



Ref. No. CS/S/L-530/2021-22

8th November, 2021

To: The Listing Department NATIONAL STOCK EXCHANGE OF INDIA LIMITED "Exchange Plaza" Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Scrip Code: VMART Fax: 022-26598120 Email: cmlist@nse.co.in	To: The Corporate Relationship Department THE BSE LTD Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 534976 Fax: 022-22723121 Email: corp.relations@bseindia.com
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Sub: Outcome of the Meeting of the Board of Directors of the Company held on 8th November, 2021

Dear Sir/Madam,

The Board of Directors at their meeting held today i.e. 8th November, 2021 have, *inter alia*, approved the following:

- The unaudited financial results of the Company along with the limited review report issued by the Statutory Auditors for the second quarter and half year ended on 30th September, 2021 pursuant to Regulations 30 & 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Appointment of Mr. Aakash Moondhra as the Chairman of the Board of Directors of the Company, pursuant to Regulation 17(1B) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.e.f. closure of this Board Meeting. However, Mr. Lalit Agarwal shall continue to remain the Managing Director of the Company.
- Amendment to the Code of Conduct to Regulate, Monitor & Report Trading by Insiders pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading Regulations, 2015 ('PIT Regulations')) and various circulars issued by the Securities and Exchange Board of India (SEBI) in this regard.

The amended code will be made available on the website of the Company i.e. www.vmart.co.in.

The Board meeting commenced at 1:00 P.M. and concluded at 4:35 P.M.

We request you to kindly take the above information on record.

Thanking you,

**Yours Truly,
For V-Mart Retail Limited**

**Megha Tandon
Company Secretary & Compliance Officer**

Encl: As above

V-MART RETAIL LTD.

CIN- L51909DL2002PLC163727

Corporate Office : Plot No. 862, Udyog Vihar, Industrial Area Phase V, Gurgaon - 122 016 (Haryana)
Tel. : 0124-4640030, Fax No. : 0124-4640046 Email : info@vmart.co.in Website : www.vmart.co.in
Registered Office : 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi - 110092


Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
V-Mart Retail Limited**

1. We have reviewed the accompanying statement of unaudited financial results of V-Mart Retail Limited (the "Company") for the quarter ended September 30, 2021 and year to date from April 01, 2021 to September 30, 2021 (the "Statement") attached herewith, 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 "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above and based on the consideration of the review, 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 ("Ind AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has 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.

5. Emphasis of Matter Paragraph

We draw attention to note no. 7 to the financial results, which describes the uncertainties and impact of COVID-19 pandemic on the Company's operations and results as assessed by the management. Our conclusion is not modified in respect of this matter.

For S.R. BATLIBOI & Co. LLP
Chartered Accountants
ICAI Firm registration number: 301003E/E300005


per Vikas Mehra
Partner
Membership No.: 094421
UDIN: 21094421AAAAFG5636



Place: New Delhi
Date: November 08, 2021

V-Mart Retail Limited

Regd. Office : 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi - 110092

Statement of un-audited financial results for the quarter and six months ended September 30, 2021

Particulars	(Amount in Rs. lakhs)					
	Quarter ended			Six months ended		Year ended
	September 30, 2021 (Unaudited)	June 30, 2021 (Unaudited)	September 30, 2020 (Unaudited)	September 30, 2021 (Unaudited)	September 30, 2020 (Unaudited)	March 31, 2021 (Audited)
Income:						
I. Revenue from operations	33,797.36	17,741.03	17,550.59	51,538.39	25,356.80	107,546.06
II. Other income	406.54	450.57	1,501.45	857.11	1,640.87	2,103.98
III. Total Income (I + II)	34,203.90	18,191.60	19,052.04	52,395.50	26,997.67	109,650.04
IV. Expenses:						
Purchase of stock-in-trade	42,928.41	5,916.95	6,078.56	48,845.36	6,571.20	67,395.47
Changes in inventories of stock-in-trade	(19,505.70)	6,322.83	6,423.89	(13,182.87)	11,332.80	4,961.50
Employee benefits expense	4,160.35	3,343.07	3,001.52	7,503.42	4,888.92	11,688.09
Finance costs	1,692.16	1,558.64	1,467.05	3,250.80	2,928.20	5,894.53
Depreciation and amortization expense	2,724.53	2,547.33	2,573.83	5,271.86	5,203.95	10,297.14
Other expenses	4,149.35	2,354.12	2,080.75	6,503.47	3,182.15	10,379.79
Total expenses (IV)	36,149.10	22,042.94	21,625.60	58,192.04	34,107.22	110,616.52
V. (Loss) before tax (III- IV)	(1,945.20)	(3,851.34)	(2,573.56)	(5,796.54)	(7,109.55)	(966.48)
VI. Tax expense:						
- Current tax	-	-	-	-	-	569.42
- Deferred tax (credit)	(530.72)	(979.92)	(677.17)	(1,510.64)	(1,849.44)	(915.60)
Total tax expense (VI)	(530.72)	(979.92)	(677.17)	(1,510.64)	(1,849.44)	(346.18)
VII. (Loss) for the period (V - VI)	(1,414.48)	(2,871.42)	(1,896.39)	(4,285.90)	(5,260.11)	(620.30)
VIII. Other comprehensive (loss) /income						
Items that will not be reclassified to statement of profit or loss						
(i) Remeasurement of net defined benefit obligations	(94.96)	(10.27)	(6.47)	(105.23)	(13.22)	(41.07)
(ii) Income tax on above	23.90	2.58	1.63	26.48	3.33	10.34
Total other comprehensive (loss)	(71.06)	(7.69)	(4.84)	(78.75)	(9.89)	(30.73)
IX. Total comprehensive (loss) for the period (VII + VIII)	(1,485.54)	(2,879.11)	(1,901.23)	(4,364.65)	(5,270.00)	(651.03)
X. Paid - up equity share capital (face value of Rs.10 each)	1,973.28	1,971.11	1,817.36	1,973.28	1,817.36	1,970.61
XI. (Loss) per share (Nominal value of Rs.10 each) - Not Annualised						
(a) Basic (Rs.)	(7.05)	(14.57)	(10.44)	(21.62)	(28.96)	(3.37)
(b) Diluted (Rs.)	(7.05)	(14.57)	(10.44)	(21.62)	(28.96)	(3.37)



S.R. Batliboi & Co. LLP, New Delhi

for Identification

V-Mart Retail Limited
 Regd. Office : 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi – 110092
 Notes to un-audited financials results for the quarter and six months ended September 30, 2021

1 Statement of un-audited Assets and Liabilities:

Particulars	(Amount in Rs. lakhs)	
	As at September 30, 2021 Unaudited)	As at March 31, 2021 (Audited)
I ASSETS		
Non-current assets		
Property, plant and equipment	25,930.12	17,578.55
Right-of-use assets	65,472.93	51,799.87
Capital work-in-progress	601.23	219.04
Intangible assets	340.79	275.74
Financial assets		
Investments	395.11	361.95
Other financial assets	4,293.00	1,426.40
Deferred tax assets (net)	4,064.29	2,527.17
Other non-current assets	570.09	272.59
	101,667.56	74,461.31
Current assets		
Inventories	56,013.61	42,830.74
Financial assets		
Investments	6,413.83	31,536.41
Loans	28.44	6.69
Cash and cash equivalents	1,573.40	2,379.95
Other financial assets	7,275.78	7,096.46
Other bank balances	282.47	367.29
Other current assets	5,708.47	3,975.23
	77,296.00	88,192.77
Total Assets	178,963.56	162,654.08
II EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	1,973.28	1,970.61
Other equity	77,028.68	80,552.06
	79,001.96	82,522.67
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Lease liability	66,941.85	53,078.46
Employee benefit obligations	930.37	734.27
	67,872.22	53,812.73
Current liabilities		
Financial liabilities		
Borrowings	0.18	-
Lease liability	4,488.11	3,701.90
Trade payables		
a) total outstanding dues of micro enterprises and small enterprises	4,651.65	5,588.69
b) total outstanding dues of creditors other than micro enterprises and small enterprises	17,275.51	13,579.51
Other financial liabilities	3,714.34	1,020.25
Employee benefit obligations	368.44	320.66
Liabilities for current tax (net)	740.29	1,211.78
Other current liabilities	850.86	895.89
	32,089.38	26,318.68
Total Equity and Liabilities	178,963.56	162,654.08

S.R. Batliboi & Co. LLP, New Delhi
 for Identification



2 Cash flow statement for the six months period ended September 30, 2021

	(Amount in Rs. lakhs)	
	For the six month ended September 30, 2021	For the six month ended September 30, 2020
	Un-audited	Un-audited
A. Operating activities		
Profit before Income tax	(5,796.54)	(7,109.55)
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortization expense	5,271.86	5,203.95
Finance costs	3,250.80	2,928.20
Loss on sale / write-off of property, plant and equipment/ Capital work-in-progress	50.83	38.90
Provision against doubtful advances	21.98	108.77
Balances written off	0.80	5.05
Employee stock option expense	399.05	41.69
Interest income	(314.79)	(65.94)
Profit on sale of investments (net)	(388.65)	(1.64)
Rent Concession on lease rentals	(1,010.52)	(1,933.59)
Income on investment designated at FVTPL	(95.66)	(21.86)
Liabilities written back	(29.82)	(10.43)
Operating profit before working capital changes	1,359.34	(816.45)
Changes in working capital :		
(Increase) in financial assets	(2,879.64)	(53.44)
(Increase) / decrease in other assets	(1,756.47)	308.84
(Increase) / decrease in inventories	(13,182.87)	11,332.80
Increase / (decrease) in trade payables	2,788.78	(10,920.61)
Increase / (decrease) in other financial liabilities	1,381.41	(535.12)
Increase / (decrease) in other liabilities	42.14	(156.26)
Increase in provisions	138.65	119.27
Cash flow from operations	(12,108.66)	(720.97)
Taxes paid (net of refunds)	(497.82)	(1.14)
Net cash (used in) operating activities (A)	(12,606.48)	(722.11)
B. Investing activities		
Purchase of property, plant and equipment, including intangible assets, capital work in progress and capital advances	(9,712.69)	(1,022.32)
Proceeds from sale of property, plant and equipment	8.57	17.00
Purchase of investments	(35,490.34)	(2,050.00)
Proceeds from sale of investments	61,138.06	2,466.91
Interest received	32.41	6.91
Movement in fixed deposits (including earmarked balances with bank net of liabilities)	(4.70)	(14.29)
Net cash flow from / (used in) investing activities (B)	15,971.31	(595.79)
C. Financing activities		
Proceeds from issue of equity shares including securities premium (net of share issue expenses)	444.88	85.08
Repayment of long term borrowings	-	(2.60)
Repayment of short term borrowings	-	4,642.64
Lease payments (net of lease concession)	(1,385.99)	(631.83)
Finance charges paid	(3,250.80)	(2,928.34)
Net cash (used in) / flow from financing activities (C)	(4,191.91)	1,164.95
D. Net (decrease) in cash and cash equivalents (A+B+C)	(827.08)	(152.95)
E. Cash and cash equivalents at the beginning of the year	2,220.47	480.83
F. Cash and cash equivalents at the end of the year (D+E)	1,393.39	327.88

Notes:

- For the purpose of cash and cash equivalent bank overdraft and other receivables are reduced from cash and Bank balances.
- The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

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Notes to un-audited financials results for the quarter and six months ended September 30, 2021

- 3 These financials results have been prepared in accordance with Indian Accounting Standard (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and relevant amendments thereafter.
- 4 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on November 08, 2021. The statutory auditors of the Company have conducted "Limited Review" of these financial results pursuant to regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
- 5 In line with the provision of Ind AS 108 - operating segments, the Company is engaged in retail trade through chain of stores, which constitute single reportable business segment. The Company is operating only in India and there is no other significant geographical segment.
- 6 During the quarter, as per the Employee Stock Option Scheme 2012 ("Scheme") and Employee Stock Option Scheme 2020 ("Scheme")
 - a) The Company has allotted 21,673 equity shares of face value of Rs. 10 each to the eligible employees of the Company on account of exercise of vested stock options; and
 - b) An amount of Rs. 194.79 lakhs (net) has been recorded as employee benefit expense for the quarter, as the proportionate cost of employee Stock option granted.
- 7 Consequent to uncertainties caused by COVID-19 pandemic, the Company has prepared a cash flow projections for next 12 months and also assessed recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, right of use assets, investments, inventories and other financial and non-financial assets. It also factored assumptions used in impairment testing of property, plant and equipment using various internal and external information up to the date of approval of these un-audited financial results.

Further, the Company has re-assessed valuation and recoverability of inventory. In its assessment the management has considered projected sales, purchase, discounts, promotion schemes, other logistic costs, etc. It has carried out sensitivity analysis and based on the same it is of the view that provision for markdown and shrink is sufficient and appropriate to cover any loss that may arise due to various uncertainties involved.

On the basis of this evaluation and current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets and does not anticipate any impairment to these financial and non-financial assets. The situation may though change giving rise to inherent uncertainty. The Company will continue to closely monitor any material changes required, if any, due to future economic conditions.
- 8 The Company has elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated July 24, 2020 and June 18, 2021 on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. Accordingly, it has accounted Rs.833.94 lakhs and Rs. 1,010.52 lakhs which is netted from rent expenses for the quarter and six months period ended September 30, 2021, respectively (Rs.1,674 lakhs and Rs.1,933.59 lakhs which is netted from rent expenses for the quarter and six months period ended September 30, 2020, respectively) on account of unconditional rent concessions confirmed in writing by the landlord.
- 9 Pursuant to Asset Transfer Agreement dated July 22, 2021 with Arvind Lifestyle Brands Limited ("ALBL"), a wholly owned subsidiary of Arvind Fashion Limited ("AFL") and subsequent agreements dated September 1, 2021, it has purchased Fixed Assets and Inventory (net of inventory on sale or return basis) of ALBL. In addition to this, the Company has paid against security deposit of 74 retail stores and one warehouse to ALBL. The total value of consideration amounts to Rs. 16,849 lakhs. The transaction was effective from September 1, 2021 and the assets have been accounted in books accordingly.

The Company is in the process of completing the post acquisition procedures in terms of the above agreement such as physical verification, etc. However, as per the terms of the agreement any adjustment post completion of above procedures shall be adjusted against the purchase consideration. The management is confident that it would not have any material impact on the financial results as at September 30, 2021 once such exercise is complete.
- 10 The figures for the corresponding previous period/year have been regrouped/reclassified, wherever necessary including requirements of the amended schedule III to the Companies Act 2013.

For and on behalf of the Board of Directors of
V-Mart Retail Limited


Lalit Agarwal
Managing Director

Place: Dubai

Date: November 08, 2021



S.R. Battiboi & Co. LLP, New Delhi

for Identification