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Maulana Azad Road, New Delhi 110001
CIN: L70101DL2005GOI132162
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HEMISPHERE PROPERTIES INDIA LIMITED
(A Government of India Enterprise)

हेमीस्फेयर प्रॉपर्टीज इंडिया लिमिटेड
(भारत सरकार का उपक्रम)

HPIL/BS/Stx/2023-24

Dated: 29.05.2023

To,
Manager,
Listing Department
BSE Limited,
P.J. Towers, Dalal Street
Mumbai: 400 001

To,
Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C/1,G Block,
Bandra Complex, Bandra (E),
Mumbai -400 051

Script Code: 543242

Symbol: HEMIPROP

Sub: Intimation of outcome of Board Meeting under Regulations 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations")

In accordance with Regulations 30 and 33 of the SEBI Listing Regulations read with Schedule III, We are enclosing the Standalone Audited Financial Results of the Company for the financial year ended March 31, 2023 under Ind AS, which have been approved and taken on record at the meeting of the Board of Directors of the Company held today i.e May 29, 2023.

Further stated that the M/s Dhruv Aggarwal & Co LLP, Statutory Auditor of Company have issued Audit Reports with an unmodified opinion on the above-mentioned audited financial results for the financial year ended March 31, 2023.

The above stated documents are also available on the website of Company, www.hpil.co.in.

The Board meeting commenced at 4.00 pm and concluded at 7.30 pm

This is for your information and dissemination.

Thanking you,

For *Hemisphere Properties India Limited*



Lubna
Company Secretary & Compliance Officer



Independent Auditor's Report on the Quarterly and Year to Date Audited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
Hemisphere Properties India Limited

Report on the Audit of the Financial Results

Opinion

1. We have audited the Quarterly Financial Results of **Hemisphere Properties India Limited** for the quarter ended **31st March 2023** and the year to date results for the period **01st April 2022 to 31st March 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.
2. In our opinion and to the best of our information and according to the explanations given to us, the statement:
 - i. Is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended in this regard; and
 - ii. Give a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit/(loss) and other comprehensive income for the quarter ended March 31, 2023 and other financial information of the Company for the quarter and year ended March 31, 2023.

Basis for Opinion

3. We conducted our audit of the Quarterly Financial Results in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. (Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



Emphasis of Matter

- i. Recognition of Other Receivables of Rs. 49.65 lakhs from Tata Communication Limited (TCL) for their proportionate share of Property tax arrears paid for the period 2016 till the date of Demerger. The Company has paid Property Tax Arrears (under MCD Samriddhi Scheme) for Chattarpur Land Parcel, New Delhi, on the mutation of property under MCD records for Rs. 141.61 Lakhs for the period 2016 to 2023, out of which, the Company has recognized receivable of Rs. 49.65 Lakhs from TCL, being their proportionate share, as per the demerger order from 2016 till date of Demerger, being 05th August 2019. However, till the date of conclusion of the Statutory Audit, TCL has not acknowledged the dues towards the arrears.

Accordingly, the recoveries of such receivable is not ascertainable, and no expense or provision has been created in respect of such uncertainty.

- ii. Provision for Stamp Duty Payable towards registration/mutation of the complete land parcels in all states, amounting to Rs. 65,100 lacs, which has been computed based on the circle rates prevailing in Financial Year 2016-17. The actual liability in this regard may vary, being dependent upon the Circles rates/stamp duty rates prevailing at the time of transfer of titles of land in future. The Company has paid an amount of Rs. 774.30 lacs (out of the above provision of Rs. 65,100 lacs) during the financial year 2022-23 for the Chennai Land and the Conveyance Deed has been executed for the same.
- iii. The Company has booked an expense of Rs. 115.91 lacs, on Land Security and Maintenance Services received from CPWD on provisional basis, on the basis of Utilization certificates issued by the CPWD's.

The CPWD has informed the Company that, there is no mechanism under CPWD (a GOI undertaking) to raise invoice and they only issue Utilization certificates for application of released funds. The liability of Goods and Service Tax (GST) are being considered by CPWD while initiating and making payments to their agencies/vendors.

However, in our understanding, the manner of recording the expenses on the basis of Utilization Certificates, in the absence of Tax Invoices is not specified under Goods and Service Tax Act, 2017, and Income Tax Act, 1961. Furthermore, the compliances with regard to the incidence of GST on such payments, may also be impacted.

- iv. Non-Recognition/Accounting of Property Tax/Urban Land Tax Liability by the Company in relation to the Land Parcel of 53.04 acres in Chennai. The management is of the view that the Liability for the said cost is not presently determinable, and shall be accounted for only when the demand is ascertained from the said local revenue authority.
- v. The Company has treated the complete land parcels in all states as Investment Property. The purported land use for the land parcels, has not yet been decided by the Management during the year ended on March 31, 2023. As per IND AS 40, any land held for a currently undetermined future use as on the date of reporting, the said land is regarded as held for capital appreciation. In addition, the titles of the land parcels are yet to be transferred/mutated in the name of the



Company as on March 31, 2023, except the land in Chennai for which the Conveyance Deed has been executed during the financial year 2022-23.

- vi. The Company had received funds of Rs. 130,00,00,000/- (Rupees One Hundred and Thirty Crores) from Government of India against which the Company allotted shares of 13 crore Non-Cumulative Redeemable Preference shares of 0.01% @ Rs. 10 each to the promoter i.e. President of India, acting through Ministry of Housing & Urban Affairs during the Financial Year 2021-22 after taking due approvals from Competent Authorities.

However, the terms of issue of the said Preference Shares makes no mention regarding the redemption value at the end of 20 years, whether at par or at any value other than par. The said financial instruments have been accounted for in the accompanying financial statements on the assumption of the Redemption at Par Value, which is uncertain and indefinite in nature.

The above Emphasis of Matter was put across the Board of Directors in their meeting dated 29th March 2023 .

The Board took note of the observations of the Statutory Auditors and by way of Board Note 10 dated 29th March 2023 have stated that the Preference share Capital of Company shall be Redeemable at Par.

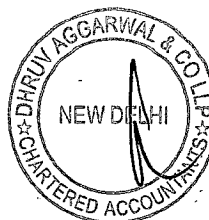
However, the approval of Ministry and Housing and Urban Affairs on terms of redemption of Preference Shares at par still is pending.

- vii. During the financial year 2022-23, the Company has raised invoices and received certain rentals from the land parcels occupied and commercially used by Tata Communications Limited (TCL), from the date of Demerger till March 31, 2023, on mutually agreed terms. However, no Lease/Rental agreement has been executed between TCL and HPIL for such invoices/future Rent recoveries.
- viii. During the Financial Year, the Company has not complied, with the provisions contained in Section 149 of the Companies Act read with Rule – 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1)(b) & 2(A) , Regulation 18(1)(b)(d) & 2(b), Regulation 19(1)(c),(2) & 2(A), Regulation 20(2A), Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of the Appointment of the Independent Directors

Our opinion is not modified in respect of the above matter(s).

Management's Responsibility for the Financial Statements

4. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) for Interim Financial Reporting, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India,



as applicable and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations.

5. In preparing the financial statements, Management of the Company is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
6. The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
8. As part of an audit in accordance with Standards on Auditing, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
 - Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are



based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have compiled with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

11. The statement includes the result for the quarter ended March 31, 2023 being the balancing figure between the Audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year to date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For Dhruv Aggarwal & Co. LLP
Chartered Accountants
Firm Registration Number -N500365/ 005469N



Tilak Raj Chawla
Partner
Membership No. 095619



Place: - New Delhi
Date:- 29th May 2023
UDIN: 23095619BHAEAK7063

Statement of Assets and Liabilities

(₹ in Lakh)

| Particulars | As at 31st March 2023 | As at 31st March 2022 |
|---|--------------------------|--------------------------|
| I. ASSETS | | |
| 1 Non-current assets | | |
| (a) Property, plant and equipment | 3.12 | 3.52 |
| (b) Investment Property | 66228.52 | 66161.54 |
| (c) Goodwill | 28194.15 | 28194.15 |
| (d) Deferred Tax Assets (Net) | 822.73 | 669.02 |
| | 95248.52 | 95028.23 |
| 2 Current assets | | |
| (a) Financial Assets | | |
| (i) Trade Receivable | 17.81 | - |
| (ii) Cash and cash equivalents | 4.99 | 2.04 |
| (iii) Bank Balances other than (ii) above | 11935.30 | 14829.99 |
| (iv) Other financial assets | 119.92 | 72.94 |
| (b) Current Tax Assets (Net) | 83.66 | 31.58 |
| (c) Other Current Assets | 233.05 | 214.04 |
| | 12394.74 | 15150.59 |
| Total Assets | 107643.26 | 110178.82 |
| II. EQUITY AND LIABILITIES | | |
| 1 Equity | | |
| (a) Equity Share Capital | 28500.00 | 28500.00 |
| (b) Other Equity* | 8087.15 | 8733.27 |
| | 36587.15 | 37233.27 |
| 2 Liabilities | | |
| (i) Non-current liabilities | | |
| (a) Financial Liabilities | | |
| (i) Borrowings | 5899.02 | 6191.29 |
| | 5899.02 | 6191.29 |
| (ii) Current liabilities | | |
| (a) Financial Liabilities | | |
| (i) Borrowings | 600.00 | 611.49 |
| (ii) Trade Payables | 53.30 | 96.14 |
| (iii) Provisions | 6.30 | 4.08 |
| (iv) Other financial liabilities | 64489.40 | 66035.12 |
| (b) Other current liabilities | 8.09 | 7.42 |
| | 65157.10 | 66754.26 |
| Total Equity and Liabilities | 107643.26 | 110178.82 |



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HEMISPHERE PROPERTIES INDIA LIMITED
CIN : L70101DL2005GOI132162
STATEMENT OF AUDITED FINANCIAL RESULTS
FOR THE QUARTER AND YEAR ENDED 31 MARCH 2023

(₹ in Lakhs)

| Particulars | Quarter Ended | | | Year Ended | |
|--|----------------------------|---------------------------------|----------------------------|----------------------------|----------------------------|
| | 31 March 2023 (audited) | 31 December 2022 (unaudited) | 31 March 2022 (audited) | 31 March 2023 (audited) | 31 March 2022 (audited) |
| I Revenue from operations | 23.68 | 8.67 | - | 200.20 | - |
| II Other income | 187.09 | 186.71 | 114.89 | 652.64 | 315.98 |
| III Total Income (I + II) | 210.77 | 195.38 | 114.89 | 852.84 | 315.98 |
| IV Expenses: | | | | | |
| Employee benefits expenses | 8.86 | 8.66 | 7.35 | 34.48 | 26.00 |
| Finance costs | 159.65 | 170.84 | 144.53 | 668.50 | 581.97 |
| Depreciation and Amortization Expenses | 0.48 | 0.49 | 0.36 | 1.92 | 0.79 |
| Other Expenses | 284.10 | 211.51 | 919.61 | 948.95 | 1,571.09 |
| Total Expenses (IV) | 453.09 | 391.49 | 1,071.85 | 1,653.85 | 2,179.84 |
| V Profit/loss Before Tax (III - IV) | (242.32) | (196.12) | (956.96) | (801.01) | (1863.86) |
| VI Tax expense: | | | | | |
| (1) Current tax | (153.70) | 0.00 | (377.81) | (153.70) | (377.81) |
| (2) Deferred tax (net) | (153.70) | 0.00 | (377.81) | (153.70) | (377.81) |
| Total Tax Expense (VIII) | (307.40) | 0.00 | (755.62) | (307.40) | (755.62) |
| VII Profit/(loss) for the period from continuing operation (VI - VII) | (88.62) | (196.12) | (579.15) | (647.31) | (1486.05) |
| VIII Other Comprehensive Income | - | - | - | - | - |
| IX Total Comprehensive Income for the period | (88.62) | (196.12) | (579.15) | (647.31) | (1486.05) |
| X Earnings Per Equity Share: | | | | | |
| (1) Basic | (0.03) | (0.07) | (0.20) | (0.23) | (0.52) |
| (2) Diluted | (0.03) | (0.07) | (0.20) | (0.23) | (0.52) |

Place: New Delhi
Date : May 29, 2023



Hemisphere Properties India Limited

(Signature)
D Thara
Chairman cum Managing Director
DIN: 01911714

Statement of Cash Flow Statement

(₹ in Lakh)

| Particulars | As at 31st March 2023 | As at 31st March 2022 |
|--|--------------------------|--------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit/ (Loss) before tax as per Profit & Loss Account | -801.01 | -1863.86 |
| Adjusted for:- | | |
| Add: Non Cash Debits | | |
| Interest Expenses on Compound financial instruments | 208.91 | 147.86 |
| Other Expenses written off | 0.00 | 240.22 |
| Miscellaneous Expenses written off | 0.00 | 20.52 |
| Depreciation | 1.92 | 0.79 |
| Interest Income | -652.64 | -315.98 |
| Interest and Finance Charges | 668.50 | 581.97 |
| | -574.31 | -1188.48 |
| Movement in working capital | | |
| (Increase) /Decrease in Trade Receivables | -17.81 | 0.00 |
| (Increase) /Decrease in other financial assets | -46.98 | -46.38 |
| (Increase) /Decrease in other current assets | -19.01 | -158.26 |
| (Increase)/ Decrease in other financial liabilities | -1545.72 | 413.30 |
| Increase/ (Decrease) in other current liabilities | 0.68 | -32.60 |
| Increase/ (Decrease) in Trade Payables | -42.84 | -330.43 |
| Increase/ (Decrease) in Provisions | 2.22 | -2.07 |
| | -1669.48 | -156.44 |
| Cash generated from/ (used) in operations | -2243.80 | -1344.92 |
| Taxes Paid/ (Refund) | -52.08 | -28.85 |
| Net Cash from/ (used) in operating activities | -2295.87 | -1373.77 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| (Increase)/Decrease in Property Plant and Equipment | -1.53 | -3.04 |
| (Increase)/Decrease in Investment Property | -66.98 | -1045.20 |
| Interest Income | 652.64 | 315.98 |
| Net Cash Flow from/ (used in) Investing Activities | 584.13 | -732.27 |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Issue of Preference Shares | 0.00 | 3000.00 |
| Other Changes in Miscellaneous Assets | 0.00 | -0.50 |
| Increase/ (Decrease) in Non-Current Borrowings | -500.00 | 400.00 |
| Increase/ (Decrease) in Current Borrowings | -11.49 | 211.49 |
| Interest and Finance Charge | -668.50 | -581.97 |
| Net Cash from/ (used in) Financing Activities | -1179.99 | 3029.02 |
| Net Increase / (Decrease) in Cash and Cash Equivalents | -2891.73 | 922.98 |
| Opening Balance of Cash & Cash Equivalents | 14832.02 | 13909.04 |
| Closing Balance of Cash & Cash Equivalents | 11940.29 | 14832.02 |



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Notes to the financial statement as on March 31, 2023

1. The above financial results of the Company for the financial year ended March 31, 2023 were taken on record and approved by the Board of Directors at their meeting held on May 29, 2023. These results have been reviewed by the Audit Committee and audited by Statutory Auditors
2. The figures of the quarters ended March 31, 2023 and March 31, 2022 are the balancing figures between the audited figures in respect of the full financial year and the published figures of nine months ended December 31, 2022 and December 31, 2021 respectively, which were subjected to limited review by the Statutory Auditors.
3. The financial statements are prepared in compliance with Indian Accounting Standards, "Ind-AS" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and SEBI circular dated 5th July 2016.
4. As per Ind AS 40, land parcels were reclassified as Investment Property and valuation has been done on cost model. As per clause 3.2 of Scheme of Arrangement and Reconstruction, upon the scheme becoming effective, all the assets and liabilities pertaining to the surplus land stand transferred to and vested in the Transferee Company at their respective book values as appearing in the books of Transferor Company. Therefore, the value of the land has been taken as the book value of the land in the audited balance sheet of Tata Communications Limited for the FY 2019-20 and onwards. The Company holds land parcels comprises of 739.69 acres at different locations i.e Pune-524 acres, Halisahar (Kolkata)-35.19 acres, Chennai-53.04 acres, Chattarpur (Delhi)-58 acres, Greater Kailash (Delhi)-69.46 acres.

As per Ind-AS 113, the fair value of Investment property has been conducted by the IBBI registered valuer, during the current financial year 2022-23.

The fair value of all the land parcels has been assessed at ₹ 1060197.53 lakhs.

Accordingly, the fair value disclosures of each investment property as per Ind-AS 113 are as follows :-

| S.No. | Investment Properties | Valuation Technique | Fair Value (₹ in Rs Lakhs) |
|-------|-----------------------|---|----------------------------|
| 1 | Padianullar, Chennai | Residual Approach | 41,716.34 |
| 2 | Halisahar, Kolkata | Residual Approach | 9,025.17 |
| 3 | Pune | Belting Approach for Land Depreciated Replacement Cost | 2,26,399.75 |

| | | Method for Civil Structures | |
|---|----------------------------|-----------------------------|---------------------|
| 4 | Greater Kailash, New Delhi | Residual Approach | 7,10,193.77 |
| 5 | Chattarpur, New Delhi | Residual Approach | 72,862.50 |
| | Grand Total | | 10,60,197.53 |

5. The Company has paid the stamp duty of ₹ 774.30 lakhs on the conveyance deed of the Chennai Land parcel during the Quarter ended March 23.
6. The Company is engaged in the business of Real Estate. In the context of Ind As 108 on 'Segment Reporting', the results are considered to constitute a single reportable primary / business segment.
7. Comparative figures have been regrouped / re-casted/ rearranged wherever deemed necessary to confirm to current period classification/disclosures.

For Hemisphere Properties India Limited

Place : New Delhi
Date : May 29, 2023



[Handwritten Signature]

D Thara

(Chairperson & Managing Director)

DIN: 01911714