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Corporate Relations Department
BSE Limited,
1st Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001.

The Market Operations Department
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.

Date: 10th February, 2022

Dear Sir /Madam,

Ref: Morarjee Textiles Limited (Company Code: 532621, NSE: MORARJEE)

Sub: Outcome of the Board Meeting held on 10th February, 2022

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held on 10th February, 2022, has *inter-alia* approved the following:

- 1) The Un-Audited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended 31st December, 2021 together with Limited Review Report, as submitted by the Statutory Auditors, pursuant to regulation 33 of the SEBI (LODR) Regulations, 2015. Copy of said Financial Results along with Limited Review Report is enclosed for your record as **Annexure A**.
- 2) The reappointment of Mr. Harshavardhan A. Piramal (DIN: 00044972) based on the recommendations of the Nomination and Remuneration Committee as Whole Time Director designated as the Executive Vice Chairman of the Company for further period of five year w.e.f. 1st April, 2022 subject to approval of Shareholders of the Company.

We would further like to inform you that in compliance with BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular NSE/CML/2018/24 dated June 20, 2018, Mr. Harshavardhan A. Piramal is not debarred from holding the office of Director by virtue of any SEBI order or any other statutory authority.

MORARJEE TEXTILES LTD
Peninsula Corporate Park, Unit-5,
Ground Floor, Peninsula Tower-1,
Wing B, Ganpatrao Kadam Marg,
Lower Parel (W) Mumbai - 400013 India

Tel : 022- 66811600

www.morarjeetextiles.com
CIN: L52322MH1995PLC090643



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Further, the details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 the brief profile is given in **Annexure B** to this letter.

- 3) Re-constitution of Internal Complaints Committee under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Board Meeting commenced at 4.00 p.m. and concluded at 5.13 p.m.

Request you to take the same on record.

Thanking You,

Yours truly,

For **Morarjee Textiles Limited**

Nishthi H Dharmani
Company Secretary



Encl: as above

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Morarjee Textiles Limited

Statement of Unaudited Standalone Financial Results for Quarter and Nine Months Ended 31st December, 2021

(Rs. in lakhs except EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31.12.2021 (Unaudited)	30.09.2021 (Unaudited)	31.12.2020 (Unaudited)	31.12.2021 (Unaudited)	31.12.2020 (Unaudited)	31.03.2021 (Audited)
Income						
1 Revenue from Operations	7,735	5,813	7,380	19,250	12,931	19,389
2 Other Income	7	12	29	112	86	116
3 Total Income (1 + 2)	7,742	5,825	7,409	19,362	13,017	19,505
4 Expenses						
a) Cost of Materials Consumed	3,380	1,966	1,969	7,603	3,516	5,748
b) Changes in Inventories of Finished Goods and Work in Progress	(130)	720	1,211	449	1,848	1,667
c) Dyes and Chemicals	602	414	523	1,356	1,011	1,498
d) Power and Fuel	1,004	842	809	2,723	1,777	2,771
e) Employee Benefits Expense	720	699	658	2,104	1,676	2,397
f) Finance Costs	1,858	1,701	1,535	5,265	3,918	5,455
g) Depreciation and Amortisation Expense	573	577	582	1,723	1,758	2,328
h) Other Expenses	1,717	1,433	1,452	4,581	3,558	5,040
Total Expenses	9,724	8,352	8,739	25,804	19,062	26,904
5 Loss before exceptional items and tax (3 - 4)	(1,982)	(2,527)	(1,330)	(6,442)	(6,045)	(7,399)
6 Exceptional Item	-	-	-	-	-	-
7 Loss before tax (5 + 6)	(1,982)	(2,527)	(1,330)	(6,442)	(6,045)	(7,399)
8 Tax Expense						
- Current Tax	-	-	-	-	-	-
- Deferred Tax	-	-	-	-	(1,248)	(1,236)
9 Loss after Tax (7 - 8)	(1,982)	(2,527)	(1,330)	(6,442)	(4,797)	(6,163)
10 Other Comprehensive Income						
(i) Items that will not be reclassified to profit or loss	(9)	(10)	1	(29)	3	(39)
(ii) Income Tax relating to items that will not be reclassified to profit or loss	-	-	-	-	(1)	11
Total Other Comprehensive Income	(9)	(10)	1	(29)	2	(28)
11 Total Comprehensive Income (9 + 10)	(1,991)	(2,537)	(1,329)	(6,471)	(4,795)	(6,191)
12 Paid-up Equity Capital (Face value of Equity Shares:- Rs.7/- each)	2,543	2,543	2,543	2,543	2,543	2,543
13 Other Equity						(3,037)
14 Basic and Diluted EPS (Rs.) (Not annualised for the quarters)	(5.46)	(6.96)	(3.66)	(17.73)	(13.20)	(16.96)

Notes:

- 1 The above unaudited financial results for the quarter and nine months ended 31st December, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors respectively at their meeting held on 10th February, 2022.

The Statutory auditors of the Company have carried out a limited review of these financial results.

- 2 Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of business the segment/s in which the Company operates. The Company is primarily engaged in the business of Textile Products which the Management and CODM recognise as the sole business segment. Hence, disclosure of segment-wise information is not required and accordingly not provided.

- 3 During the previous year the Company has submitted debt restructuring plan to the consortium of lenders, in terms of RBI Circular dated June 7, 2019. The plan submitted by the Company envisages several reliefs and concessions from the lenders. The Core Committee formed by the lenders consortium has commenced the debt restructuring process and undertaken several steps in this regard and it is so far progressing satisfactorily. The consortium of the bank has approved Inter-Creditor Agreement in the last consortium meeting held on January 06, 2022. The same is presently under signature by assenting lenders.

- 4 The Company has incurred net loss including cash losses during the quarter and nine months ended and as also in the previous year, owing to high finance cost, weak demand coupled with impact on account of current pandemic conditions. The net worth stands eroded completely. There have been continuous delays and defaults in repayment of debt obligations. The loan account of the Company is currently NPA with all lenders and some of the lenders have served notice on the Company, requiring repayment of the loan and the company is in discussions with them to resolve the same. Further, the company has, after obtaining the approval of preference shareholders approached NCLT under section 55 of the Companies Act 2013 for reissuance of preference shares of Rs.10 crs which were due for redemption on 15th November 2019, for a further period of 20 years. The approval of NCLT is awaited.

These events/conditions indicate the existence of uncertainty on the Company's ability to continue as a going concern. However having regard to the debt restructuring plan submitted as explained in Note 3 above and various cost control initiatives taken by the company, gradually improving operations of the company, including sale of inventory, mobilisation of additional funds and other strategic initiatives, the management has a reasonable expectation that the Company would have ability and adequate resources to continue its operational existence for the foreseeable future. Accordingly, the financial results are prepared on a going concern basis.

- 5 The outbreak of COVID-19 pandemic is causing significant disturbance and slowdown of economic activities globally. The nationwide lockdown ordered by the Government of India has resulted in significant reduction in economic activities throughout the country and also impacted the business operations of the Company in terms of production and sales and very low demand and production activity.

In preparing the accompanying financial results, the Company's management has been required to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, equity, income and expenses. These estimates and associated assumptions, especially for assessing any impairment of PPE, Inventory are based on historical experience and various other factors including the possible effects that may result from the pandemic; and are believed to be reasonable under the current circumstances. Considering the assessment, the Company expects to recover the carrying amount of all these assets.

Given the dynamic nature of the pandemic situation, the valuation of Inventory and future profits for adjusting MAT Credit Entitlements as at 31st December, 2021 is subject to evolving uncertainty and may be affected in future by the severity and duration of the outbreak. In the event the impacts are more severe or prolonged than anticipated, this may have a corresponding impact on the carrying value of the Inventory, the financial position and financial performance of the Company. The management would be closely monitoring the situation as it evolves.

- 6 Other Current Assets includes an amount of Rs.3,969 lakhs (P.Y Rs. 3,577 lakhs) as on 31st December, 2021 towards GST input tax credit on account of higher GST on input (specifically on input services) as compared to output. Though Input GST credits are allowed to be carried indefinitely, the utilisation thereof is generally dependent on various factors including volume and value of output in future, rates of tax on output and changes in government policies. In the opinion of the management, in view of the continuing business of the Company, no provision is considered necessary in this regard.
- 7 MAT Credit Entitlement of Rs 3,041 lakhs (P.Y Rs. 3,041 lakhs) is based on future performance and expectation of full utilization of MAT Credit within time frame available as projected by the Management of the Company and based on the outcome of debt restructuring plan submitted to the lenders (refer Note no. 3).
- 8 Corresponding figures of the previous periods have been regrouped wherever necessary.

For Morarjee Textiles Limited

Amresh
Narayan

Amresh Narayan
Director
DIN - 09302625

Nagpur: 10th February, 2022

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HARIBHAKTI & CO. LLP

Chartered Accountants

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

To the Board of Directors
Morarjee Textiles Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Morarjee Textiles Limited** ("the Company") for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 ("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.
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.



Haribhakti & Co. LLP, Chartered Accountants Regn. No. AAC- 3768, a limited liability partnership registered in India (converted on 17th June, 2014 from a firm Haribhakti & Co. FRN: 103523W)
Registered offices: 705, Leela Business Park, Andheri-Kurla Road, Andheri (E), Mumbai - 400 059, India. Tel:+91 22 6672 9999 Fax:+91 22 6672 9777
Other offices: Ahmedabad, Bengaluru, Chennai, Hyderabad, Kolkata, New Delhi.

HARIBHAKTI & CO. LLP

Chartered Accountants

5. Material Uncertainty Related to Going Concern

We draw attention to Note 4 to the Statement, which indicates that the Company has incurred a net loss after tax of Rs. 6,442 Lakhs, including cash losses, during the period from April 01, 2021 to December 31, 2021 and as of that date, the Company has accumulated losses resulting in complete erosion of its net worth. Further, there have been delays and defaults in repayment of debt obligations leading to classification of Company's debt as non-performing by the lenders. These conditions along with other matters as set forth in the said note indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. During the previous year, the Company has submitted a debt restructuring plan with the consortium of lenders which is under consideration of the lenders and certain measures have been put in place. With the successful implementation of debt restructuring plan along with other strategic initiatives, the management has a reasonable expectation that the Company would have ability and adequate resources to continue its operational existence for the foreseeable future and therefore, the Statement has been prepared on going concern basis.

Our report is not modified in respect of this matter.

6. We draw attention to the following matters:

- a. Note 5 to the Statement, which describes the uncertainties and the management's assessment of the financial impact on the Company due to COVID-19 pandemic situation, for which a definitive assessment of the impact is highly dependent upon the circumstances as they evolve in the subsequent period.
- b. Note 6 to the Statement, regarding carry forward of GST input tax credit amounting to Rs 3,969 lakhs as on December 31, 2021 for the reason stated in the said note.
- c. Note 7 to the Statement, regarding MAT Credit Entitlement amounting to Rs 3,041 lakhs as on December 31, 2021 which is based on the judgment of the management that the MAT credit would be fully utilized against future tax liability.

Our report is not modified in respect of these matters.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048



Sumant Sakhardande

Partner

Membership No.: 034828

UDIN: 22034828ABFBRY4035

Place: Mumbai

Date: February 10, 2022



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Morarjee Textiles Limited

Statement of Unaudited Consolidated Financial Results for Quarter and Nine Months Ended 31st December, 2021

(Rs.in lakhs except EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31.12.2021 (Unaudited)	30.09.2021 (Unaudited)	31.12.2020 (Unaudited)	31.12.2021 (Unaudited)	31.12.2020 (Unaudited)	31.03.2021 (Audited)
Income						
1 Revenue from Operations	7,735	5,813	7,380	19,250	12,931	19,389
2 Other Income	7	12	29	112	86	116
3 Total Income (1 + 2)	7,742	5,825	7,409	19,362	13,017	19,505
4 Expenses						
a) Cost of Materials Consumed	3,380	1,966	1,969	7,603	3,516	5,748
b) Changes in Inventories of Finished Goods and Work in Progress	(130)	720	1,211	449	1,848	1,667
c) Dyes and Chemicals	602	414	523	1,356	1,011	1,498
d) Power and Fuel	1,004	842	809	2,723	1,777	2,771
e) Employee Benefits Expense	720	699	658	2,104	1,676	2,397
f) Finance Costs	1,858	1,701	1,535	5,265	3,918	5,455
g) Depreciation and Amortisation Expense	573	577	582	1,723	1,758	2,328
h) Other Expenses	1,717	1,433	1,452	4,581	3,558	5,040
Total Expenses	9,724	8,352	8,739	25,804	19,062	26,904
5 Loss before exceptional items and tax (3 - 4)	(1,982)	(2,527)	(1,330)	(6,442)	(6,045)	(7,399)
6 Exceptional Item	-	-	-	-	-	-
7 Loss before tax (5 + 6)	(1,982)	(2,527)	(1,330)	(6,442)	(6,045)	(7,399)
8 Tax Expense						
- Current Tax	-	-	-	-	-	-
- Deferred Tax	-	-	-	-	(1,248)	(1,236)
9 Loss after Tax (7 - 8)	(1,982)	(2,527)	(1,330)	(6,442)	(4,797)	(6,163)
10 Share in (Loss) of Joint Venture (Refer Note 3)	(1)	-	(1)	(2)	(3)	(4)
11 Loss after Tax (9 - 10)	(1,983)	(2,527)	(1,331)	(6,444)	(4,800)	(6,167)
12 Other Comprehensive Income						
(i) Items that will not be reclassified to profit or loss	(9)	(10)	1	(29)	3	(39)
(ii) Income Tax relating to items that will not be reclassified to profit or loss	-	-	-	-	(1)	11
Total Other Comprehensive Income	(9)	(10)	1	(29)	2	(28)
13 Total Comprehensive Income (11 + 12)	(1,992)	(2,537)	(1,330)	(6,473)	(4,798)	(6,195)
14 Paid-up Equity Capital (Face value of Equity Shares:- Rs.7/- each)	2,543	2,543	2,543	2,543	2,543	2,543
15 Other Equity						(3,050)
16 Basic and Diluted EPS (Rs.) (Not annualised for the quarters)	(5.46)	(6.96)	(3.66)	(17.74)	(13.21)	(16.97)

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Notes:

- 1 The above unaudited financial results for the quarter and nine months ended 31st December, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors respectively at their meeting held on 10th February, 2022.

The Statutory auditors of the Company have carried out a limited review of these financial results.

- 2 Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of business the segment/s in which the Company operates. The Company is primarily engaged in the business of Textile Products which the Management and CODM recognise as the sole business segment. Hence, disclosure of segment-wise information is not required and accordingly not provided.

- 3 The consolidated financial results include financial results of one Joint Venture companies i.e. Morarjee Castiglioni (India) Private Limited.

- 4 During the previous year the Company has submitted debt restructuring plan to the consortium of lenders, in terms of RBI Circular dated June 7, 2019. The plan submitted by the Company envisages several reliefs and concessions from the lenders. The Core Committee formed by the lenders consortium has commenced the debt restructuring process and undertaken several steps in this regard and it is so far progressing satisfactorily. The consortium of the bank has approved Inter-Creditor Agreement in the last consortium meeting held on January 06, 2022. The same is presently under signature by assenting lenders.

- 5 The Company has incurred net loss including cash losses during the quarter and nine months ended and as also in the previous year, owing to high finance cost, weak demand coupled with impact on account of current pandemic conditions. The net worth stands eroded completely. There have been continuous delays and defaults in repayment of debt obligations. The loan account of the Company is currently NPA with all lenders and some of the lenders have served notice on the Company, requiring repayment of the loan and the company is in discussions with them to resolve the same. Further, the company has, after obtaining the approval of preference shareholders approached NCLT under section 55 of the Companies Act 2013 for reissuance of preference shares of Rs.10 crs which were due for redemption on 15th November 2019, for a further period of 20 years. The approval of NCLT is awaited.

These events/conditions indicate the existence of uncertainty on the Company's ability to continue as a going concern. However having regard to the debt restructuring plan submitted as explained in Note 4 above and various cost control initiatives taken by the company, gradually improving operations of the company, including sale of inventory, mobilisation of additional funds and other strategic initiatives, the management has a reasonable expectation that the Company would have ability and adequate resources to continue its operational existence for the foreseeable future. Accordingly, the financial results are prepared on a going concern basis.

- 6 The outbreak of COVID-19 pandemic is causing significant disturbance and slowdown of economic activities globally. The nationwide lockdown ordered by the Government of India has resulted in significant reduction in economic activities throughout the country and also impacted the business operations of the Company in terms of production and sales and very low demand and production activity.

In preparing the accompanying financial results, the Company's management has been required to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, equity, income and expenses. These estimates and associated assumptions, especially for assessing any impairment of PPE, inventory are based on historical experience and various other factors including the possible effects that may result from the pandemic; and are believed to be reasonable under the current circumstances. Considering the assessment, the Company expects to recover the carrying amount of all these assets.

Given the dynamic nature of the pandemic situation, the valuation of Inventory and future profits for adjusting MAT Credit Entitlements as at 31st December, 2021 is subject to evolving uncertainty and may be affected in future by the severity and duration of the outbreak. In the event the impacts are more severe or prolonged than anticipated, this may have a corresponding impact on the carrying value of the Inventory, the financial position and financial performance of the Company. The management would be closely monitoring the situation as it evolves.

- 7 Other Current Assets includes an amount of Rs.3,969 lakhs (P.Y Rs. 3,577 lakhs) as on 31st December, 2021 towards GST input tax credit on account of higher GST on input (specifically on input services) as compared to output. Though Input GST credits are allowed to be carried indefinitely, the utilisation thereof is generally dependent on various factors including volume and value of output in future, rates of tax on output and changes in government policies.

In the opinion of the management, in view of the continuing business of the Company, no provision is considered necessary in this regard.

- 8 MAT Credit Entitlement of Rs 3,041 lakhs (P.Y Rs. 3,041 lakhs) is based on future performance and expectation of full utilization of MAT Credit within time frame available as projected by the Management of the Company and based on the outcome of debt restructuring plan submitted to the lenders (refer Note no. 4).

- 9 Corresponding figures of the previous periods have been regrouped wherever necessary.

For Morarjee Textiles Limited

Amresh
Narayan

Amresh Narayan
Director
DIN - 09302625

Nagpur: 10th February, 2022



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

To The Board of Directors
Morarjee Textiles Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Morarjee Textiles Limited** ("the Holding Company") and its share of the net loss after tax and total comprehensive income of its joint ventures for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 ("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.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company'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.



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4. The Statement includes the results of the following entities:

Sr. No.	Name of the Entity	Relationship
1	Morarjee Textiles Limited	Holding Company
2	Morarjee Castiglioni (India) Private Limited	Joint Venture

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. **Material Uncertainty Related to Going Concern**

We draw attention to Note 5 to the Statement, which indicates that the Holding Company has incurred a net loss after tax of Rs 6,442 Lakhs, including cash losses, during the period from April 01, 2021 to December 31, 2021 and as of that date, the Holding Company has accumulated losses resulting in complete erosion of its net worth. Further, there have been delays and defaults in repayment of debt obligations leading to classification of Holding Company's debt as non-performing by the lenders. These conditions along with other matters as set forth in the said note indicate that a material uncertainty exists that may cast significant doubt on the Holding Company's ability to continue as a going concern. During the previous year, the Holding Company has submitted a debt restructuring plan with the consortium of lenders which is under consideration of the lenders and certain measures have been put in place. With the successful implementation of debt restructuring plan along with other strategic initiatives, the management has a reasonable expectation that the Holding Company would have ability and adequate resources to continue its operational existence for the foreseeable future and therefore, the Statement has been prepared on going concern basis.

Our report is not modified in respect of this matter.

7. We draw attention to the following matters:

a. Note 6 to the Statement, which describes the uncertainties and the management's assessment of the financial impact on the Holding Company due to COVID-19 pandemic situation, for which a definitive assessment of the impact is highly dependent upon the circumstances as they evolve in the subsequent period.



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HARIBHAKTI & CO. LLP

Chartered Accountants

- b. Note 7 to the Statement, regarding carry forward of GST input tax credit amounting to Rs 3,969 lakhs as on December 31, 2021 for the reason stated in the said note.
- c. Note 8 to the Statement, regarding MAT Credit Entitlement amounting to Rs 3,041 lakhs as on December 31, 2021 which is based on the judgment of the management that the MAT credit would be fully utilized against future tax liability.
8. The unaudited consolidated financial results includes the Holding Company's share of net loss after tax of Rs.0.76 lakhs and Rs. 1.76 lakhs and total comprehensive loss of Rs. 0.76 lakhs and Rs. 1.76 lakhs for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021, as considered in the unaudited consolidated financial results, in respect of one joint venture, based on its interim financial results which has not been reviewed/audited by its auditor. According to the information and explanations given to us by the Management, these interim financial results are not material to the Holding Company and its joint venture.

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

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048


Sumant Sakhardande

Partner

Membership No.: 034828

UDIN: 22034828ABFCOS7883



Place: Mumbai

Date: February 10, 2022



ASHOK
PIRAMAL
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12/12

Annexure -B

Details of re-appointment of Mr. Harshvardhan A. Piramal as the Executive Vice Chairman

Sr. No.	Particulars	Details
1	Name of Director	Mr. Harshvardhan A. Piramal
2	Reason for change viz. appointment	Re-appointment with effect from 1 st April, 2022
3	Date of appointment	1 st April, 2022
4	Term of appointment	Re-appointment for a period of 5 (five) years with effect from 1 st April, 2022
5	Brief Profile	Mr. Harshvardhan A. Piramal began his career as an analyst at venture capital firm, Indocean Chase Capital Partners (subsequently part of JP Morgan Chase). After completing his MBA, he found Thundercloud Technologies (India) Private Limited, an IT Company in May 2000. In August 2001, he was appointed COO - Allied Pharma Businesses at Nicholas Piramal India Limited (now Piramal Enterprises Limited), where he was responsible for the turnaround and robust growth of all divisions under his leadership. He was in this position till April 2004, when he took up his current position. He holds a Bachelor of Science (Physics) degree from Kings College London and a MBA (specializing in Finance and Strategy) from the London Business School. He is closely involved in rural livelihood enhancement and tiger conservation
6	Disclosure of relationship between Directors	Except Ms. Urvi A. Piramal - Chairperson of the Company none of the Directors and Key Managerial Personnel are related to Mr. Harshvardhan A. Piramal

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