

Escorts Finance Limited

Office : 15/5, Mathura Road, Faridabad - 121003 (HR)

Phone : 0129-2250222, 2564222 E-mail : escortsfinance@escorts.co.in

July 27, 2022

Website : www.escortsfinance.com

CIN : L65910CH1987PLC033652

BSE Limited

Phiroze Jeejeebhoy

Towers,

Dalal Street,

Mumbai – 400 051

BSE – 511716

Subject: Outcome of the Board Meeting of Escorts Finance Limited pursuant to Regulation 30 & Unaudited Financial Results pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the Board in its meeting held today i.e. July 27, 2022 has:

1. Approved the Unaudited Financial Results of the Company for the quarter ended June 30, 2022. Copy of Unaudited Financial Results for the quarter ended June 30, 2022 along with Limited Review Report is attached herewith.
2. Approved the change of object clause of Escorts Finance Limited and consequent name change, in terms of following directions received from Reserve Bank of India (RBI) :
 - (a) To change of name of Company so as to not reflect that it is carrying out any financial business;
 - (b) To change the Memorandum of Association (MOA) of the Company by removing the object clauses related to financial business (specifically deposit-taking clause, if any).
3. Approved the allotment, in terms of NCLT Order dated May 13, 2022, of 95,00,000 – 1% Cumulative Redeemable preference Shares (CRPS) to Escorts Kubota Limited (formerly Escorts Limited) at par value for consideration other than cash i.e. in lieu of redemption of 95,00,000 – 10% CRPS (due for redemption since 30th March, 2019) . The information in connection with the same, pursuant to the disclosures as required under Regulation 30 of the SEBI Listing Regulations read with the Securities and Exchange Board of India Circular (CLR/ FD/CMD/4/2015) dated September 9, 2015 (“SEBI Circular”), is enclosed as Annexure i.

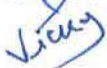
We further wish to inform you that the Board Meeting held today commenced at 5:30 p.m. and concluded at 7:00 p.m.

Kindly take the same on record.

Thanking you.

Yours faithfully,

For Escorts Finance Limited



Vicky Chauhan
Company Secretary



Encl: A/a

Annexure I

Detailed information pursuant to the issuance of securities as specified in Para A of Part A of Schedule III of the SEBI Listing Regulations read with the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015

S.No	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.).	95,00,000 – 1% Cumulative Redeemable Preference Shares of face value of Rs. 10/- each
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Allotment of further preference shares to existing preference shareholders in lieu of the redemption of the unredeemed preference shares in terms of NCLT order dated May 13, 2022 by way of Preferential Issue
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	95,00,000 1% Cumulative Redeemable Preference Shares (CRPS) at par for consideration other than cash, i.e. in lieu of the redemption of the unredeemed preference shares
Details furnished in case of preferential issue		
4.	Name of the investor	Escorts Kubota Limited (formerly Escorts Limited)
5.	Post allotment of securities: Outcome of subscription, issue price/allotted price (in case of convertibles), number of investors	95,00,000, 1% Cumulative Redeemable Preference Shares of face value of Rs 10/- each at par in terms of NCLT order dated May 13, 2022 to one preference share holder
6.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable
In case of issuance of non convertible securities		
7.	Size of the issue	95,00,000 1% Cumulative Redeemable Preference Shares of face value of Rs 10/- each at par aggregating Rs. 9,50,00,000/-
8.	Whether proposed to be listed? If yes, name of the stock exchange(s);	No
9.	Tenure of the instrument - date of allotment and date of maturity;	Date of Allotment- July 27, 2022 Date of maturity- July 26, 2042
10.	Coupon/interest offered, schedule of payment of coupon/interest and principal;	Coupon/interest offered- 1% Schedule of payment of coupon/interest and principal- As per the applicable terms & conditions
11.	Charge/security, if any, created over the assets	Not Applicable
12.	Special right/interest/privileges attached to the instrument and changes thereof;	Coupon offered- 1%
13.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal;	Further issue in terms of NCLT order dated May 13, 2022 for redemption of the unredeemed preference shares
14.	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any	Not Applicable

	other matter concerning the security and /or the assets along with its comments thereon, if any;	
15.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	In terms of NCLT Order, issuance at par value of 95,00,000 1% Cumulative Redeemable Preference Shares (CRPS) for consideration other than cash, in lieu of redemption of 95,00,000-10% (CRPS)
16.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable



F.R.N. 022743N

KAPISH JAIN & ASSOCIATES

CHARTERED ACCOUNTANTS

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Mobile : +91 9971 921466 | Email : ca.kapish@gmail.com | Website : www.kapishjainassociates.com; www.cakja.com

Independent Auditor's Review Report on Standalone Unaudited Quarterly 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 Escorts Finance Limited

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results ("Statement") of **Escorts Finance Limited** ("the Company") for the quarter ended 30 June 2022 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI ((Listing Obligations and Disclosure Requirements) Regulation, 2015 (the "Regulation") as amended, including relevant circulars issued by the 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 compiled from the related audited interim standalone financial information which has been prepared in accordance with the recognition and measurement principles laid down in the 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 and other accounting principles generally accepted in India. Our responsibility is to express an opinion 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 statements are free of material misstatements. 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 the Standards on Auditing specified under section 143(10) of the Act, 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. **Notwithstanding the fact that the net worth of the company is fully eroded, in the opinion of the management, in view of the future business plans of the Company, the going concern concept is not vitiated.**
5. *M/s Escorts Benefit Trust on behalf of the Company had deposited entire outstanding liability towards unclaimed fixed deposits and interest thereon of Rs. 1056.22 lacs with the Investor Education & Protection Fund on 2 February 2022 through demand draft and accordingly challan in form IEPF-1 has been submitted to Ministry of Corporate Affairs.*



6. There is considerable delay/difficulty in collection of instalments due and recovery of advances, consequently, the Company has, as a matter of prudence, continued with the provisions created earlier amounting to Rs. 699.70 lacs for doubtful trade receivables and Rs. 253.82 lacs for doubtful advances, wherever applicable.
7. *The Company had issued 10% Cumulative Redeemable Preference Shares (CRPS) of Rs. 10 each maturing on 30 March 2019. Due to liquidity crunch, the discharge of the said liability before or on due date of redemption has not been done and the Company had filed a petition before National Company Law Tribunal (NCLT) on 29 March 2019 seeking issuance of 1% CRPS in place of said Preference Shares with new terms and conditions.*

In terms of order dated 13 May 2022 of NCLT approves the issuance of 1% CRPS at par value for consideration other than cash which will be redeemable at the expiry of 20 years from the date of allotment to Escorts Kubota Limited (formerly known as Escorts Limited) in lieu of 10% CRPS.

8. The Company is no longer registered with Reserve Bank of India (RBI) as Non-Banking Financial Institution (NBFI) after cancellation of its earlier registration vide RBI letter no DNBS(NDI) S.3242/MSA/06.05.001/2015-16 dated 6th May 2016. Accordingly, the related provisions pertaining to NBFI are currently not applicable to the Company.
9. Based on our review conducted as stated above, ***except the possible effects of the matter described in paragraph 4 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 Indian Accounting Standards 34 (Ind AS-34) specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **Kapish Jain & Associates,**
Chartered Accountants
Firm Registration No. 022743N



Kapish Jain
Partner
Membership No. 514162
UDIN 22514162ANSWEO1331

Place: Faridabad
Date: 27 July 2022

ESCORTS FINANCE LIMITED

Regd. Office : Plot No.19, Industrial Area,Phase-2 Chandigarh-160002 CIN : L65910CH1987PLC033652
Website: www.escortsfinance.com, Email:escortsfinance@escorts.co.in; Phone: 0129-2564116

**STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS
FOR THE QUARTER ENDED 30 JUNE 2022**

Rs. In Lakhs

Sl.No	Particulars	Quarter ended			Year ended
		30.06.2022	31.03.2022	30.06.2021	31.03.2022
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income				
	a) Revenue from operations	-	12.20	-	12.26
	b) Other income	4.94	2.46	15.07	17.69
	Total income	4.94	14.66	15.07	29.95
2	Expenses				
	a) Employee benefits expense	1.74	2.14	1.68	7.01
	b) Finance costs	-	-	-	-
	c) Depreciation and amortisation expense	-	-	-	-
	d) Other expenses	19.07	19.08	4.40	35.50
	Total expenses	20.81	21.22	6.08	42.51
3	Profit/(loss) before exceptional item & tax (1-2)	(15.87)	(6.56)	8.99	(12.56)
4	Exceptional Items	-	-	-	-
5	Profit/(loss) before tax (3-4)	(15.87)	(6.56)	8.99	(12.56)
6	Tax expense (*)	-	-	-	-
7	Net Profit/(Loss) after tax (5-6)	(15.87)	(6.56)	8.99	(12.56)
8	Other comprehensive income (OCI)				
	Items that will not be reclassified to profit and loss	-	0.08	-	0.08
	Income Tax relating to Items that will not be reclassified to profit and loss	-	-	-	-
9	Total comprehensive income for the period (7+8)	(15.87)	(6.48)	8.99	(12.48)
10	Paid-up Equity Share Capital (Face value of Rs.10/- each)	4,017.25	4,017.25	4,017.25	4,017.25
11	Other Equity (excluding revaluation reserve)				(21,876.88)
12	Earnings per share (of Rs.10/- each) Basic & Diluted (Rs.)	(0.0395)	(0.0163)	0.0224	(0.0313)

Notes:-

- The above Standalone Financial Results were reviewed by the Audit Committee and were thereafter approved by the Board of Directors at their meeting held on 27 July 2022.
- The above results are in compliance with Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs.
- The Company has a single reportable segment namely financial services (limited to recovery of loan assets) for the purpose of Ind AS-108.
- * Deferred Tax Assets has not been recognised in the books of account as there is no virtual certainty of future taxable income.
- The Company had accumulated losses as at the close of the quarter ended 30 June 2022 with its net worth continuing to stand fully eroded. The Company continues to focus on recovery of old delinquent loan assets through settlement/ compromise /legal action etc. arising out of it's earlier NBFC business. The management is also considering various options to undertake suitable business(es) and therefore the accounts have been prepared on a Going Concern Basis.
- The Company had issued 10% Cumulative Redeemable Preference Shares (CRPS) of Rs. 10 each maturing on 30 March 2019. Due to liquidity crunch, the discharge of the said liability before or on due date of redemption has not been done and the Company had filed a petition before National Company Law Tribunal (NCLT) on 29 March 2019 seeking issuance of 1% CRPS in place of said Preference Shares with new terms and conditions.
In terms of order dated 13 May 2022 of NCLT approves the issuance of 1% CRPS at par value for consideration other than cash which will be redeemable at the expiry of 20 years from the date of allotment to Escorts Kubota Limited (formerly known as Escorts Limited) in lieu of 10% CRPS.
- The figures for the previous period have been regrouped / rearranged / reclassified wherever necessary.

For Kapish Jain & Associates,
Chartered Accountants
Firm Registration No.022743N

By Order of the Board
For Escorts Finance Limited

CA Kapish Jain
Partner
Membership No. 514162



Rajeev Khanna
Whole Time Director
DIN 08471497

Place: Faridabad
Date: 27 July 2022