



TRANSWARRANTY FINANCE LIMITED

TFL/SEC/2022-23/19

29/07/2022

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

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

BSE Scrip Code : 532812

NSE Scrip Code : TFL

Dear Sir,

Sub: Outcome of Board Meeting held today i.e. on 29.07.2022

This is to inform that the Board of Directors of the Company at its meeting held today, i.e. Friday, 29th July, 2022 (which commenced at 2.35 p.m. and concluded at 4.05 p.m.) has inter-alia, considered and approved:

1. The unaudited financial results (standalone and consolidated) of the Company prepared as per the Indian Accounting Standards for the quarter ended 30th June, 2022.

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

2. Raising of funds by offering the 21st Tranche/Series U/2022-23 of secured and/or unsecured redeemable non-convertible debentures including subordinated debt on private placement basis for an amount not exceeding the aggregate amount of Rs. 1 Crore (Rupees One Crore).
3. Raising of funds by way of External Commercial Borrowing (ECB) for an amount not exceeding Rupee equivalent to USD 50 MN, subject to directions issued by Reserve Bank of India, from time to time, within the overall borrowing limit as may be approved by the shareholders.
4. Raising of funds through issue of secured/unsecured redeemable Non-convertible Debentures ("NCDs") including subordinated debt, in one or more series/ tranches upto an aggregate amount of Rs. 100 Crores (Rupees Hundred Cores Only) for a period of one year, commencing from the ensuing Annual General Meeting of the Company, on a private placement basis and on such terms and conditions as the Board may, from time to time, determine and consider proper and beneficial to the Company, within the overall borrowing limits of the Company, subject to the approval of shareholders of the Company.

CIN: L65920MH1994PLC080220

403, Regent Chambers, Nariman Point, Mumbai- 400021 • Tel: 6630 6090 / 2204 7965
Fax: 6630 0999 / 4001 0999 • e-mail : mail@transwarranty.com • website:www.transwarranty.com



TRANSWARRANTY FINANCE LIMITED

Kindly take the same on records.

Yours faithfully,
For Transwarranty Finance Limited

Ramachandran Unnikrishnan
Director & CFO

Encl: As above

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Independent Auditor's Review Report on quarterly Unaudited Standalone Financial Results of Transwarranty Finance Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors

Transwarranty Finance Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Transwarranty Finance Limited** ("the Company") for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with relevant circulars issued by SEBI from time to time.
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" as prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report 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. This standard requires that we plan 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 company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and 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 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.

5. We draw attention to Note 5 to the Statement with regard to the assessment of the management that there is no significant impact of COVID-19 pandemic on the operations and financial position of the Company.

Our report on the Statement is not modified in respect of this matter.

For S S Khan & Co

Chartered Accountants

ICAI Firm Registration No.133324W



Sarfaraz Khan

Proprietor

Membership No.: 144212

UDIN: 22144212ANVFOV1082

Place: Mumbai

Date: July 29, 2022

Independent Auditor's Review Report on quarterly Unaudited Consolidated Financial Results of Transwarranty Finance Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To The Board of Directors

Transwarranty Finance Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Transwarranty Finance Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended June 30, 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, read with relevant circulars issued by SEBI from time to time.
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" as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report 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. This standard requires that we plan 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 provide 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
 - (a) Vertex Securities Limited
 - (b) Vertex Commodities and Finpro Private Limited



(c) Transwarranty Capital Market Services Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, 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 statements results of two subsidiaries included in the unaudited consolidated financial results, whose interim financial results reflect total revenues of Rs. 13.43 lakhs, total net profit after tax of Rs. 1.35 lakhs and total comprehensive income of Rs. 1.35 lakhs for the quarter ended June 30, 2022 as considered in the unaudited consolidated financial results. These interim financial results have not been reviewed by other auditors and the unaudited financial statements have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the unaudited financial statements furnished to us by the Management and the procedures performed by us as stated in paragraph 3 above.

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

For S S Khan & Co

Chartered Accountants

ICAI Firm Registration No.133324W



Sarfaraz Khan

Proprietor

Membership No.: 144212

UDIN: 22144212ANVIDV2777

Place: Mumbai

Date: July 29, 2022



TRANSWARRANTY FINANCE LIMITED								
CIN: L65920MH1994PLC080220								
Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai- 400021								
Tel. No:40010900, Fax No: 40010999, Email: companysecretary@transwarranty.com, Web Site: www.transwarranty.com								
STATEMENT OF STANDALONE / CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2022								
(Rs. In Lakhs)								
PARTICULARS	STANDALONE				CONSOLIDATED			
	3 Months Ended		Year Ended		3 Months Ended		Year Ended	
	30/06/2022	31/03/2022	30/06/2021	31/03/2022	30/06/2022	31/03/2022	30/06/2021	31/03/2022
	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
INCOME								
Revenue From Operations:-								
Interest Income	76.94	52.64	47.13	173.97	76.93	129.41	47.13	250.74
Fees and Commission Income	24.20	31.34	24.81	106.62	185.50	209.02	209.36	836.62
Sale of Stock		391.18	0.31	391.49	-	391.18	0.31	391.49
Total Revenue from Operations	101.14	475.16	72.25	672.08	262.43	729.61	256.80	1,478.84
Other Income	0.92	39.77	2.44	50.07	64.04	21.95	51.96	177.66
Total Income	102.06	514.93	74.69	722.15	326.47	751.56	308.76	1,656.50
EXPENSES								
Finance Costs	126.41	101.46	95.69	381.14	153.97	131.59	116.79	471.95
Purchase of Shares held in Stock in Trade	-	391.43	0.31	391.73	-	391.43	0.31	391.73
Employee Benefits Expenses	31.11	29.22	27.57	110.42	103.46	99.52	101.55	393.96
Depreciation and Amortisation Expenses	5.35	5.03	5.32	21.11	12.14	14.03	14.76	57.48
Other Expenses	61.46	3.32	13.82	53.65	172.44	126.14	136.24	556.23
Total Expenses	224.33	530.46	142.71	958.05	442.01	762.70	369.65	1,871.35
Profit / (Loss) Before Exceptional and Extra ordinary items and Tax	(122.27)	(15.53)	(68.02)	(235.90)	(115.54)	(11.14)	(60.89)	(214.85)
Exceptional Items	-	-	-	-	-	-	-	-
Reversal of Excess Provision	-	-	-	-	-	-	-	-
Profit / (Loss) Before Extra ordinary items and Tax	(122.27)	(15.53)	(68.02)	(235.90)	(115.54)	(11.14)	(60.89)	(214.85)
Extraordinary Items	-	-	-	-	-	-	-	-
Profit / (Loss) Before Tax	(122.27)	(15.53)	(68.02)	(235.90)	(115.54)	(11.14)	(60.89)	(214.85)
Current Tax	-	-	-	-	-	-	-	-
Deferred Tax	-	-	(0.02)	-	-	-	(0.02)	-
Profit / (Loss) from Continuing Operations After Tax	(122.27)	(15.53)	(68.00)	(235.90)	(115.54)	(11.14)	(60.87)	(214.85)
Profit from Discontinuing Operations	-	-	-	-	-	-	-	-
Tax Expense of Discontinuing Operations	-	-	-	-	-	-	-	-
Profit from Discontinuing Operations After Tax	-	-	-	-	-	-	-	-
Profit / (Loss) For the Period	(122.27)	(15.53)	(68.00)	(235.90)	(115.54)	(11.14)	(60.87)	(214.85)
Other Comprehensive Income:-								
<i>Items that will not be reclassified to profit or Loss -</i>								
- Remeasurement of the net defined benefit obligation gain / (loss)	-	2.01	-	2.01	-	1.21	-	1.21
- Fair valuation on Equity instrument	-	-	-	-	-	0.23	-	0.23
- Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-
Total -A	-	2.01	-	2.01	-	1.44	-	1.44
<i>Items that will be reclassified to profit or Loss -</i>								
- Remeasurement of the net defined benefit obligation gain / (loss)	-	-	-	-	-	-	-	-
- Fair valuation on Equity instrument	-	0.61	-	0.61	-	0.61	-	0.61
Total - B	-	0.61	-	0.61	-	0.61	-	0.61
Total - A + B	-	2.62	-	2.62	-	2.05	-	2.05
Total Comprehensive Income for the period	(122.27)	(12.91)	(68.00)	(233.28)	(115.54)	(9.09)	(60.87)	(212.80)
<i>Paid -up equity share capital (Rs. 10 each)</i>				2,446.06				2,446.06
Basic Earning Per Share of Rs.10/- each (In Rupees)	(0.50)	(0.05)	(0.28)	(0.95)	(0.49)	(0.04)	(0.26)	(0.87)
Diluted Earning Per Share of Rs.10/- each (In Rupees)	(0.50)	(0.05)	(0.28)	(0.95)	(0.49)	(0.04)	(0.26)	(0.87)

1. The above unaudited financial results were reviewed by the members of the Audit Committee and were approved and taken on record by the Board of Directors at their meeting held on 29th July, 2022.
2. The Statutory auditors have carried out a Limited Review of the financials results as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. The Company is primarily engaged in a single segment viz. Financial Services and related activities and therefore the segment reporting is not applicable.
4. In line with the requirements of regulation 47(2) of the listing Regulations, 2015, the results for the quarter ended June 30, 2022 are available on the website of BSE Limited (URL: www.bseindia.com/corporates), the National StockExchange of India Limited (URL: www.nseindia.com/corporates) and on the company's website www.transwarranty.com.
5. Covid-19 outbreak was declared as a global pandemic by World Health Organisation (WHO) on 11 March 2020. Indian authorities have followed an approach of complete lockdown since 24 March 2020 starting with three-week complete lockdown, during which only defined essential services were operating with limited capacity. The lockdown kept on getting extended with gradual and modest relaxations. Financial service has been declared as an essential service and accordingly, the Company has been in operation consistently with minimal permitted staff. Accordingly as of 30 June 2022, based on the facts and circumstances existing as of that date, the Company does not anticipate any material uncertainties which affects its liquidity position and also ability to continue as a going concern. However, the impact assessment of Covid-19 is a continuing process given the uncertainties associated with its nature and duration.
6. The company is in the process of raising additional equity capital including Rights/Preferential issue etc. for financing the growth opportunities in the online lending platforms and has accordingly increased its authorised share capital by INR 2000.00 lakhs during the quarter ended June 30, 2022.
7. Investment in preference shares of its subsidiary were redeemed and a loss of INR 22.76 lakhs has been incurred during the quarter ended June 30, 2022.
8. Figures have been regrouped and rearranged wherever necessary.

For Transwarranty Finance Limited

Place : Mumbai
Date : 29.07.2022

U. Ramachandran
Director/CFO
DIN No. 00493707