

February 3, 2023

To,

| | |
|--|---|
| Department of Corporate Relationship BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 | Corporate Relationship Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 |
|--|---|

Dear Sir/Madam,

Sub.: Outcome of Board Meeting
Ref.: Scrip Code - 511431/VAKRANGEE

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at their meeting held on February 3, 2023 has approved the Un-audited (Standalone & Consolidated) Financial Results for the Quarter and Nine months ended December 31, 2022.


We enclose copy of the Un-audited (Standalone & Consolidated) Financial Results for the Quarter and Nine months ended December 31, 2022 along with the Limited Review Report of M/s. S.K. Patodia & Associates, Chartered Accountants, statutory auditors of the Company in respect of the said Financial Results.

The Board Meeting commenced at 03.00 P.M and concluded at 03.40 P.M.

Thanking you,

Yours faithfully,

For Vakrangee Limited


Sachin Khandekar
Company Secretary
(Mem. No.: A50577)





VAKRANGEE LIMITED

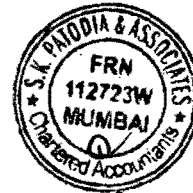
VAKRANGEE CORPORATE HOUSE, PLOT NO. 93, ROAD NO. 16,
M.I.D.C., MAROL, ANDHERI (EAST), MUMBAI – 400 093. INDIA
CIN : L65990MH1990PLC056669
PHONE : 022 6776 5100

E-mail : info@vakrangee.in Website : www.vakrangee.in

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2022

(₹ in Lakhs)

| S.No. | Particulars | For the quarter ended | | | For the nine months ended | | For the year ended |
|-------|--|-----------------------|------------------|------------------|---------------------------|------------------|--------------------|
| | | 31-Dec-22 | 30-Sep-22 | 31-Dec-21 | 31-Dec-22 | 31-Dec-21 | 31-Mar-22 |
| | | (Un-audited) | (Un-audited) | (Un-audited) | (Un-audited) | (Un-audited) | (Audited) |
| | (1) | (2) | (3) | (4) | (5) | (6) | |
| 1 | Income | | | | | | |
| | Revenue from operations | 24,346.66 | 22,599.69 | 18,659.23 | 68,606.45 | 50,350.36 | 69,229.16 |
| | Other Income | 45.42 | 112.22 | 18.56 | 326.82 | 122.67 | 231.72 |
| | Total Income | 24,392.08 | 22,711.91 | 18,677.81 | 68,933.27 | 50,473.03 | 69,460.88 |
| 2 | Expenses | | | | | | |
| | Purchase of stock in trade and other operating expenditure | 22,715.73 | 20,478.80 | 14,019.98 | 62,942.83 | 36,988.06 | 51,515.33 |
| | Changes in inventories of stock-in-trade | 23.66 | 30.57 | 56.54 | 53.64 | 104.11 | 91.21 |
| | Employee benefits expense | 637.87 | 551.85 | 189.15 | 1,737.58 | 1,598.78 | 1,322.62 |
| | Finance costs | - | - | - | - | - | - |
| | Depreciation and amortisation expense | 401.02 | 419.34 | 402.82 | 1,212.84 | 1,148.52 | 1,545.57 |
| | Other expenses | 523.61 | 499.43 | 450.11 | 1,561.96 | 1,328.05 | 2,028.15 |
| | Total expenses | 24,301.89 | 21,979.99 | 15,118.60 | 67,508.85 | 41,165.52 | 56,503.08 |
| 3 | Profit before tax & Exceptional item (1-2) | 90.19 | 731.92 | 3,559.21 | 1,424.42 | 9,307.51 | 12,957.80 |
| 4 | Exceptional item | - | - | (136.15) | - | (136.15) | (168.66) |
| 5 | Profit before tax (3+4) | 90.19 | 731.92 | 3,423.06 | 1,424.42 | 9,171.36 | 12,789.15 |
| 6 | Tax expense | | | | | | |
| | Current tax | 116.36 | 182.06 | 751.49 | 473.58 | 2,099.80 | 2,838.04 |
| | Deferred tax | (28.04) | 20.58 | 12.85 | (5.57) | 38.09 | 15.13 |
| | Total tax expenses | 88.32 | 202.64 | 764.34 | 468.01 | 2,137.89 | 2,853.13 |
| 7 | Profit for the period / year (5-6) | 1.87 | 529.28 | 2,658.72 | 956.41 | 7,033.47 | 9,935.95 |
| 8 | Other comprehensive income (OCI) / (expenses) Items that will not be reclassified to profit or loss | | | | | | |
| | Remeasurement of net defined benefit obligations (net of taxes) | (95.07) | 44.97 | 11.65 | (51.83) | 8.52 | 2.22 |
| | Total other comprehensive income / (expenses) for the period / year | (95.07) | 44.97 | 11.65 | (51.83) | 8.52 | 2.22 |
| 9 | Total comprehensive income for the period / year (7+8) | (93.20) | 574.25 | 2,670.37 | 904.58 | 7,041.99 | 9,938.13 |
| 10 | Paid up equity share capital (face value ₹ 1/- each) | 10,595.00 | 10,595.00 | 10,594.05 | 10,595.00 | 10,594.06 | 10,595.00 |
| 11 | Reserves excluding revaluation reserves as per balance sheet of previous accounting year | - | - | - | - | - | 2,59,702.33 |
| 12 | Earnings per share (EPS) in ₹ (not annualised) | | | | | | |
| | (a) Basic | 0.00 | 0.05 | 0.25 | 0.09 | 0.66 | 0.94 |
| | (b) Diluted | 0.00 | 0.05 | 0.25 | 0.09 | 0.66 | 0.94 |



Vakrangee Limited

Notes to the unaudited standalone financial results for the quarter and nine months ended December 31, 2022:

- 1 The above un-audited standalone financial results for the quarter and nine months ended December 31, 2022 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 3, 2023. The statutory auditors of the Company have reviewed the above standalone financial results for the quarter and nine months ended December 31, 2022.
- 2 These results have been prepared on the basis of un-audited standalone financial statements, which are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 3 During the quarter ended December 31, 2022, the Company has granted 49,600 new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 4 The Company's activities predominantly comprise providing various services through Vakrangee Kendra. Considering the nature of the Company's business and operations, there is only one reportable operating segment i.e. Vakrangee Kendra.
- 5 The Board of Directors at their meeting held on October 10, 2021, considered and approved to restructure the business by way of a Scheme of Arrangement for Demerger ("Scheme") whereby the E-Governance & IT/ITES Business (Demerged Undertaking) of Vakrangee Limited ("Demerged Company") will be demerged into the VL E-Governance & IT Solutions Limited (formerly known as Vakrangee Logistics Private Limited) ("Resulting Company") as a going concern basis. Pursuant to the Regulation 37 of the LODR the Company has obtained No Objection Letter from the BSE and NSE vide their letter dated 11th March, 2022 and subsequently, an application was made to the National Company Law Tribunal (NCLT) for further directions.

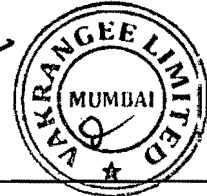
The Hon'ble NCLT, by way of its order dated January 20, 2023 has inter alia directed the Company to convene a meeting of its equity shareholders on March 3, 2023 at 11.00 a.m & unsecured creditors on March 3, 2023 at 02.00 p.m., to approve the arrangement embodied in the Scheme.
- 6 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.
- 7 The above results of the Company are available on the Company's website www.vakrangee.in and also on www.bseindia.com and www.nseindia.com.

Place : Mumbai
Date : February 3, 2023



For and on behalf of the Board of Directors

Dinesh Nandwana
Managing Director & Group CEO
DIN : 00062532





S K PATODIA & ASSOCIATES CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Unaudited Standalone Financial Results of Vakrangee Limited for the Quarter and Nine Months Ended December 31, 2022 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

TO THE BOARD OF DIRECTORS OF
VAKRANGEE LIMITED

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **Vakrangee Limited**, ("the Company") for the quarter and nine months ended December 31, 2022 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. ("the Regulation").
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted and procedures performed as stated in paragraph 3 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 Standards 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.
5. (a) The standalone financial results of the company for the year ended March 31, 2022, were audited by another firm of Chartered Accountants, who issued an unmodified opinion vide their report dated May 13, 2022.
(b) The standalone financial results of the company for the quarter and nine months ended December 31, 2021, were reviewed by another firm of Chartered Accountants who vide their report dated January 22, 2022, expressed an unmodified conclusion on those financial results.

Our conclusion is not qualified in respect of those matters.

For S K Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268
UDIN : 23146268BGVPKL8616



Place : Mumbai
Date : February 03, 2023

Head Office : Sunil Patodia Tower, J B Nagar, Andheri East, Mumbai - 400 099
Tel.: +91 22 6707 9444 | Email : info@skpatodia.in

Offices : New Delhi | Jaipur | Ahmedabad | Kolkata | Bengaluru | Raipur | Hyderabad | Patna | Bhopal | Ranchi | Guwahati



VAKRANGEE LIMITED

VAKRANGEE CORPORATE HOUSE, PLOT NO. 93, ROAD NO. 16,
M.I.D.C., MAROL, ANDHERI (EAST), MUMBAI - 400 093. INDIA
CIN : L65990MH1990PLC056669
PHONE : 022 6776 5100
E-mail : info@vakrangee.in Website : www.vakrangee.in

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2022

(₹ in Lakhs)

| S.No. | Particulars | For the quarter ended | | | For the nine months ended | | For the year ended |
|-------|--|-----------------------|------------------|------------------|---------------------------|------------------|--------------------|
| | | 31-Dec-22 | 30-Sep-22 | 31-Dec-21 | 31-Dec-22 | 31-Dec-21 | 31-Mar-22 |
| | | (Un-audited) | (Un-audited) | (Un-audited) | (Un-audited) | (Un-audited) | (Audited) |
| | (1) | (2) | (3) | (4) | (5) | (6) | |
| 1 | Income | | | | | | |
| | Revenue from operations | 25,072.91 | 23,407.39 | 20,867.06 | 71,083.07 | 56,987.88 | 77,869.23 |
| | Other Income | 31.86 | 136.39 | 53.87 | 354.68 | 242.75 | 391.29 |
| | Total Income | 25,104.77 | 23,543.78 | 20,920.93 | 71,437.75 | 57,230.63 | 78,260.52 |
| 2 | Expenses | | | | | | |
| | Purchase of stock in trade and other operating expenditure | 23,404.28 | 21,241.29 | 15,809.59 | 65,110.39 | 42,338.02 | 58,885.75 |
| | Changes in inventories of stock-in-trade | 23.66 | 30.57 | 56.54 | 53.64 | 104.11 | 91.21 |
| | Employee benefits expense | 611.73 | 632.92 | 226.49 | 1,863.83 | 1,700.82 | 1,473.98 |
| | Finance costs | | | | | | |
| | Depreciation and amortisation expense | 401.02 | 419.34 | 402.87 | 1,212.90 | 1,148.67 | 1,545.78 |
| | Other expenses | 540.80 | 538.58 | 492.17 | 1,742.80 | 1,423.65 | 2,220.38 |
| | Total Expenses | 24,981.49 | 22,862.70 | 16,987.66 | 69,983.56 | 46,715.27 | 63,927.10 |
| 3 | Profit before tax & Exceptional item (1-2) | 123.28 | 681.08 | 3,933.27 | 1,454.19 | 10,515.36 | 14,333.42 |
| 4 | Exceptional item | | | (136.15) | | (136.15) | (168.86) |
| 5 | Profit before tax (3+4) | 123.28 | 681.08 | 3,797.12 | 1,454.19 | 10,379.21 | 14,164.56 |
| 6 | Tax expense | | | | | | |
| | Current tax | 116.39 | 178.40 | 850.91 | 490.05 | 2,400.59 | 3,187.01 |
| | Deferred tax | (28.02) | 20.59 | 12.88 | (5.52) | 38.16 | 15.28 |
| | Total tax expenses | 88.37 | 198.99 | 863.79 | 484.53 | 2,438.75 | 3,202.29 |
| 7 | Profit for the period / year (5-6) | 34.91 | 482.09 | 2,933.33 | 969.66 | 7,940.46 | 10,962.47 |
| 8 | Other comprehensive income (OCI) / (expenses) | | | | | | |
| | Items that will be reclassified to profit or loss | | | | | | |
| | Exchange difference on translation of foreign operations | 27.95 | (9.60) | (0.19) | (31.71) | (4.21) | 38.70 |
| | Items that will not be reclassified to profit or loss | | | | | | |
| | Remeasurement of net defined benefit obligations (net of taxes) | (95.07) | 44.97 | 11.65 | (51.83) | 8.52 | 2.22 |
| | Total other comprehensive income / (expenses) for the period / year | (67.12) | 35.37 | 11.46 | (83.54) | 4.31 | 40.92 |
| 9 | Total Comprehensive Income for the Period / Year (7+8) | (32.21) | 517.46 | 2,944.79 | 886.12 | 7,944.77 | 10,993.39 |
| 10 | Paid up equity share capital (face value ₹ 1/- each) | 10,595.00 | 10,595.00 | 10,594.06 | 10,595.00 | 10,594.06 | 10,595.00 |
| 11 | Reserves excluding revaluation reserves as per balance sheet of previous accounting year | | | | | | 2,64,176.89 |
| 12 | Earnings per Share (EPS) in ₹ (not annualised) | | | | | | |
| | (a) Basic | 0.00 | 0.05 | 0.28 | 0.09 | 0.75 | 1.03 |
| | (b) Diluted | 0.00 | 0.05 | 0.28 | 0.09 | 0.75 | 1.03 |



Vakrangee Limited

Notes to the un-audited consolidated financial results for the quarter and nine months ended December 31, 2022:

- 1 The above un-audited consolidated financial results for the quarter and nine months ended December 31, 2022 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 3, 2023. The statutory auditors of the Company have reviewed the above consolidated financial results for the quarter and nine months ended December 31, 2022.
- 2 These results have been prepared on the basis of un-audited consolidated financial statements, which are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 3 The un-audited consolidated financial results include the financial results of the Company and its four wholly owned subsidiaries Vakrangee Finserve Limited, VL E-governance & IT Solutions Limited, Vakrangee Digital Ventures Limited and Vakrangee e-Solutions Inc. (together referred to as 'Group').
- 4 During the quarter ended December 31, 2022, the Company has granted 49,600 new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 5 The Company's activities predominantly comprise providing various services through Vakrangee Kendra. Considering the nature of the Company's business and operations, there is only one reportable operating segment i.e. Vakrangee Kendra.
- 6 The Board of Directors at their meeting held on October 10, 2021, considered and approved to restructure the business by way of a Scheme of Arrangement for Demerger ("Scheme") whereby the E-Governance & IT/ITES Business (Demerged Undertaking) of Vakrangee Limited ("Demerged Company") will be demerged into the VL E-Governance & IT Solutions Limited (formerly known as Vakrangee Logistics Private Limited) ("Resulting Company") as a going concern basis. Pursuant to the Regulation 37 of the LODR the Company has obtained No Objection Letter from the BSE and NSE vide their letter dated 11th March, 2022 and subsequently, an application was made to the National Company Law Tribunal (NCLT) for further directions.

The Hon'ble NCLT, by way of its order dated January 20, 2023 has inter alia directed the Company to convene a meeting of its equity shareholders on March 3, 2023 at 11.00 a.m & unsecured creditors on March 3, 2023 at 02.00 p.m., to approve the arrangement embodied in the Scheme.

- 7 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.
- 8 The above results of the Company are available on the Company's website www.vakrangee.in and also on www.bseindia.com and www.nseindia.com.

Place : Mumbai
Date : February 3, 2023



For and on behalf of the Board of Directors


Dinesh Nandwana
Managing Director & Group CEO
DIN : 00062532





S K PATODIA & ASSOCIATES CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Unaudited Consolidated Financial Results of Vakrangee Limited for the Quarter and Nine Months Ended December 31, 2022 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

TO THE BOARD OF DIRECTORS OF VAKRANGEE LIMITED

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Vakrangee Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2022 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("the Regulation").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ("Ind-AS") and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of the Parent Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the SEBI under Regulation 33 (8) of the Regulations to the extent applicable.
4. The Statement includes the results of the following wholly owned subsidiaries,
 - Vakrangee Finserve Limited
 - VL E-Governance & IT Solutions Limited (formerly known as Vakrangee Logistics Private Limited)
 - Vakrangee Digital Ventures Limited
 - Vakrangee E-Solutions Inc. (Philippines)
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, 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.
6. We did not review the interim financial results and financial information of one subsidiary included in the consolidated unaudited financial results, whose interim financial results / financial information reflects total revenues of ₹ 861.64 lakhs and ₹ 2,860.61 lakhs, total net profit/(loss) after tax of ₹ (20.13) lakhs and ₹ (12.49) lakhs and total comprehensive income of ₹ (20.13) lakhs and ₹ (12.49) lakhs, for the quarter ended December 31, 2022 and for the period from April 1,

Head Office : Sunil Patodia Tower, J B Nagar, Andheri East, Mumbai - 400 099
Tel.: +91 22 6707 9444 | Email : info@skpatodia.in

Offices : New Delhi | Jaipur | Ahmedabad | Kolkata | Bengaluru | Raipur | Hyderabad | Patna | Bhopal | Ranchi | Guwahati



2022 to December 31, 2022, respectively, as considered in the consolidated unaudited financial results. This interim financial results / financial information have been reviewed by the other auditor whose report has 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 this subsidiary is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

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

7. The consolidated unaudited financial results also includes the Group's share of total revenue of ₹ Nil and ₹ Nil, net profit/(loss) after tax of ₹ (15.48) lakhs and ₹ 21.24 lakhs and total comprehensive income of ₹ (15.48) lakhs and ₹ 21.24 lakhs for the quarter ended December 31, 2022 and for the period from April 1, 2022 to December 31, 2022 respectively, in respect of one subsidiary located outside India, as considered in the unaudited consolidated financial results, based on their interim financial statements / financial information / financial results which have not been reviewed by their auditors, which are certified by the Management.

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

8. (a) The consolidated financial results of the Group for the year ended March 31, 2022 were audited by another firm of Chartered Accountants, who issued an unmodified opinion vide their report dated May 13, 2022.

(b) The consolidated financial results of the Group for the quarter and nine months ended December 31, 2021 were reviewed by another firm of Chartered Accountants who vide their reports dated January 22, 2022, expressed an unmodified conclusion on those financial results.

Our conclusion is not qualified in respect of those matters.

For S K Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W



Dhiraj Lalpuria
Partner
Membership Number : 146268
UDIN : 23146268BGVPM6116



Place : Mumbai
Date : February 03, 2023