters where the Company has offered settlement terms. The SEBI has rejected the said settlement application during the current quarter.

Considering the above, management view and ongoing dispute (already covered in basis of qualified conclusion in para 1(a) above), the potential impact of the non-measurement of financial guarantee as required by 'Ind AS 109 – Financial Instruments' on the loss (including other comprehensive income) for the quarter ended June 30, 2023, and consequently on the total equity as on June 30, 2023, cannot be ascertained.

2. As stated in Note 4 to the Statement and considering the non-evaluation of impairment provision in accordance with Ind AS 109 – Financial Instruments and Ind AS 36 – Impairment of Assets, towards expected credit losses in respect of the loans and advances / deposits totaling to Rs. 1,64,112.76 lacs (disclosed under current financial asset considering repayable on demand) and towards diminution in the value on the Company's investments totaling to Rs. 42,994.05 lacs as on June 30, 2023, that were invested in / advanced to certain subsidiaries and other parties which have incurred significant losses and / or have negative net worth as at June 30, 2023 and / or have pending legal disputes with respect to the underlying projects / properties of respective entities, we are unable to comment on the consequential impact of non-provision of impairment on the loss (including other comprehensive income) and classification of the loans and advance under current financial asset for the quarter ended June 30, 2023 and consequently on the total equity as on June 30, 2023.
3. Attention is invited to Note 8 to the statement, which mentions that consequent to the ongoing negotiations as regards one-time settlement, the Company has not provided for interest on loan from financial institutions (excluding penal interest, if any) amounting to Rs. 808.47 lacs for the quarter ended June 30, 2023, [cumulative unprovided interest of Rs 5,722.86 lacs till June 30, 2023]. Had this provision for interest on loan been made, loss (including other comprehensive income) for the quarter and year end would have been lower by the said amount and the balance in other equity would have been lower by cumulative unprovided interest of Rs. 5,722.86 lacs till June 30, 2023. The above is not in accordance with Ind AS 23 Borrowing Cost.

The cumulative impact of the above qualifications on the Statement has not been ascertained by the management and hence cannot be quantified.

Qualifications listed in para 1(a), 1(b) and 2 have been reported by us in limited review report since quarter and half year ended September 30, 2021, and in the audit report since year ended March 31, 2022. Further, with respect to qualification mentioned in para 3, the same have been reported by us in limited review report since quarter and nine months ended December 31, 2021, and in audit report since year ended March 31, 2022. Furthermore, with respect to qualifications mentioned in para 1(c), the same have been reported by us in limited review report since quarter and nine months ended December 31, 2022, and in audit report since year ended March 31, 2023.



Qualified conclusion

Based on our review as stated in paragraph 3 above and subject to effects of the matters described in basis of qualified conclusion above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, have not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material uncertainty related to going concern

The Company has various debt obligations (excluding corporate guarantee) aggregating to Rs. 99,901.29 lacs within the next 12 months. These obligations are higher than the current assets which are liquid in nature. This could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly, the Company has entered / negotiating one-time settlement with various lenders and the effect of which would be reflected upon completion of settlement terms, raised funds through issued convertible warrants, entered in development agreement / joint ventures to revive various projects which have significantly high growth potential. The management is confident that they will be able to manage the liquidity position by restructuring the existing terms of borrowings, monetization of non-core assets and mobilization of additional funds. Accordingly, the unaudited standalone financial results are prepared on a going concern basis (Refer Note 7 of the Statement).

Our conclusion is not modified in respect of above matter. In respect of the above matter, attention was also drawn by us in our earlier limited review reports on the unaudited standalone financial results and audit report of earlier financial years.

Emphasis of matters

1. With respect to security deposits aggregating to Rs 2,278.17 lacs, investments and loans & advances in certain subsidiary companies / entities aggregating to Rs 1,94,474.74 lacs and inventory of construction work in progress of Rs 34,292.20 lacs, we have relied upon management estimates and explanations as regards, various approvals obtained / pending, stage of completion, projections of expected cost and revenue, realization of construction work in progress and market value of the underlying developments rights. These estimates are dynamic in nature and are dependent upon various factors such as eligibility of the tenants, changes in the saleable area, acquisition of new Floor Space Index (FSI) and other factors. Changes in these estimates can have a significant impact on the unaudited financial results of the company for the quarter ended June 30, 2023, and future periods. However, quantification of the impact due to change in said estimates is not practical. Being a technical matter, these management estimates have been relied upon by us (refer note 10 to the statement).
2. As stated in note 9 of the Statement, during the previous year, the Company has entered into one-time settlement with one of the financial institutions subject to the compliance with the payment terms. As per the said settlement the Company is required to pay Rs. 18,560 lacs (plus interest as per agreed rate) upto 31st January 2025 as per repayment schedule specified therein. Additionally,



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the write-back / difference (if any) between the original loan amount plus accrued interest upto the date of settlement and the revised amount payable would be accounted in the period in which the condition of settlement arrangement are met. The Company has requested for extension of time for the installment due on 31st March 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed.

3. The Company has recognized net deferred tax assets on changes in fair value of financial instruments aggregating to Rs 8,511.57 lacs in the earlier years. In the opinion of the management, there is a reasonable certainty as regards utilization/reversal (consequent to potential increase in fair value in future) of the said deferred tax assets. We have relied upon the management explanation as regards the same (refer note 6 of Statement).
4. With respect to various legal matters our comments are as under:
 - a. As regards certain allegations made by the Enforcement Directorate against the Company and its two Key Managerial Persons, in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice and the impact, if any, of the outcome is unascertainable at this stage (refer Note 12(a) to the Statement).
 - b. As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Company's assets aggregating to Rs. 711.05 lacs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs. 68.93 lacs, two flats having written down value of Rs. 85.29 lacs as on June 30, 2023 and Investment in Redeemable Optionally Convertible Cumulative Preference Shares – Series A and Series C made by the Company aggregating to Rs. 556.83 lacs in earlier years. The impact, if any, of its outcome is currently unascertainable. On account of the acquittal as mentioned as in point a above, the Company and KMPs have applied for release of these assets before the Hon'ble High Court, Delhi. (refer Note 12(b) to the Statement).
 - c. Emphasis of Matters in respect of a partnership firm (where company is a partner) which were covered under limited review of earlier quarters and audit of earlier years. For the quarter ended June 30, 2023, the said partnership firm is not covered under limited review and management certified accounts have been obtained regarding the same. As explained to us, there are no developments in the said matters:
 - i. As regards the recoverability of Trade Receivables of Rs. 4,930.33 lacs as on March 31, 2023 which are attached under the Prevention of Money Laundering Act, 2002 and non-provision for expected credit loss based on the management assessment as regards the outcome of the said matter.
 - ii. Allegations made by the Central Bureau of Investigation (CBI) relating to the 2G spectrum case and regarding attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002 and the undertaking given by the Company that it will bear the loss if there is any non / short realization of the attached asset.

These matters are sub-judice and the impact, if any, of its outcome is currently unascertainable.



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- d. In addition to the above, the Company is a party to various legal proceedings in normal course of business (including cases pending before the Hon'ble National Company Law Tribunal under Insolvency and Bankruptcy Code, 2016) and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of the operations or cash flow. We have relied upon the representation from the in-house legal team as regards the same (refer Note 12(c) to the Statement).
- e. As stated in Note 11 to the Statement, during the earlier year, the Income tax authority carried out search operation at premises of the Company, firms in which Company is partner and KMP's. During the current quarter, in relation to the search, the Income tax department has issued assessment orders. As per the said orders, the Income Tax Department has disallowed the certain expenses and reduced the carried forward losses. The Company has filed an appeal against the said order before the Commissioner of Income Tax (Appeals). The said orders do not have any financial impact on the quarterly results.

During the previous year, Central Bureau of Investigation (CBI) has carried out searches on the premises of one of its wholly owned subsidiaries. Certain documents [including back-up of accounting software] were taken by the department and CBI. In view of ongoing proceedings, the company is not in a position to ascertain the possible liability, if any.

Emphasis of matters made by us in the above paragraph 4(c) and their impact on the Statement have not been mentioned in notes to the statement. In respect of matter covered in above para (except para 1 & 2), attention was drawn by us in limited review report since quarter and six months ended September 30, 2021. Further, with respect to matter covered in above para 1 and 2, attention was also drawn by us in limited review report since quarter and nine months ended December 31, 2021 and limited review report since quarter and nine months ended December 31, 2022, respectively. Our conclusion is not modified in respect of the above matters.

Other matters

1. Share of loss (net) from investment in two partnership firms and one limited liability partnership aggregating to Rs. 35.65 lacs for the quarter ended June 30, 2023, included in the Statement, are based on the unaudited financial results of such entities. These unaudited financial results have been reviewed by their respective independent auditors of these entities, whose reports have been furnished to us by the management and our review report on the Statement is based solely on such review reports of the other auditors.
2. The Statement also includes share of loss (net) from investment one partnership firm, two limited liability partnerships and four association of person aggregating Rs. 4.50 lacs for the quarter ended June 30, 2023, which are based on the financial results of such entities. These financial results have not been reviewed by their auditors and have been furnished to us by the management. According to the information and explanations given to us by the management, these financial results are not material to the Company.



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3. During the previous year, the Board has approved the proposal for amalgamation of Platinumcorp Affordable Builders Private Limited ("Transferor Company") with one of its subsidiaries, Royal Netra Constructions Private Limited ("Transferee Company") and their respective shareholders under the scheme of amalgamation. Approval from NCLI is received subsequent to the quarter end. Pending filing of the scheme with Registrar of Companies (ROC) by the acquiree and compliance with conditions precedent the accounting effect of the said scheme has not been given during the quarter in the books of accounts. (refer note 15 to the statement).

Our report on the Statement is not modified in respect of the above matters.

For **N. A. Shah Associates LLP**

Chartered Accountants

Firm Registration No.: 116560W / W100149

Milan Mody

Partner

Membership No.: 103286

UDIN: 231032868G7PZPQ7527



Place: Mumbai

Date: 11th August 2023

D B REALTY LIMITED
REGD. OFFICE : 7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate, Mumbai - 400 020
CIN: L70200MH2007PLC166818

Statement of Unaudited Consolidated Financial Results for the quarter ended June 30, 2023

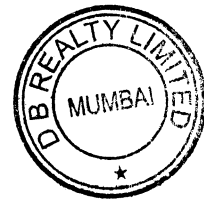
| Sr.No | Particulars | (Rs. in lacs other than EPS) | | | |
|-------|--|------------------------------|------------------------------------|-----------------|--------------------|
| | | Quarter Ended | | Year Ended | |
| | | 30th Jun 23 | 31st Mar 23 | 30th Jun 22 | 31st Mar 23 |
| | | Unaudited | Unaudited (refer note 29 below) | Unaudited | Audited |
| 1 | Revenue from operations (refer note 20) | 243.25 | 5,834.98 | 693.74 | 69,823.96 |
| 2 | Other Income (refer note 27) | 626.02 | 1,735.29 | 2,220.39 | 10,901.36 |
| 3 | Total Income (1+2) | 869.27 | 7,570.27 | 2,914.13 | 80,725.32 |
| 4 | Expenses | | | | |
| | a. Project Expenses (refer note 20) | 6,073.09 | 10,962.97 | 7,006.32 | 49,755.98 |
| | b. Changes in inventories of finished goods and work-in-progress (refer note 20) | (5,843.48) | (10,511.20) | (6,398.69) | 76,583.17 |
| | c. Employee Benefits Expenses | 295.95 | 58.20 | 247.96 | 1,260.81 |
| | d. Depreciation and Amortisation | 13.16 | 11.46 | 8.58 | 42.33 |
| | e. Finance Costs (refer note 9) | 2,177.68 | 1,970.27 | 1,247.10 | 5,441.20 |
| | f. Other Expenses | 590.26 | 9,762.38 | 1,136.77 | 14,015.21 |
| | Total Expenses (a+b+c+d+e+f) | 3,306.66 | 12,254.08 | 3,248.04 | 1,47,098.70 |
| 5 | Profit/(Loss) before exceptional Items and tax (3-4) | (2,437.39) | (4,683.81) | (333.91) | (66,373.38) |
| 6 | Exceptional Items (refer note 12) | - | (2.24) | - | 57,500.00 |
| 7 | Profit/(Loss) before share of loss of joint venture, associate and tax (5+6) | (2,437.39) | (4,686.05) | (333.91) | (8,873.38) |
| 8 | Share of profit / (loss) of joint venture and associates (refer note 28) | (41.57) | 1,463.07 | 1,721.14 | 2,820.06 |
| 9 | Profit/(Loss) before tax for the period / year (7+8) | (2,478.96) | (3,222.98) | 1,387.23 | (6,053.31) |
| 10 | Tax Expenses | | | | |
| | (a) Current tax | - | 4.09 | - | 4.09 |
| | (b) Deferred tax (refer note 7) | 112.33 | 927.81 | 542.24 | 2,933.47 |
| | (c) (Excess) / short provision of tax for earlier years | - | - | - | 9.77 |
| | Total Tax expense (a+b+c) | 112.33 | 931.90 | 542.24 | 2,947.33 |
| 11 | Profit/(Loss) for the period / year (9-10) | (2,591.29) | (4,154.88) | 844.99 | (9,000.65) |
| 12 | Other Comprehensive Income | | | | |
| | A. Items that will not be reclassified to profit or loss | | | | |
| | (a) Remeasurement of net defined benefit plans | (0.42) | 14.17 | (2.53) | (1.95) |
| | Less: Income tax relating to the above | 0.10 | (4.60) | 1.07 | 0.41 |
| | (b) Income / (loss) on fair value adjustment in the value of investments | - | (41.60) | (248.70) | (3,679.11) |
| | Less: Income tax relating to the above | - | 26.47 | 51.73 | 783.07 |
| | Total Other Comprehensive Income (a+b) | (0.32) | (5.57) | (198.43) | (2,897.58) |
| 13 | Total Comprehensive Income for the period (11+12) | (2,591.61) | (4,160.44) | 646.56 | (11,898.23) |
| | Profit after tax | | | | |
| | Attributable to : | | | | |
| | Owner of equity | (2,254.99) | (5,157.60) | 1,200.22 | (9,038.36) |
| | Non controlling interest | (336.30) | 1,006.81 | (355.23) | 37.71 |
| | Total | (2,591.29) | (4,154.88) | 844.99 | (9,000.65) |
| | Other Comprehensive Income | | | | |
| | Attributable to : | | | | |
| | Owner of equity | (0.46) | (4.14) | (198.88) | (2,898.12) |
| | Non controlling interest | 0.13 | (1.43) | 0.45 | 0.54 |
| | Total | (0.32) | (5.57) | (198.43) | (2,897.58) |
| | Total Comprehensive Income | | | | |
| | Attributable to : | | | | |
| | Owner of equity | (2,255.44) | (5,165.83) | 1,001.34 | (11,936.48) |
| | Non controlling interest | (336.17) | 1,005.39 | (354.78) | 38.25 |
| | Total | (2,591.61) | (4,160.44) | 646.56 | (11,898.23) |
| 14 | Paid up Equity Share Capital (Face value of Rs. 10 per Equity Share) | 35,215.48 | 35,215.48 | 25,905.88 | 35,215.48 |
| 15 | Other Equity (excluding Revaluation Reserve and including money received against share warrants) (refer note 15) | | | | 1,78,507.48 |
| 16 | Basic and Diluted EPS (Rs.) (Not Annualised for the quarter) | | | | |
| | Basic | (0.64) | (4.25) | 0.46 | (2.94) |
| | Diluted (refer note 25) | (0.64) | (4.25) | 0.44 | (2.94) |
| 17 | Items exceeding 10% of total Expenses included in other expense | | | | |
| | Legal and Professional charges | 94.70 | * | 166.31 | * |
| | Advertisement and Publicity | 110.95 | * | 122.48 | * |
| | Allowance for Credit Losses | * | * | 309.68 | * |
| | Corporate Social Responsibility | * | * | 139.85 | * |
| | Expected credit loss (including fair value of guarantee) | 287.18 | 7,772.28 | 320.31 | 8,058.91 |

* represents nil or respective items do not exceeds 10% of total other expenses.

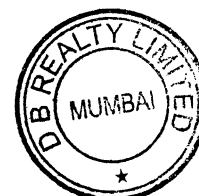


Notes:-

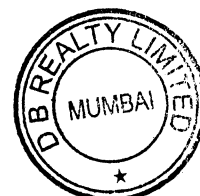
| | |
|---|---|
| 1 | <p>The above results were reviewed by the Audit Committee and taken on record by the Board of Directors of the D B Realty Limited (referred to as Company or Parent Company) at its meeting held on August 11, 2023. The statutory auditor has carried out limited review of the consolidated financial results for the quarter ended June 30, 2023. Matters referred to in note no. 3, 4 and 9 below have been qualified by the statutory auditor and matters referred to in note no. 6, 7, 10, 11, 13, 14(a), 14(b) and 14(c) have been mentioned as emphasis of matter in their limited review report.</p> |
| 2 | <p>The above consolidated financial results have been prepared in accordance with the guidelines issued by the Securities and Exchange Board of India (SEBI), and the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013.</p> |
| 3 | <p>With respect to guarantees or securities given by the Parent Company:</p> <p>The Parent company carries out its business ventures through various entities. The funds required for projects in those entities are secured through financial guarantees and securities of the Parent Company. Following are the notes related to guarantees and securities given by the Parent Company where such entities have defaulted:</p> <p>(a) During the previous year, one of lenders had invoked the corporate guarantee given by the Parent company on behalf of a related party (principal borrower). As per the communication the total demand is Rs 76,038.97 lacs which was contested by the Parent company vide its response to the said communication. The lender had confirmed / acknowledged the amount of Rs 23,636 lacs vide its letter dated March 8, 2021. The Parent company in its response to the invocation of the corporate guarantee had made an offer to pay Rs 25,400 lacs as a part of its obligation as a guarantor and which will also be reimbursed by such related party. The management based on the market value of the various other primary securities, corporate guarantee and undertaking by the holding company of the related party entity (for whom guarantee was provided) is confident of recovering the amount payable (if any) to the lenders from the said related party and its holding company and accordingly is of the view that provision is not required to be made.</p> <p>During the current quarter, the principal borrower has offered revised settlement amount of Rs. 38,744 lacs and a formal response to the said offer is awaited.</p> <p>Subsequent to the quarter end, National Company Law Tribunal (NCLT) admitted the petition filed by the lender against the Company under Insolvency & Bankruptcy Code (IBC), 2016. The Company filed an appeal against the said order with National Company Law Appellate Tribunal (NCLAT) which has granted a stay against NCLT's order. Further, the principal borrower has undertaken to deposit the proposed amount of Rs. 38,744 lacs within 90 days from the date of NCLAT order (i.e., July 6, 2023) and next hearing date is scheduled for September 6, 2023.</p> <p>(b) Financial guarantees and securities given by the Company on behalf of certain entities who have defaulted in their principal payment obligations to the lenders aggregating to Rs 6,811.47 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. Valuation report of such primary / underlying assets provided as securities by the lending companies has not been obtained from the independent valuer. In view of the management, value of such primary / underlying assets provided as securities is greater than the outstanding loans and hence additional liability will not devolve on the Company inspite of the guarantee and securities provided by the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.</p> <p>(c) Further, Financial guarantees and securities given by the Company on behalf of certain entities (related parties) who have defaulted in their principal payment obligations to the lenders aggregating to Rs. 36,280.5 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. As per valuation reports obtained from independent valuer, the value of primary / underlying assets provided as securities by the lending companies is greater than the outstanding loans and hence in view of the management no additional liability is expected to devolve on the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders. Considering the restrictive covenants, value of underlying securities being greater than the outstanding loans, the fair value of the guarantee is Nil.</p> <p>Further, out of Rs. 36,280.5 lacs above,</p> <p>(i) During the current quarter, one of the entities (principal borrower), has entered in to one time settlement with lender with respect to the outstanding loan of Rs. 32,000 lakhs. Upon completion of the settlement obligation by the said principal borrower the Parent Company's guarantee / security would cease to exist.</p> <p>(ii) Subsequent to the quarter end, one of the entities (principal borrower) has settled the outstanding loan of Rs. 3,240 lacs and the Company's guarantee obligation is also released.</p> <p>During the previous year, the Parent Company's Key Managerial Personnel (KMPs) / directors have received summons from Securities Exchange Board of India (SEBI) regarding guarantees/securities given in the past for and on behalf of a related entity as that entity had defaulted in its repayment obligation. The Parent Company has duly replied to the said summons.</p> <p>With reference to above, during the previous year, the Securities Exchange Board of India (SEBI) has issued administrative warning (i.e. impugned order) to the Independent Directors with respect to accounting and disclosure of financial guarantees based on the investigation report carried out by SEBI. This report was specifically with respect to matters covered in note 3(a) of the statement and it also extends to other guarantees as well. The said report quantifies the expected credit loss / additional provision with respect to financial guarantees as mentioned in note 3(a) above is Rs. 59,130.18 lakhs to be made by the company in accordance with Ind AS 109 'Financial Instrument'. The company has disputed the said report / order and in its opinion, no provision is required to be made based on underlying assets of the various borrowing entities and ongoing discussion for settlement of the loans by the respective entities with their lenders. The Parent Company has filed an appeal and application seeking stay against the said impugned order before the Securities Appellate Tribunal (SAT) seeking reliefs including (a) setting aside the said Impugned Order and (b) To pass an order staying the effect, implementation and operations of the Impugned Order. During the previous year, the said appeal was heard and SAT had ruled against the Parent company.</p> |



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| | <p>Further, during the previous year, SEBI has issued a show cause notice to the Parent Company, KMPs and its directors for non-compliance of various provisions related to Securities Contracts (Regulation) Act, 1956 and non-compliance of accounting standard / Indian accounting standards related to guarantee and securities given by the Parent Company to various entities. The management of the Parent Company is of the view that there is no non-compliance / non-disclosure and has duly replied to the said show cause notice during the current quarter. SEBI has issued a letter for online hearing to the Parent Company and its erstwhile & current directors/KMPs on June 21, 2023. The Parent Company had requested to defer the hearing till July 12, 2023 and the same was accepted by the SEBI.</p> <p>Subsequent to the quarter, the Parent Company has filed appeal with SAT to pass an order to keep the proceedings initiated by the Show Cause Notice in abeyance with immediate effect till the pendency of the present appeal. The said appeal is admitted and heard by the SAT and next hearing date is September 11, 2023.</p> <p>Further, during the previous year, the Parent Company has filed settlement application with SEBI in relation to the above matters where the Parent Company has offered settlement terms. The SEBI has rejected the said settlement application during the current quarter.</p> <p>In respect of above matters, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 4 | <p>The group has investments in certain associates, joint ventures and other parties aggregating Rs. 17,203.84 lacs (including goodwill on consolidation) and loans and advances / deposits outstanding aggregating Rs. 53,855.5 lacs as at June 30, 2023. While such entities have incurred significant losses and/or have negative net worth as at June 30, 2023 and/or have pending legal disputes with respect to the underlying projects/properties of respective entity, the underlying projects in such entities are in the early stages of real estate development and are expected to achieve adequate profitability on substantial completion and/ or have current market values of certain properties which are in excess of the carrying values. The group considers its investments and loans in such entities as long term and strategic in nature. Accordingly, no provision is considered necessary towards diminution in the value of the group's investments in such entities and for expected credit losses in respect of loans and advances given to such entities, which are considered good and fully recoverable.</p> <p>In respect of above matter, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 5 | <p>Note on investment of the group in Marine Drive Hospitality and Realty Private Limited (MDHRPL):</p> <p>a) With respect to 2,470,600 numbers of Redeemable Optionally Convertible Cumulative Preference Shares ('ROCCPS') Series A, 217,630 numbers of ROCCPS Series C and 74,443 numbers of Cumulative Redeemable Convertible Preference Shares ('CRCPS') of MDHRPL held by the group aggregating to Rs. 82,847.41 lacs, management of the Group had during the previous year decided not to opt for conversion of aforesaid shares.</p> <p>b) Pursuant to resolution passed in the annual general meeting of the Parent Company and the consent of the board of director of MDHRPL, 92,600 numbers of Compulsory Convertible Cumulative Preference Shares ('CCCPs') - Series C of MDHRPL aggregating to Rs. 13,334.06 lacs has been converted into 92,600 ROCCPS during the previous year. The Group had decided to not to opt for the conversion of aforesaid shares.</p> <p>c) The Company has not nominated any director on the Board of MDHRPL.</p> <p>Considering the above facts including management intention to opt for redemption of CRCPS and ROCCPS, the Company does not have control over MDHRPL and accordingly, MDHRPL is neither considered a subsidiary nor an associate of the Parent Company. The Parent Company holds 15.53% of the paid-up equity share capital of MDHRPL.</p> |
| 6 | <p>Real Gem Buildtech Private Limited (a wholly owned subsidiary Company of the Parent Company, hereinafter referred to as "WOS") has during the year ended March 31, 2019 filed a Scheme with National Company Law Tribunal (NCLT) whereby it has proposed to transfer all of its assets and liabilities pertaining to Identified Project Undertaking, being "DB Crown" Project on going concern basis as a Slump Sale to Kingmaker Developers Private Limited ("KDPL"). Pursuant to the above application, the NCLT passed certain directions vide order dated November 5, 2019. However, the Company could not comply with the said directions under the above order on account of various reasons including COVID-19. The management is proposing to file an application for reissuance of the above directions. The Company has obtained a legal opinion which confirms that the Company can make such an application for reissuance of the above directions. The management is hopeful that upon filing of new application, it will secure reissuance of the directions from NCLT and in due course of time, the Scheme filed by the Company shall be approved by the NCLT. The impact in the books of accounts of the Company on account of disposal of the Project Undertaking on a Slump Sale basis will be made in the year in which the approval is accorded to the Scheme by NCLT, including the gains, contingent gains and the income-tax thereon. Further, the said WOS has shown its assets and liabilities relating to project undertaking as assets held for sale and liabilities pertaining to disposal group in accordance with Ind AS 105 - "Non Current Assets Held for Sale". There is no development in the matter as compared to the previous quarter.</p> |
| 7 | <p>The group has recognized net deferred tax asset of Rs. 15,121.33 lacs mainly on changes in fair value of financial instrument and brought forward losses in the earlier years. In the opinion of the management, there is a reasonable certainty as regards utilization / reversal (consequent to potential increase in fair value in future and taxable profits) of the said deferred tax assets. The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023.</p> |
| 8 | <p>The Group has various debt obligations (excluding corporate guarantee) aggregating to Rs 1,71,570.34 lacs (including loans from JVs partner with whom various projects are under execution) within next 12 months. These obligations are higher than the liquid assets out of current assets. This could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly for which Parent Company has entered into one-time settlement with various lenders and the effect of which would be reflected upon completion of settlement terms, raised funds through issued convertible warrants, entered in development agreement / joint ventures to revive various projects which have significantly high growth potential. The management is confident and has made plans to manage the liquidity position by restructuring the existing terms of borrowings, monetization of non-core assets, mobilization of additional funds and conversion of outstanding warrants into equity shares. Accordingly, the consolidated financial results are prepared on a going concern basis. The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023 in line with the earlier limited review reports / independent audit reports (also refer note 15).</p> |



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| 9 | <p>The Group has not provided for interest on loan from one of the financial institutions amounting to Rs. 808.47 lacs for the quarter ended June 30, 2023, considering the ongoing discussions / negotiations with lenders as regards to one time settlement.</p> <p>In respect of above matter, the statutory auditors have expressed qualified conclusion in their limited review report for the quarter ended June 30, 2023.</p> |
| 10 | <p>During the previous year, the Group has entered into one-time settlement with one of the financial institutions subject to the compliance with the payment terms. As per the said settlement the Group is required to pay Rs. 40,000 lakhs (plus interest as per agreed rate from 1st April 2023) upto 31st January 2025 as per repayment schedule specified therein. Additionally, the write-back / difference (if any) between the original loan amount plus accrued interest upto the date of settlement and the revised amount payable would be accounted in the period in which the condition of settlement arrangement are met. The Group has requested for extension of time for the installment due on March 31, 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed. The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023.</p> |
| 11 | <p>Realizable value of security deposits aggregating to Rs 2,278.17 lacs, investments and loans & advances in certain subsidiary companies/ entities aggregating to Rs 2,06,771.30 lacs and inventory of construction work in progress of Rs 2,64,063.49 lacs are based on the managements estimates, various approvals obtained / pending, stage of completion, projections of expected cost and revenue, realization of construction work in progress and market value of the underlying developments rights. These estimates are dynamic in nature and are dependent upon various factors such as eligibility of the tenants, changes in the saleable area, acquisition of new Floor Space Index (FSI) and other factors. Changes in these estimates can have significant impact on the financial results of the company for the quarter ended and also future periods, however quantification of the impact due to change in said estimates are not practical. The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023.</p> |
| 12 | <p>During the previous year, pursuant to one time settlement proposal entered, one of the subsidiaries has settled loan of Rs. 85,000 lacs taken from the lender for an amount of Rs. 27,497.76 lacs during the previous quarter. Accordingly, the said write back on derecognition of the said liability of Rs. 57,500.00 has been disclosed under exceptional item.</p> |
| 13 | <p>During the previous year, the premises of the group and that of their KMP's were searched by the Income Tax department. During the current quarter, in relation to the search, the Income tax department has issued assessment order. As per the said order, Income Tax Department has disallowed the certain expenses and reduced the carried forward losses. The Company has filed an appeal against the said order before the Commissioner of Income Tax (Appeals). The said orders does not have any financial impact on the quarterly results.</p> <p>During the previous year, Central Bureau of Investigation (CBI) has carried out searches of one of the wholly owned subsidiary (WOS) and premises of KMPs. Certain documents [including back-up of the accounting software] have been taken by the department and CBI. The WOS has submitted all information as requested by the CBI from time to time and as per the WOS's understanding there is no pending information to be provided to the CBI as on June 30, 2023. The group is confident that it has not indulged in any activity that may make it liable for any liability in this regard. The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023.</p> |
| 14 | <p>Following are the major litigation updates of the group:</p> <p>a. As regards certain allegations made by the Enforcement Directorate against the Parent Company and its two Key Managerial Persons (KMPs), in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice. The Parent and its two KMPs have been acquitted by the Hon'ble CBI Special Court and the Enforcement Directorate has filed an appeal against the said order. There is no new development in this matter from the quarter ended March 31, 2023.</p> <p>b. As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Parent Company's assets aggregating to Rs. 711.05 lacs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs.68.93 lacs, two flats having written down value of Rs. 85.29 lacs as on June 30, 2023 and Investment in Redeemable Optionally Convertible Cumulative Preference Shares - Series A and Series C made by the parent company aggregating to Rs. 556.83 lacs in earlier years. The impact, if any, of its outcome is currently unascertainable. On account of the acquittal as mentioned as in point a above, the Company and KMPs have applied for release of these assets before the Hon'ble High Court, Delhi. There is no new development in this matter from the quarter ended March 31, 2023.</p> <p>c. The Company and its Subsidiaries is a party to various legal proceedings in normal course of business (including cases pending before the Hon'ble National Company Law Tribunal under Insolvency and Bankruptcy Code, 2016) and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of the operations or cash flow.</p> <p>The Company and its Subsidiaries does not expect any financial liability in above matters.</p> <p>The statutory auditors have drawn attention of above matter in their limited review report on the consolidated financial results for the quarter ended June 30, 2023.</p> |
| 15 | <p>During the previous year, the Parent had allotted 25,75,00,000 warrants convertible into equity shares on preferential basis upon payment of 25% of total issue price and raised Rs. 38,604.56 lacs. One of the objectives of raising warrants was to reduce debt and meet funding requirements of the Company, its subsidiaries, JVs and partnership firms in which the Company is a partner. The said warrants entitle the allottees to apply for and be allotted equal number of equity shares for each warrant held on payment of balance 75% of the issue price amounting to Rs. 115,813.69 lacs within 18 months from the date of allotment of the warrants.</p> <p>Some of the allottees exercised their conversion option and had converted 10,88,96,000 warrants into equity shares till the previous year upon payment of balance 75% of the issue price on such warrants aggregating to Rs. 40,687.92 lacs. The Parent Company had also received the listing approval from recognised stock exchanges for the listing of 10,00,96,000 equity shares till the previous year and for the remainin 88,00,000 equity shares, listing approval for the same is received in the current year.</p> <p>Further, subsequent to the quarter end, 5,96,62,300 warrants have been converted into equity shares on exercise of conversion option by promoter allottees and investors upon payment of 75% of issue price of such warrants aggregating to Rs. 23,595.17 lacs. The Parent Company has filed an application for listing approval with the recognised stock exchange for issue of such shares and the approval for the same is awaited.</p> <p>Additionally, Rs 20.38 lacs has been received as advance towards balance share warrants which are to be converted.</p> |

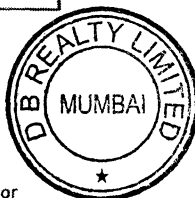


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| 16 | Based on the guiding principles given in Ind AS 108 "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India, the group is mainly engaged in the business of real estate development viz. construction of residential / commercial properties in India. As the group's business fall within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are not applicable. |
| 17 | The board has approved the proposal for amalgamation of Platinum Corp Affordable Builders Private Limited ("Transferor Company") and Royal Netra Constructions Private Limited ("Transferee Company") and their respective shareholders ("Scheme") under composite scheme of amalgamation and arrangement under sections 230 to 232, section 66 and other applicable provisions of the Companies Act, 2013 has been filed with National Company Law Tribunal ("NCLT") for the purpose of approval. The said approval is received subsequent to the quarter end. Pending filing of the scheme with Registrar of Companies (ROC) by the acquiree and compliance with conditions precedent the accounting effect of the said scheme has not been given during the quarter in the books of accounts. |
| 18 | During the previous year, DB Man Realty Limited, Spacecon Realty Private Limited and DB View Infracon Private Limited (all 3 wholly owned subsidiaries of the Company) have filed joint company scheme application with the Hon'ble National Company Law Tribunal ("NCLT") for merger. The same is admitted by Hon'ble NCLT. Upon the scheme being approved and filed with ROC, DB Man Realty Limited and Spacecon Realty Private Limited will merged with DB View Infracon Private Limited. |
| 19 | During the current quarter, the Company has executed securities purchase agreement and deed of transfer of partnership interest for proposed disinvestment of its entire holding / interest in two joint ventures of the Company i.e. Prestige (BKC) Realtors Pvt Ltd and Turf Estate Joint Venture LLP for a consideration of Rs. 97,870 lacs and Rs. 19,779 lacs, respectively. This transaction is subject to completion of condition precedent to the said agreement / deed of partnership and accordingly accounting treatment for divestment will be given on completion of the transaction. |
| 20 | During the previous year, one of the wholly owned subsidiary (WOS) has entered into joint venture with Godrej Residency Pvt Ltd (GRPL) for development of its land parcel. In pursuance of the said transaction, the WOS has executed deed of conveyance in favour of GRPL for the agreed sale consideration. The loss of Rs 62,623.65 lacs after considering the carrying value of the land as also the liability on account of settlement with the lender has been accounted for during the previous year. Any future gain which is contingent on the market conditions would be accounted upon as and when the same is realised. |
| 21 | Subsequent to the quarter end, Parent Company has exited from its joint venture with Eversmile Construction Company Private Limited and Konark Corwell LLP. As per the terms of exit, the amount standing to the credit of the capital account would be returned to the Parent Company and additionally the Parent Company would be eligible for the sales proceeds of the agreed areas in the project being developed by the said entity. |
| 22 | Subsequent to the quarter end, the subsidiaries of the Parent Company have entered into share purchase agreement with respective shareholders of Siddhivinayak Realities Private Limited (SRPL) [related parties]. Total consideration paid / payable is Rs. 29,274.84 lacs. Subsequent to the completion of the transactions the Company holding in SRPL will aggregate to 43.96% stake. |
| 23 | Subsequent to the quarter end, the Company has proposed acquisition of shares of 2 subsidiaries and 1 Joint Venture of MDHRPL, which are mainly involved in hospitality business, from MDHRPL and other related party for a consideration of Rs. 235,868 lakhs with an option to acquire additional shares in one of the above subsidiary of MDHRPL. The said acquisition is subject to the approval of the shareholders and other regulatory approvals. Upon completion of the transaction the said entities would become subsidiaries/Joint Venture of the Company. The impact of the proposed transaction on the fair valuation of MDHRPL would be given upon obtaining the required approvals and execution of the transaction documents. |
| 24 | One of the subsidiary companies has given interest free adjustable security deposit to one of the related party till the previous year and outstanding balance is Rs 12,723.56 lacs as on June 30, 2023 for an option to acquire certain assets of a related party subject to due diligence, statutory approvals etc. |
| 25 | Share warrants and ESOPs have been considered for the purpose of dilutive earning per share (EPS) as applicable. With respect to quarter ended June 30, 2023, quarter and year ended March 31, 2023, impact of these items are anti dilutive. |
| 26 | In accordance with Employee Stock Option Plan scheme, the Parent Company has granted 32.25 lac equity shares to its employees (including the employees of its subsidiaries, associates and joint ventures) at an exercise price of Rs. 41.45 per equity share during the previous year. Accordingly, the same has been accounted as per 'Ind AS 102 - Share Based Payment'. |
| 27 | Other income includes: (a) Rs. 1,814.83 lacs, Rs. 510.84 lacs & Rs. 6,210.72 for the quarter ended June 30, 2022, quarter ended March 31, 2023 and year ended March 31, 2023, respectively, on unwinding of financial instruments accounted on amortised cost basis. (b) for the previous year, it includes Rs. 2,170 lakhs on account of reversal of provision for doubtful debts on account of realization of the receivables. |
| 28 | For the year ended March 31, 2023, share of profit / (loss) of joint venture and associates includes Rs. 2,025.57 lacs on account of gain due to changes in fair value of financial instruments (which is accounted at FVTPL) in one of the joint venture company. |
| 29 | The figures of the quarter ended March 31, 2023 are the balancing figures between audited figures in respect of the full financial year and published year to date figures upto nine months ended December 31, 2022 which were subjected to limited review. |

Dated:- August 11, 2023
Place:- Mumbai

For D B Realty Limited

Shahid Bawa
Vice Chairman & Managing Director
DIN 00015524



Limited Review Report on Quarterly Unaudited Consolidated Financial Results of D B Realty Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors
D B Realty Limited

We have reviewed the accompanying unaudited consolidated financial results ("the Statement") of D B Realty Limited ("the Parent or Holding Company") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net loss after tax and total comprehensive loss of its associates and joint ventures for the quarter ended June 30, 2023, attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

The Statement includes the results for the quarter ended March 31, 2023, being the derived figures between the audited figures in respect of the full financial year ended March 31, 2023, and the unaudited year-to-date figures upto 31st December 2022 which were subjected to a limited review.

Management responsibility for the Statement

This Statement 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 the 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.

Auditor's Responsibility

Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we planned and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing regulations, as amended, to the extent applicable.

The Statement includes the results of the following entities:

| Sr. No. | Name of the Entity | Relationship |
|------------------|--|--------------|
| Companies | | |
| 1. | D B Realty Limited | Parent |
| 2. | DB Man Realty Limited | Subsidiary |
| 3. | Esteem Properties Private Limited | Subsidiary |
| 4. | Goregoan Hotel and Realty Private Limited | Subsidiary |
| 5. | Neelkamal Realtors Suburban Private Limited | Subsidiary |
| 6. | Neelkamal Shantinagar Properties Private Limited | Subsidiary |
| 7. | Real Gem Buildtech Private Limited | Subsidiary |



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| Sr. No. | Name of the Entity | Relationship |
|--|--|-------------------------|
| 8. | Saifee Bucket Factory Private Limited | Subsidiary |
| 9. | N.A. Estate Private Limited | Subsidiary |
| 10. | Royal Netra Constructions Private Limited | Subsidiary |
| 11. | Nine Paradise Erectors Private Limited | Subsidiary |
| 12. | MIG Bandra Realtor and Builder Private Limited | Subsidiary |
| 13. | Spacecon Realty Private Limited | Subsidiary |
| 14. | Vanita Infrastructure Private Limited | Subsidiary |
| 15. | DB Contractors and Builders Private Limited | Subsidiary |
| 16. | DB View Infracon Private Limited | Subsidiary |
| 17. | Prestige (BKC) Realtors Private Limited (formerly known as DB (BKC) Realtors Private Limited) | Joint Venture |
| 18. | Neelkamal Realtors Tower Private Limited | Subsidiary |
| 19. | D B Hi-Sky Construction Private Limited | Associate |
| 20. | Shiva Realtors Suburban Private Limited | Associate |
| 21. | Shiva Buildcon Private Limited | Associate |
| 22. | Shiva Multitrade Private Limited | Associate |
| 23. | Horizontal Ventures Private Limited (along with Milan Theatres Private Limited, subsidiary company) (formerly known as Horizontal Realty and Avlatlon Private Limited) | Step down Subsidiary |
| 24. | Great View Buildcon Private Limited (formerly known as Turf Estate Realty Private Limited) | Subsidiary |
| 25. | Pandora Projects Private Limited | Joint Venture |
| 26. | Godrej Residency Private Limited | Step down Joint Venture |
| Partnership Firms/ LLP's/Association of Persons | | |
| 27. | Mira Real Estate Developers | Subsidiary |
| 28. | Conwood –DB Joint Venture (AOP) | Subsidiary |
| 29. | ECC - DB Joint Venture (AOP) | Subsidiary |
| 30. | Turf Estate Joint Venture (AOP) | Subsidiary |
| 31. | Innovation Erectors LLP | Subsidiary |
| 32. | Turf Estate Joint Venture LLP | Joint Venture |
| 33. | M/s Dynamix Realty | Joint Venture |
| 34. | M/s DBS Realty | Joint Venture |
| 35. | Lokhandwala Dynamix-Balwas JV | Joint Venture |
| 36. | DB Realty and Shreepati Infrastructures LLP | Joint Venture |
| 37. | Sneh Developers | Step down Joint Venture |
| 38. | Evergreen Industrial Estate | Step down Joint Venture |
| 39. | Shree Shantinagar Venture | Step down subsidiary |
| 40. | Suraksha DB Realty | Step down Joint Venture |
| 41. | Lokhandwala DB Realty LLP | Step down Joint Venture |
| 42. | OM Metal Consortium | Step down Joint Venture |
| 43. | Ahmednagar Warehousing Developers and Builders LLP | Step down Joint Venture |
| 44. | Solapur Warehousing Developers and Builders LLP | Step down Joint Venture |
| 45. | Aurangabad Warehousing and Developers Builders LLP | Step down Joint Venture |
| 46. | Latur Warehousing Developers and Builders LLP | Step down Joint Venture |
| 47. | Saswad Warehousing Developers and Builders LLP | Step down Joint Venture |



N. A. SHAH ASSOCIATES LLP

Chartered Accountants

Basis of Qualified Conclusion

1. Measurement of financial guarantees at fair value under 'Ind AS 109 - Financial Instruments' is not done (also refer note 3 to the statement):

- a. During the previous year, one of the lenders had invoked the corporate guarantee given by the Parent company on behalf of a related party (principal borrower). As per the communication the total demand is Rs 76,038.97 lacs which has been contested by the company vide its response to the said communication. As explained to us, the lender had confirmed / acknowledged the amount of Rs 23,636 lacs vide its letter dated March 8, 2021. The company in its response to the invocation of the corporate guarantee has made an offer to pay Rs 25,400 lacs as a part of its obligation as a guarantor and which will also be reimbursed by such related party.

The management based on the market value of the various other primary securities, corporate guarantee and undertaking by the holding company of the related party entity (for whom guarantee was provided) is confident of recovering the amount payable (if any) to the lenders from the said related party and its holding company and accordingly is of the view that provision is not required to be made.

During the current quarter, the principal borrower has offered a revised settlement amount of Rs. 38,744 lacs and a formal response the said offer is awaited.

Subsequent to the quarter end, National Company Law Tribunal (NCLT) admitted the petition filed by the lender against the Company under Insolvency & Bankruptcy Code (IBC), 2016. The Company filed an appeal against the said order with National Company Law Appellate Tribunal (NCLAT) which has granted a stay against NCLT's order. Further, the principal borrower has undertaken to deposit the proposed amount of Rs. 38,744 lacs within 90 days from the date of NCLAT' order (i.e., July 6, 2023) and next hearing date is scheduled for September 6, 2023.

- b. Financial guarantees and securities given by the Parent Company on behalf of certain entities who have defaulted in their principal payment obligations to the lenders aggregating to Rs 6,811.47 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. Valuation report of such primary / underlying assets provided as securities by the borrowing companies has not been obtained from the independent valuer. In view of the management, value of such primary / underlying assets provided as securities is greater than the outstanding loans and hence additional liability will not devolve on the Company. In the above amounts, interest and other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.
- c. Further, Financial guarantees and securities given by the Parent Company on behalf of certain entities (related parties) who have defaulted in their principal payment obligations to the lenders aggregating to Rs. 36,280.50 lacs (excluding interest, penal interest and other charges). The loans taken by these entities have also been secured by charge on the underlying assets of the said entities and assets of other related parties. As per valuation reports obtained from independent valuer, the value of primary / underlying assets provided as securities by the borrowing is greater than the outstanding loans and hence in view of the management no additional liability is expected to devolve on the Company. In the above amounts, interest and



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other charges are not included as the same cannot be quantified as the respective borrower/s had disputed the same and also since settlement proposal is in discussion by the respective borrowers with their lenders.

Further, out of Rs. 36,280.50 lacs above:

- i. During the current quarter, one of the entities (principal borrower), has entered in to one time settlement with lender equivalent to loans of Rs. 32,000 lakhs. Upon completion of the settlement obligation by the said principal borrower the parent company's guarantee / security obligation would cease to exist.
- ii. Subsequent to the quarter end, one of the entities (principal borrower) has settled the outstanding loan of Rs. 3,240 lacs and the Company's guarantee obligation is also released.

During the previous year, the Parent Company's Key Managerial Personnel (KMPs)/ directors have received summons from Securities Exchange Board of India (SEBI) regarding guarantees/securities given in the past for and on behalf of a related entity as that entity had defaulted in its repayment obligation. The Parent Company has duly replied to the said summons.

With reference to above, during the previous year, Securities Exchange Board of India (SEBI) has issued administrative warning (i.e. impugned order) to the Independent Directors with respect to accounting and disclosure of financial guarantees based on the investigation report carried out by SEBI. This report was specifically with respect to matters covered in note 3(a) of the Statement and it also extends to other guarantees as well. The said report quantifies the expected credit loss / additional provision with respect to financial guarantees as mentioned in note 3(a) of Statement of Rs. 59,130.18 lacs to be made by the company in accordance with Ind AS 109 – Financial Instruments till 31st March 2021. The Parent company has disputed the said report / order and in its opinion, no provision is required to be made based on underlying assets of the various entities and ongoing discussion for settlement of the loans by the respective entities with their lenders. The Parent company has filed an appeal and application seeking stay against the said impugned order before the Securities Appellate Tribunal (SAT) seeking reliefs including (a) Setting aside the said impugned order and (b) To pass an order staying the effect, implementation and operations of the impugned order. During the previous year, the said appeal was heard and SAT had ruled against the Company.

Further, during the previous year, SEBI has issued a show cause notice to the Parent Company, KMPs and its directors for non-compliance of various provisions related to Securities Contracts (Regulation) Act, 1956 and non-compliance of accounting standard / Indian accounting standards related to guarantee and securities given by the Parent Company to various entities. The management of the Parent Company is of the view that there is no non-compliance / non-disclosure and has duly replied to the said show cause notice during the current quarter. SEBI has issued a letter for online hearing to the Parent Company and its erstwhile & current directors/KMPs on June 21, 2023. The Parent Company had requested to defer the hearing till July 12, 2023, and the same was accepted by the SEBI.

Subsequent to the quarter, the Parent Company has filed appeal with SAT to pass an order to keep the proceedings initiated by the Show Cause Notice in abeyance with immediate effect till the pendency of the present appeal. The said appeal is admitted and heard by the SAT and next hearing date is September 11, 2023.



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Further, during the previous year, the Parent Company had filed settlement application with SEBI in relation to the above matters where the Parent Company has offered settlement terms. The SEBI has rejected the said settlement application during the current quarter.

Considering the above, management view and ongoing dispute (already covered in basis of qualified conclusion in para 1(a) above), the potential impact the non-measurement of financial guarantees as required by 'Ind AS 109 – Financial Instruments' on the loss (including other comprehensive income) for the quarter ended June 30, 2023, and consequently on the total equity as on June 30, 2023, cannot be ascertained.

2. As stated in Note 4 to the Statement and considering the non-evaluation of impairment provision in accordance with Ind AS 109 – Financial Instruments and Ind AS 36 – Impairment of Assets, towards expected credit losses in respect of the loans and advances / deposits totaling to Rs. 53,855.50 lacs (disclosed under current financial asset considering repayable on demand) and towards diminution in the value on the Group's investments (including goodwill on consolidation) totaling to Rs.17,203.84 lacs as on June 30, 2023, that were invested in / advanced to certain associates, joint ventures and other parties which have incurred significant losses and / or have negative net worth as at June 30, 2023 and / or have pending legal disputes with respect to the underlying projects / properties of respective entities. We are unable to comment on the consequential impact of non-provision of impairment on the loss (including other comprehensive income) and classification of the loans and advances under current financial asset for the quarter ended June 30, 2023, and consequently on the total equity as on June 30, 2023.
3. Attention is invited to Note 9 to the statement, which mentions that consequent to the ongoing negotiations as regards one-time settlement, the Group has not provided for interest on loan from financial institutions (excluding penal interest, if any) amounting to Rs. 808.47 lacs for the quarter ended June 30, 2023 [cumulative unprovided interest of Rs. 5,722.86 lacs till June 30, 2023]. Had this provision for interest on loan been made, loss (including other comprehensive income) for the quarter and year end would have been lower by the said amount and the balance in other equity would have been lower by cumulative unprovided interest of Rs. 5,722.86 lacs till June 30, 2023. The above is not in accordance with Ind AS 23 Borrowing Cost.

The cumulative impact of the above qualifications on the Statement has not been ascertained by the management and hence cannot be quantified.

Qualifications listed in para 1(a), 1(b), 2 and 3 have been reported by us in limited review report on consolidated financial statement since quarter and half year ended September 30, 2021, and in the audit report since year ended March 31, 2022. Further, qualification mentioned in para 1(c) have been reported by us in limited review report since quarter and nine months ended December 31, 2022, and in the audit report since year ended March 31, 2022.

Qualified Conclusion

Based on our review as stated in paragraph 3 above and subject to the effects of the matters described in basis of qualified conclusion above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



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Material Uncertainty related to going concern

The Group has various debt obligations (excluding corporate guarantee) aggregating to Rs. 1,71,570.34 lacs (including loans from JVs partner with whom various projects are under execution) within the next 12 months. These obligations are higher than the current assets which are liquid in nature. This could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly, the Parent Company has entered / negotiating one-time settlement with various lenders and the effect of which would be reflected upon completion of settlement terms, raised funds through issued convertible warrants, entered in development agreement / joint ventures to revive various projects which have significantly high growth potential. The management is confident that they will be able to manage the liquidity position by restructuring the existing terms of borrowings, monetization of non-core assets and mobilization of additional funds. Accordingly, the consolidated financial results are prepared on a going concern basis (Refer note 8 of the Statement).

Our conclusion is not modified in respect of the above matter. In respect of the above matter, attention was also drawn by us to our earlier limited review reports on the unaudited consolidated financial results and audit report of earlier financial years.

Emphasis of matters

1. With respect to security deposits aggregating to Rs 2,278.17 lacs, investments and loans & advances in certain subsidiary companies / entities aggregating to Rs 2,06,771.30 lacs and inventory of construction work in progress of Rs 2,64,063.49 lacs, we have relied upon management estimates and explanations as regards, various approvals obtained / pending, stage of completion, projections of expected cost and revenue, realization of construction work in progress and market value of the underlying developments rights / assets proposed to be acquired. These estimates are dynamic in nature and are dependent upon various factors such as eligibility of the tenants, changes in the saleable area, acquisition of new Floor Space Index (FSI) and other factors. Changes in these estimates can have a significant impact on the financial results of the Parent company for the quarter ended June 30, 2023, and future periods, however quantification of the impact due to change in said estimates is not practical. Being a technical matter, these management estimates have been relied upon by us (refer Note 11 to the statement).
2. As stated in note 10 of the Statement, during the previous year, the Parent Company and one of the subsidiary company has entered one-time settlement with one of the financial institutions subject to the compliance with the payment terms. As per the said settlement the Group is required to pay Rs. 40,000 lacs (plus interest as per agreed rate from 1st April 2023) upto 31st January 2025 as per repayment schedule specified therein. Additionally, the write-back / difference (if any) between the original loan amount plus accrued interest upto the date of settlement and the revised amount payable would be accounted in the period in which the condition of settlement arrangement are met. The Group has requested for extension of time for the installment due on 31st March 2023 from the lender which has been in principle agreed by the lender subject to execution of necessary addendum settlement agreement which is in the process of being executed.



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3. The group has recognized net deferred tax assets of Rs. 15,121.33 lacs mainly on changes in fair value of financial instruments and brought forward losses in the earlier years. In the opinion of the management, there is a reasonable certainty as regards utilization / reversal (consequent to potential increase in fair value in future and taxable profits) of the said deferred tax assets. We have relied upon the management explanation as regards the same (refer note 7 of the Statement).
4. With respect to various legal matters our comments are as under:
- a. As regards certain allegations made by the Enforcement Directorate against the Parent and its two Key Managerial Persons, in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice and the impact, if any, of the outcome is unascertainable at this stage (refer note 14(a) of the Statement).
- b. As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Parent's assets aggregating to Rs. 711.05 lacs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs. 68.93 lacs, two flats having written down value of Rs. 85.29 lacs as on June 30, 2023, and Investment in Redeemable Optionally Convertible Cumulative Preference Shares – Series A and Series C of Marine Drive Hospitality and Realty Private Limited of Rs. 556.83 lacs in earlier years. The impact, if any, of its outcome is currently unascertainable at this stage. On account of the acquittal as mentioned as in point a above, the Parent company and KMPs have applied for release of these assets before the Hon'ble High Court, Delhi. (refer note 14(b) of the Statement).
- c. Emphasis of Matters in respect of a partnership firm (where Parent company is a partner) which were covered under limited review of earlier quarters and audit of earlier years. For the quarter ended June 30, 2023, the said partnership firm is not covered under limited review and management certified accounts have been obtained regarding the same. As explained to us, there are no developments in the said matters:
- i. As regards the recoverability of Trade Receivables of Rs. 4,930.33 lacs as on June 30, 2023 which are attached under the Prevention of Money Laundering Act, 2002 and non-provision for expected credit loss based on the management assessment as regards the outcome of the said matter.
- ii. Allegations made by the Central Bureau of Investigation (CBI) relating to the 2G spectrum case and regarding attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002 and the undertaking given by the Company that it will bear the loss if there is any non / short realization of the attached asset.
- These matters are sub-judice and the impact, if any, of its outcome is currently unascertainable.
- d. In one of the subsidiary company, project cost carried in inventory totaling to Rs. 2,301.72 lacs as on June 30, 2023, is under litigation and are sub-judice. Based on the assessment done by the Management of the said entity, no adjustments are considered necessary in respect of the recoverability of the said balance. The impact, if any, of the outcome is unascertainable at present.
- e. In addition to the above, the Group, its associate and joint ventures are party to various legal proceedings in normal course of business (including cases pending before the Hon'ble National Company Law Tribunal under Insolvency and Bankruptcy Code, 2016) and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of the operations or cash flow. We have relied upon the representation from the in-house legal team as regards the same (refer note 14(c) of the Statement).



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- f. As stated in note 13 to the Statement, during the previous year, Income tax authorities carried out search operation at premises of the Group and KMP's. During the current quarter, in relation to the search, the Income tax department has issued an assessment order. As per the said order, Income Tax Department has disallowed the certain expenses and reduced the carried forward losses. The Company has filed an appeal against the said order before the Commissioner of Income Tax (Appeals). The said orders does not have any financial impact on the quarterly results.

During the previous year, Central Bureau of Investigation (CBI) has carried out searches on the premises of one of the subsidiaries. Certain documents [including back-up of accounting software] was taken by the department and CBI. In view of ongoing proceedings, the Group is not in a position to ascertain the possible liability, if any.

5. In the case of two subsidiaries, with regards to the memorandum of understanding entered into with parties / land aggregator for acquiring part of the rights in leasehold land / properties for development thereof, including advances granted aggregating to Rs. 3,387.00 lacs and amounts which are committed and the implications (example -forfeiture etc.), if the entities are not able to complete its obligations within the agreed timelines.
6. In case of a subsidiary company, with regards to the accounting, disclosures and financial implications for the proposed transfer of all the assets and liabilities pertaining to Identified Project Undertaking, being "DB Crown" Project, on a going concern basis as Slump Sale to Kingmaker Developers Private Limited ("KDPL") and adjustment of the profit / loss relating to the said Project Undertaking, being carried out by the said subsidiary in trust for KDPL. The company had filed an application with the NCLT, however it has not complied with directions of the NCLT on account of Covid-19. As explained to us, the subsidiary company is in the process of making an application for re-issuance of directions and based on decision / directions of the NCLT on the re-issuance application, further steps would be determined. This being a legal matter, we have relied upon the representation provided by the legal team of the group (Refer note 6 of the Statement). As further stated in said note, there has been no development in this matter.
7. In the case of a step-down subsidiary company, non-provision of disputed service tax demand of Rs. 1,843.77 lacs as on June 30, 2023.

Emphasis of matter made by us in the above paragraphs 4(c), 4(d), 5 and 7 and their impact on the Statement, have not been disclosed in the notes to the Statement. In respect of matter covered in above para (except para 1 & 2), attention was drawn by us in limited review report since quarter and half year ended September 30, 2021. Further, with respect to matter covered in above para 1 and 2, attention was also drawn by us in limited review report since quarter and nine months ended December 31, 2021, and limited review report since quarter and nine months ended December 31, 2022, respectively. Our conclusion was not modified in respect of the above matters in earlier quarters also.

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

Other matters

8. We did not review the interim financial results of eight subsidiaries included in the unaudited consolidated financial results, whose interim financial results reflect total income of Rs. 797.53 lacs for the quarter ended June 30, 2023, total loss after tax of Rs. 446.53 lacs for the quarter ended June 30, 2023, and total comprehensive loss of Rs. 467.89 lacs for the quarter ended June 30, 2023, as considered in the unaudited consolidated financial results. The unaudited consolidated financial results also include the Group's share of net loss of Rs. 41.12 lacs for the quarter ended June 30, 2023, and total comprehensive loss of Rs. 42.56 lacs for the quarter ended June 30, 2023, as considered in the unaudited consolidated financial results, in respect of four joint ventures (including one step down joint ventures), whose interim financial results have not been reviewed



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by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

9. The unaudited consolidated financial results include the interim financial results of sixteen subsidiaries (including two step-down subsidiaries) which have not been reviewed by their auditors, whose interim financial results reflect total revenue of Rs. 19.75 lacs, total net loss of Rs. 947.03 lacs and total comprehensive loss of Rs. 947.03 lacs for the quarter ended June 30, 2023, as considered in the unaudited consolidated financial results. The unaudited consolidated financial results also include the Group's share of net loss after tax of Rs. 30.13 lacs and total comprehensive loss of Rs. 30.13 lacs for the quarter ended June 30, 2023, as considered in the unaudited consolidated financial results, in respect of eighteen associates and joint ventures (including eleven step down joint ventures), based on their interim financial results which have not been reviewed by their auditors. According to the information and explanation given to us by the Management, these interim financial results are not material to the Group, including its associates and joint ventures.
10. During the previous quarter, the Board has approved the proposal for amalgamation of Platinumcorp Affordable Builders Private Limited ("Transferor Company") with one of its subsidiaries, Royal Netra Constructions Private Limited ("Transferee Company") and their respective shareholders under the scheme of amalgamation. Approval from NCLT is received subsequent to the quarter end. Pending filing of the scheme with Registrar of Companies (ROC) by the acquiree and compliance with conditions precedent the accounting effect of the said scheme has not been given during the quarter in the books of accounts (refer note 17 of the statement).

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and unaudited financial results provided by the Management.

For N. A. Shah Associates LLP

Chartered Accountants

Firm's Registration No. 116560W/W100149



Milan Mody

Partner

Membership number: 103286

UDIN: 23103286BGPR5925

Place: Mumbai

Date: August 11, 2023