

Date: August 02, 2023

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai - 400051  Symbol: SAPPHIRE	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001  Scrip Code: 543397
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Dear Sir/Madam,

**Subject: Outcome of the Meeting of the Board of Directors of Sapphire Foods India Limited**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform that the Board of Directors of Sapphire Foods India Limited ("the Company") at its meeting held today, i.e. on Wednesday, August 02, 2023, inter-alia, has considered/noted/approved the following:

- 1) Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended June 30, 2023, duly considered and recommended by the Audit Committee along with the Limited Review Reports issued by M/s. S R B C & Co. LLP, Chartered Accountants, Statutory Auditors of the Company.

Please find enclosed herewith the copies of the Unaudited Financial Results (Standalone and Consolidated) along with the Limited Review Reports on the aforesaid Financial Results issued by Statutory Auditors of the Company.

The meeting of Board of Directors commenced at 12.00 Noon. and concluded at 01.30 p.m.

Request you to kindly take the same on record.

Thanking you,

**For Sapphire Foods India Limited**

**Sachin Dudam**  
Company Secretary and Compliance Officer



Encl.: a/a

**Independent Auditor's Review Report on the Quarterly Unaudited Consolidated 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  
Sapphire Foods India Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Sapphire Foods India Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended June 30, 2023 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement 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 and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. 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) 410, "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.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

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

**Holding Company:** Sapphire Foods India Limited

**Subsidiaries:**

- i. Gamma Pizzakraft (Overseas) Private Limited
  - ii. Gamma Pizzakraft Private Limited
  - iii. Gamma Pizzakraft (Lanka) Private Limited
  - iv. French Restaurants Private Limited
  - v. Gamma Island Food Private Limited
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with 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.



# **S R B C & COLLP**

Chartered Accountants

6. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of 5 subsidiaries, whose unaudited interim financial results include total revenues of Rs. 928.03 million, total net profit after tax of Rs. 7.55 million, total comprehensive income of Rs. 64.74 million, for the quarter ended June 30, 2023, as considered in the Statement which have been reviewed by their respective independent auditors.

The independent auditor's reports on unaudited interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement in respect of matters stated in para 6 above is not modified with respect to our reliance on the work done and the reports of the other auditors.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm registration number: 324982E/E300003

*Poonam Tadarwal*



per Poonam Tadarwal  
Partner

Membership No.: 136454

UDIN: 231364548G2FEY6270

Place of Signature: Mumbai

Date: August 02, 2023



Sapphire Foods India Limited

Registered address :702, Prism Tower, A-Wing, Mindspace, Link Road, Goregaon (W), Mumbai- 400062, India  
CIN: L55204MH2009PLC197005, Email: info@sapphirefoods.in, Website: www.sapphirefoods.in

Statement of Unaudited Consolidated Financial Results for the quarter ended June 30, 2023

(Rs. in Million except per share data)

Particulars	Quarter ended			Year Ended
	30.06.2023	31.03.2023	30.06.2022	31.03.2023
	(Unaudited)	(Audited) (Refer Note 3)	(Unaudited)	(Audited)
<b>1 Income</b>				
a) Revenue from operations	6,543.84	5,604.09	5,462.67	22,655.74
b) Other income	75.01	113.92	58.95	310.92
<b>Total income [1(a) + 1(b)]</b>	<b>6,618.85</b>	<b>5,718.01</b>	<b>5,521.62</b>	<b>22,966.66</b>
<b>2 Expenses</b>				
a) Cost of materials consumed	2,060.94	1,796.72	1,756.16	7,406.76
b) Employee benefits expense	850.02	767.27	683.65	2,929.03
c) Finance costs	225.99	248.95	197.19	868.86
d) Depreciation and amortisation expense	727.28	723.54	609.41	2,641.74
e) Other expenses	2,418.40	2,058.72	1,918.93	8,036.03
<b>Total expenses [2(a) to 2(e)]</b>	<b>6,282.63</b>	<b>5,595.20</b>	<b>5,165.34</b>	<b>21,882.42</b>
<b>3 Profit before tax [ 1 - 2 ]</b>	<b>336.22</b>	<b>122.81</b>	<b>356.28</b>	<b>1,084.24</b>
<b>4 Tax expense/ (credit)</b>				
a) Current tax	9.33	8.57	7.39	25.86
b) Deferred tax	78.18	(1,240.58)	(32.54)	(1,273.53)
<b>Total Tax expense/ (credit) [ 4(a) + 4(b) ]</b>	<b>87.51</b>	<b>(1,232.01)</b>	<b>(25.15)</b>	<b>(1,247.67)</b>
<b>5 Profit after tax [ 3 - 4 ]</b>	<b>248.71</b>	<b>1,354.82</b>	<b>381.43</b>	<b>2,331.91</b>
<b>6 Other comprehensive income/ (loss)</b>				
a) Items that will not be reclassified to profit or loss				
i) Remeasurements gain/(losses) of net defined benefit plan	(7.26)	5.07	5.27	6.84
ii) Tax effect on above	1.83	(2.10)	-	(2.10)
b) Items that will be reclassified to profit or loss				
i) Exchange difference on translation of foreign operations	57.19	37.36	(71.41)	(17.76)
<b>Total Other comprehensive Income /(loss) [6(a)+6(b)]</b>	<b>51.76</b>	<b>40.33</b>	<b>(66.14)</b>	<b>(13.02)</b>
<b>7 Total Comprehensive income [ 5 + 6 ]</b>	<b>300.47</b>	<b>1,395.15</b>	<b>315.29</b>	<b>2,318.89</b>
<b>8 Total Comprehensive income/ (loss) for the period attributable to -</b>				
Equity holders of the parent	301.05	1,396.52	317.21	2,322.24
Non-controlling interest	(0.58)	(1.37)	(1.92)	(3.35)
<b>9 Profit / (Loss) for the period attributable to -</b>				
Equity holders of the parent	249.43	1,355.93	382.66	2,333.60
Non-controlling interest	(0.72)	(1.11)	(1.23)	(1.69)
<b>10 Other comprehensive Income/ (loss) for the period attributable to -</b>				
Equity holders of the parent	51.62	40.59	(65.45)	(11.36)
Non-controlling interest	0.14	(0.26)	(0.69)	(1.66)
11 Paid-up equity share capital [Face Value - Rs. 10/- per share]	635.88	635.43	635.43	635.43
12 Other equity (excluding revaluation reserve)				11,924.04
13 Earnings per equity share (of Rs. 10/- each) (not annualised)				
a) Basic (Rs.)	3.92	21.34	6.02	36.73
b) Diluted (Rs.)	3.88	21.13	5.95	36.29

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BY  
SRBC & CO LLP  
MUMBAI



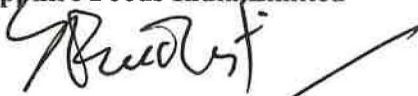
**Notes to Unaudited consolidated financial results:**

1. The above unaudited consolidated financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on August 02, 2023.
2. These unaudited consolidated financial results have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Rules, 2016.
3. The unaudited consolidated financial results for the quarter ended March 31, 2023 represents the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the financial year 2022-23, which were subjected to a limited review by the statutory auditor.
4. Pursuant to Employee Stock Option Scheme, 2019, stock options convertible into 2,30,767 equity shares of Rs 10/- each were granted to eligible employees at exercise price of Rs 544.42/-. During the quarter ended June 30, 2023, out of 1,74,579 options vested, options exercised during the quarter are 55,313 (March 31, 2023: NIL), of which 45,783 (March 31, 2023: NIL) equity shares were allotted.
5. The Company holds Investment and has advanced Inter Corporate deposits to its subsidiary Gamma Pizzakraft Overseas Pvt. Limited (GPOPL) who has further invested in its subsidiary Gamma Pizzakraft (Lanka) Private Limited (GPLPL). GPLPL primarily operates Pizza Hut brand in Sri Lanka. Sri Lanka has been facing macroeconomic challenges on account of depletion of forex reserves, shortage of fuel, inflationary pressures, depreciation of Sri Lankan currency to INR though the forex rates started stabilizing during the quarter ended December 31, 2022 and improved to some extent during the quarter ended March 31, 2023 on funding approval from International Monetary Fund (IMF). During the quarter ended June 30, 2023, Sri Lankan currency to INR has improved further to some extent. The management has considered all internal and external sources of information including economic forecasts and estimates from market sources as at the date of the approval of these financial results in determining the recoverable value for such investment held in GPOPL. On the basis of the evaluation and current indicators of future economic conditions, the Company has concluded that the carrying value of such Investments and Inter Corporate deposits is recoverable. Management will continue to monitor the situation. Further, during the quarter ended June 30, 2023, the Group had other comprehensive gain on account of exchange difference on translation of the foreign operation amounting to Rs. 56.80 million (quarter ended June 30, 2022 Other comprehensive loss amounting to Rs 69.94 million).
6. The Board of Directors ("the Board") of the Parent Company at its meeting held on February 11, 2022 has inter-alia, subject to requisite approvals/consents, considered and approved the Scheme of Merger by Absorption between Sapphire Foods India Limited (the "Transferee Company" or "Company") and wholly owned subsidiaries namely Gamma Pizzakraft Private Limited (Transferor Company 1) and Gamma Pizzakraft (Overseas) Private Limited (Transferor Company 2") under Sections 230 to 232 of the Companies Act, 2013 ("Scheme"). The Scheme is subject to necessary statutory and regulatory approvals including the approval of Hon' ble National Company Law Tribunal (NCLT), Mumbai bench. The Appointed Date of the Scheme is April 1, 2022. The scheme / application was filed and admitted with National Company Law Tribunal (NCLT), Mumbai Bench on May 5, 2022 and the matter is pending before NCLT as on date. This scheme has no impact on consolidated financial results of the group.



7. The Group is in the business of operating restaurants and has only one reportable operating segment as per Ind AS 108 – Operating Segments.

For and on behalf of the Board of Directors  
**Sapphire Foods India Limited**



Sanjay Purohit  
Whole Time Director and Group CEO  
DIN: 00117676  
Place: Mumbai  
Date: August 02, 2023



**Independent Auditor's Review Report on the Quarterly Unaudited Standalone 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  
Sapphire Foods India Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Sapphire Foods India Limited (the "Company") for the quarter ended June 30, 2023 (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. The Company's Management is responsible for the preparation of the Statement 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 and in compliance with Regulation 33 (and 52) of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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, 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.

For S R B C & CO LLP  
Chartered Accountants  
ICAI Firm registration number: 324982E/E300003

*Poonam Tadarwal*

per Poonam Tadarwal  
Partner  
Membership No.: 136454  
UDIN: 231364548GZFEU1797  
Place of Signature: Mumbai  
Date: August 2, 2023





**Sapphire Foods India Limited**

Registered address :702, Prism Tower, A-Wing, Mindspace, Link Road, Goregaon (W), Mumbai- 400062, India  
CIN: L55204MH2009PLC197005, Email: info@sapphirefoods.in, Website: www.sapphirefoods.in

**Statement of Unaudited Standalone Financial Results for the quarter ended June 30, 2023**

(Rs. in Million except per share data)

Particulars	Quarter ended			Year ended
	30.06.2023	31.03.2023	30.06.2022	31.03.2023
	(Unaudited)	(Audited) (Refer Note 3)	(Unaudited)	(Audited)
<b>1 Income</b>				
a) Revenue from operations	5,615.81	4,878.24	4,732.96	19,627.76
b) Other income	74.34	89.97	58.25	289.41
<b>Total income [1(a) + 1(b)]</b>	<b>5,690.15</b>	<b>4,968.21</b>	<b>4,791.21</b>	<b>19,917.17</b>
<b>2 Expenses</b>				
a) Cost of materials consumed	1,701.15	1,531.62	1,461.14	6,181.13
b) Employee benefits expense	695.53	635.90	558.94	2,422.97
c) Finance costs	205.27	229.81	181.29	794.68
d) Depreciation and amortisation expense	642.49	649.62	542.63	2,367.04
e) Other expenses	2,105.90	1,814.50	1,702.91	7,143.41
<b>Total expenses [2(a) to 2(e)]</b>	<b>5,350.34</b>	<b>4,861.45</b>	<b>4,446.91</b>	<b>18,909.23</b>
<b>3 Profit before tax [1 - 2]</b>	<b>339.81</b>	<b>106.76</b>	<b>344.30</b>	<b>1,007.94</b>
<b>4 Tax expense/ (credit)</b>				
a) Current tax	-	-	-	-
b) Deferred tax	86.51	(1,252.66)	-	(1,252.66)
<b>Total Tax expense/ (credit) [4(a) + 4(b)]</b>	<b>86.51</b>	<b>(1,252.66)</b>	<b>-</b>	<b>(1,252.66)</b>
<b>5 Profit after tax [3 - 4]</b>	<b>253.30</b>	<b>1,359.42</b>	<b>344.30</b>	<b>2,260.60</b>
<b>6 Other comprehensive income/ (loss)</b>				
a) Items that will not be reclassified to profit or loss				
i) Remeasurements gain/(losses) of net defined benefit plan	(7.26)	(3.85)	5.27	(2.08)
ii) Tax effect on above	1.83	0.52	-	0.52
b) Items that will be reclassified to profit or loss	-	-	-	-
<b>Total Other comprehensive income/ (loss) [6(a) + 6(b)]</b>	<b>(5.43)</b>	<b>(3.33)</b>	<b>5.27</b>	<b>(1.56)</b>
<b>7 Total comprehensive income [5 + 6]</b>	<b>247.87</b>	<b>1,356.09</b>	<b>349.57</b>	<b>2,259.04</b>
8 Paid-up equity share capital [Face Value - Rs. 10/- per share]	635.88	635.43	635.43	635.43
9 Other equity (excluding revaluation reserve)				12,205.88
<b>10 Earnings per equity share (of Rs. 10/- each) (not annualised)</b>				
a) Basic (Rs.)	3.99	21.39	5.42	35.58
b) Diluted (Rs.)	3.94	21.18	5.36	35.16

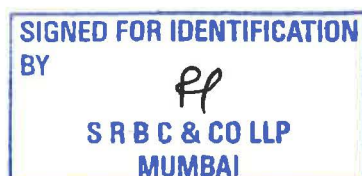
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BY *RP*  
S R B C & CO LLP  
MUMBAI





**Notes to Unaudited standalone financial results:**

1. The above unaudited standalone financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on August 02, 2023.
2. These unaudited standalone financial results have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Rules, 2016.
3. The standalone financial results for the quarter ended March 31, 2023 represents the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the financial year 2022-23, which were subjected to a limited review by the statutory auditor.
4. Pursuant to Employee Stock Option Scheme, 2019, stock options convertible into 2,30,767 equity shares of Rs 10/- each were granted to eligible employees at exercise price of Rs 544.42/-. During the quarter ended June 30, 2023, out of 1,74,579 options vested, options exercised during the quarter are 55,313 (March 31, 2023: NIL), of which 45,783 (March 31, 2023: NIL) equity shares were allotted.
5. The Company holds Investment and has advanced Inter Corporate deposits to its subsidiary Gamma Pizzakraft Overseas Pvt. Limited (GPOPL) who has further invested in its subsidiary Gamma Pizzakraft (Lanka) Private Limited (GPLPL). GPLPL primarily operates Pizza Hut brand in Sri Lanka. Sri Lanka has been facing macroeconomic challenges on account of depletion of forex reserves, shortage of fuel, inflationary pressures, depreciation of Sri Lankan currency to INR though the forex rates started stabilizing during the quarter ended December 31, 2022 and improved to some extent during the quarter ended March 31, 2023 on funding approval from International Monetary Fund (IMF). During the quarter ended June 30, 2023, Sri Lankan currency to INR has improved further to some extent. The management has considered all internal and external sources of information including economic forecasts and estimates from market sources as at the date of the approval of these financial results in determining the recoverable value for such investment held in GPOPL. On the basis of the evaluation and current indicators of future economic conditions, the Company has concluded that the carrying value of such Investments and Inter Corporate deposits is recoverable. Management will continue to monitor the situation.
6. The Board of Directors ("the Board") of the Company at its meeting held on February 11, 2022 has inter-alia, subject to requisite approvals/consents, considered and approved the Scheme of Merger by Absorption between Sapphire Foods India Limited (the "Transferee Company" or "Company") and wholly owned subsidiaries namely Gamma Pizzakraft Private Limited (Transferor Company 1) and Gamma Pizzakraft (Overseas) Private Limited (Transferor Company 2") under Sections 230 to 232 of the Companies Act, 2013 ("Scheme"). The Scheme is subject to necessary statutory and regulatory approvals including the approval of Hon' ble National Company Law Tribunal (NCLT), Mumbai bench. The Appointed Date of the Scheme is April 1, 2022. The scheme / application was filed and admitted with National Company Law Tribunal (NCLT), Mumbai Bench on May 5, 2022 and the matter is pending before the NCLT as on date. Accordingly, no impact of the scheme has been given in these standalone financial results.



7. The Company is in the business of operating restaurants and has only one reportable operating segment as per Ind AS 108 – Operating Segments.

For and on behalf of the Board of Directors  
**Sapphire Foods India Limited**



Sanjay Purohit  
Whole Time Director and Group CEO  
DIN: 00117676  
Place: Mumbai  
Date: August 02, 2023

