

Date: May 12, 2023

To,

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

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 Friday, May 12, 2023, inter-alia, has considered/accepted/approved/accorded:

- 1) the Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and financial year ended March 31, 2023, duly considered and recommended by the Audit Committee along with the Auditor’s Report (with unmodified opinion), as issued by M/s. S R B C & Co. LLP, Chartered Accountants, Statutory Auditors of the Company.

Please find enclosed herewith the Audited Financial Results (Standalone and Consolidated) along with the Auditor Reports on the aforesaid Financial Results issued by Statutory Auditors of the Company. The declaration pursuant to Regulation 33 of Listing Regulations is also enclosed herewith.

In connection with the aforesaid, the Press (Investor) Release and Earnings Presentation is submitted separately.

- 2) Resignation of Mr. Paul Robine (DIN: 07828525) as Director (Non-Executive Non-Independent/Nominee) from the Board of the Company, effective immediately. Consequently, Mr. Norbert Fernandes (DIN: 06716549) who was appointed as Alternate Director to Mr. Paul Robine by the Board of Directors on May 17, 2022, also ceased to be the Alternate Director, effective immediately.
- 3) Appointment of Mr. Norbert Fernandes (DIN: 06716549) as Additional (Non-Executive Non-Independent/Nominee) Director on the Board of the Company, effective immediately. Mr. Norbert Fernandes shall be the nominee director representing Sapphire Foods Mauritius Limited (“promoter shareholder”) on the Board of the Company.

The aforesaid appointment was approved by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee of the Company and shall be subject to the approval of the shareholders of the Company.

The details as required under relevant SEBI circular is enclosed herewith at Annexure A.



- 4) In-principal approval for appointment of Mr. Yasa Nadaraja as Managing Director of Gamma Pizzakraft Lanka (Private) Limited ("Gamma Lanka"), step-down subsidiary of the Company situated at Sri-Lanka. In terms of relevant applicable provisions of the SEBI Listing Regulations, Gamma Lanka is considered as material subsidiary of the Company.

Mr. Yasa Nadaraja, currently is the CEO and Director on the Board of Gamma Lanka and will replace Mr. Amar Raj Singh who has stepped down from the position of Managing Director of Gamma Lanka.

The meeting of the Board of Directors commenced at 12.30 p.m. and the Board approved the aforementioned Audited Financial Results, inter-alia, at 01.35 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**

**Annexure A****Cessation of Mr. Paul Robine (DIN: 07828525) as (Non-Executive Non-Independent /Nominee) Director:**

| <b>Particulars</b>  | <b>Information w.r.t. the event</b>  |
|---|--|
| Reason for change viz. <del>appointment,</del> resignation, removal, death or otherwise | Resignation of Mr. Paul Robine as (Non-Executive Non-Independent/Nominee) Director on the Board of Sapphire Foods India Limited. |
| Date of <del>Appointment/</del> <del>cessation &amp; Term of</del> <b>Appointment</b>   | May 12, 2023   |
| Brief Profile of the appointee Director   | Not Applicable   |
| Disclosures under SEBI Listing Regulations  | Not Applicable   |

**Cessation of Mr. Norbert Fernandes (DIN: 06716549) as Alternate Director:**

| <b>Particulars</b>  | <b>Information w.r.t. the event</b>  |
|---|--|
| Reason for change viz. <del>appointment,</del> resignation, removal, death or otherwise | Mr. Norbert Fernandes was appointed as Alternate Director (in the capacity of Non-Executive Non-Independent/Nominee Director) to Mr. Paul Robine, Non-Executive Non-Independent/Nominee Director with effect from May 17, 2022. Consequent to resignation of Mr. Paul Robine from the directorship of the Company, Mr. Norbert Fernandes shall also cease to continue as Alternate Director to Mr. Paul Robine on the Board of Directors of the Company. |
| Date of <del>Appointment/</del> <del>cessation &amp; Term of</del> <b>Appointment</b>   | May 12, 2023   |
| Brief Profile of the appointee Director   | Not Applicable   |
| Disclosures under SEBI Listing Regulations  | Not Applicable   |



**Appointment of Mr. Norbert Fernandes (DIN: 06716549) as an Additional (Non-Executive Non-Independent/Nominee) Director:**

| <b>Particulars</b>   | <b>Information w.r.t. the event</b>   |
|--|---|
| Reason for change viz. appointment, <del>resignation,</del> <del>removal, death or otherwise</del> | Appointment of Mr. Norbert Fernandes as Additional (Non-Executive Non-Independent/Nominee) Director on the Board of Sapphire Foods India Limited.   |
| Date of Appointment/ <del>cessation</del> & <del>Term</del> of Appointment                         | <p>Mr. Norbert Fernandes is appointed with effect from May 12, 2023 and shall be nominee director representing Sapphire Foods Mauritius Limited ("promoter shareholder") on the Board of the Company.</p> <p>The appointment of Mr. Norbert Fernandes on the Board of the Company will be regularised at the ensuing shareholders/general meeting of the Company.</p>   |
| Brief Profile of the appointee Director  | <p>Mr. Norbert Fernandes is a Director at TR Capital and leads the Mumbai office. Prior to TR Capital, Mr. Norbert Fernandes was co-founding principal at IvyCap Ventures. Before that, he worked at Temasek Holdings in Singapore and Mumbai, where he was an early member of the India Investment Team.</p> <p>Mr. Norbert Fernandes holds an undergraduate degree from IIT Kanpur and Master's degree from IIM Calcutta.</p> |
| Disclosures under SEBI Listing Regulations   | Mr. Norbert Fernandes is not related with any Director of the Company and is not debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.  |



**Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To  
The Board of Directors of  
Sapphire Foods India Limited

**Report on the audit of the Consolidated Financial Results****Opinion**

We have audited the accompanying statement of quarterly and year to date consolidated financial results of Sapphire Foods India Limited ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended March 31, 2023 and for the year ended March 31, 2023 ("Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations")

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate audited financial statements of the subsidiaries the Statement:

- i. includes the results of the following entities

**Holding Company:**

Sapphire Foods India Limited

**Subsidiaries:**

1. Gamma Pizzakraft (Overseas) Private Limited
2. Gamma Pizzakraft Private Limited
3. Gamma Pizzakraft (Lanka) Private Limited
4. French Restaurants Private Limited
5. Gamma Island Food Private Limited

- ii. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive loss and other financial information of the Group for the quarter ended March 31, 2023 and for the year ended March 31, 2023.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group, in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.



## **Management's Responsibilities for the Consolidated Financial Results**

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive loss and other financial information of the Group in accordance with the applicable accounting standards prescribed under section 133 of the Act 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 respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

## **Other Matter**

The accompanying Statement includes the audited financial statements and other financial information, in respect of:

Five subsidiaries, whose financial statements include total assets of Rs 2,361.38 million as at March 31, 2023, total revenues of Rs 725.85 million and Rs 3,027.98 million, total net profit after tax of Rs. 7.51 million and Rs. 106.35 million, total comprehensive income of Rs. 51.18 million and Rs. 94.90 million, for the quarter and the year ended on that date respectively, and net cash inflows of Rs.33.37 million for the year ended March 31, 2023, as considered in the Statement which have been audited by their respective independent auditors.

The independent auditor's report on the financial statements of these entities have been furnished to us by the Management and our opinion 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 reports of such auditors and the procedures performed by us as stated in paragraph above.

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



# **S R B C & CO LLP**

Chartered Accountants

The Statement includes the results for the quarter ended March 31, 2023 being the balancing figures 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 end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003



per Vikram Mehta

Partner

Membership No.: 105938

UDIN: 23105938G XGGG7470

Place: Mumbai

Date: May 12, 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 Audited Consolidated Financial Results for the quarter and year ended March 31, 2023

(Rs. in Million except per share data)

| Particulars   | Quarter ended               |                 |                             | Year Ended        |                  |
|---|-----------------------------|-----------------|-----------------------------|-------------------|------------------|
|   | 31.03.2023                  | 31.12.2022      | 31.03.2022                  | 31.03.2023        | 31.03.2022       |
|   | (Audited)<br>(Refer Note 3) | (Unaudited)     | (Audited)<br>(Refer Note 3) | (Audited)         | (Audited)        |
| <b>1 Income</b>   |                             |                 |                             |                   |                  |
| a) Revenue from operations  | 5,604.09                    | 5,961.32        | 4,968.26                    | 22,655.74         | 17,215.72        |
| b) Other income   | 113.92                      | 66.68           | 97.78                       | 310.92            | 379.78           |
| <b>Total income [1(a) + 1(b)]</b>   | <b>5,718.01</b>             | <b>6,028.00</b> | <b>5,066.04</b>             | <b>22,966.66</b>  | <b>17,595.50</b> |
| <b>2 Expenses</b>   |                             |                 |                             |                   |                  |
| a) Cost of materials consumed   | 1,796.72                    | 1,963.66        | 1,554.68                    | 7,406.76          | 5,277.97         |
| b) Employee benefits expense  | 767.27                      | 731.15          | 678.32                      | 2,929.03          | 2,739.94         |
| c) Finance costs  | 248.95                      | 217.06          | 233.32                      | 868.86            | 780.93           |
| d) Depreciation and amortisation expense                                    | 723.54                      | 680.62          | 576.47                      | 2,641.74          | 2,135.21         |
| e) Other expenses   | 2,058.72                    | 2,099.78        | 1,737.40                    | 8,036.03          | 6,147.60         |
| <b>Total expenses [2(a) to 2(e)]</b>  | <b>5,595.20</b>             | <b>5,692.27</b> | <b>4,780.19</b>             | <b>21,882.42</b>  | <b>17,081.65</b> |
| <b>3 Profit before tax [ 1 - 2 ]</b>  | <b>122.81</b>               | <b>335.73</b>   | <b>285.85</b>               | <b>1,084.24</b>   | <b>513.85</b>    |
| <b>4 Tax expense/ (credit)</b>  |                             |                 |                             |                   |                  |
| a) Current tax  | 8.57                        | 8.17            | 17.32                       | 25.86             | 64.42            |
| b) Deferred tax (refer note 4)  | (1,240.58)                  | 0.59            | 3.56                        | (1,273.53)        | (10.42)          |
| <b>Total Tax expense/ (credit) [ 4(a) + 4(b) ]</b>                          | <b>(1,232.01)</b>           | <b>8.76</b>     | <b>20.88</b>                | <b>(1,247.67)</b> | <b>54.00</b>     |
| <b>5 Profit after tax [ 3 - 4 ]</b>   | <b>1,354.82</b>             | <b>326.97</b>   | <b>264.97</b>               | <b>2,331.91</b>   | <b>459.85</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                 | 5.07                        | (3.64)          | (4.76)                      | 6.84              | (20.16)          |
| ii) Tax effect on above   | (2.10)                      | -               | 0.50                        | (2.10)            | 0.76             |
| b) Items that will be reclassified to profit or loss                        |                             |                 |                             |                   |                  |
| i) Exchange difference on translation of foreign operations                 | 37.36                       | 13.06           | (210.31)                    | (17.76)           | (208.61)         |
| <b>Total Other comprehensive Income /(loss) [6(a)+6(b)]</b>                 | <b>40.33</b>                | <b>9.42</b>     | <b>(214.57)</b>             | <b>(13.02)</b>    | <b>(228.01)</b>  |
| <b>7 Total Comprehensive income [ 5 + 6 ]</b>                               | <b>1,395.15</b>             | <b>336.39</b>   | <b>50.40</b>                | <b>2,318.89</b>   | <b>231.84</b>    |
| <b>8 Total Comprehensive income/ (loss) for the year attributable to -</b>  |                             |                 |                             |                   |                  |
| Equity holders of the parent  | 1,396.52                    | 335.62          | 50.85                       | 2,322.24          | 237.11           |
| Non-controlling interest  | (1.37)                      | 0.77            | (0.45)                      | (3.35)            | (5.27)           |
| <b>9 Profit / (Loss) for the year attributable to -</b>                     |                             |                 |                             |                   |                  |
| Equity holders of the parent  | 1,355.93                    | 326.13          | 265.12                      | 2,333.60          | 464.60           |
| Non-controlling interest  | (1.11)                      | 0.84            | (0.15)                      | (1.69)            | (4.75)           |
| <b>10 Other comprehensive Income/ (loss) for the year attributable to -</b> |                             |                 |                             |                   |                  |
| Equity holders of the parent  | 40.59                       | 9.49            | (214.27)                    | (11.36)           | (227.49)         |
| Non-controlling interest  | (0.26)                      | (0.07)          | (0.30)                      | (1.66)            | (0.52)           |
| <b>11 Paid-up equity share capital [Face Value - Rs. 10/- per share]</b>    | <b>635.43</b>               | <b>635.43</b>   | <b>635.43</b>               | <b>635.43</b>     | <b>635.43</b>    |
| <b>12 Other equity (excluding revaluation reserve)</b>                      |                             |                 |                             | <b>11,924.04</b>  | <b>9,436.04</b>  |
| <b>13 Earnings per equity share (of Rs. 10/- each) (not annualised)</b>     |                             |                 |                             |                   |                  |
| a) Basic (Rs.)  | 21.34                       | 5.14            | 4.17                        | 36.73             | 7.78             |
| b) Diluted (Rs.)  | 21.13                       | 5.08            | 4.13                        | 36.29             | 7.72             |

SIGNED FOR IDENTIFICATION  
BY  
  
S R B C & CO LLP  
MUMBAI



cc



**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

Consolidated Balance Sheet as at March 31, 2023

| Particulars  | (Rs. in Million)                       |  |
|--|--|--|
|  | As at<br>31st March, 2023<br>(Audited) | As at<br>31st March, 2022<br>(Audited) |
| <b>Assets</b>  |  |  |
| <b>Non-current assets</b>  |  |  |
| Property, Plant and Equipment  | 7,705.87                               | 5,461.53                               |
| Capital work-in-progress   | 550.40                                 | 319.73                                 |
| Right of use assets  | 7,914.73                               | 6,248.57                               |
| Goodwill   | 1,621.59                               | 1,621.59                               |
| Other Intangible assets  | 646.88                                 | 566.07                                 |
| Intangibles under development  | 14.40                                  | 6.81                                   |
| Financial assets   |  |  |
| i) Other financial assets  | 831.19                                 | 1,130.50                               |
| Deferred tax assets (net) (refer note 4)   | 1,219.85                               | -                                      |
| Income tax assets (net)  | 59.65                                  | 64.14                                  |
| Other non-current assets   | 449.98                                 | 313.94                                 |
| <b>Total Non-Current assets</b>  | <b>21,014.54</b>                       | <b>15,732.88</b>                       |
| <b>Current Assets</b>  |  |  |
| Inventories  | 993.04                                 | 651.64                                 |
| Financial assets   |  |  |
| i) Investments   | 659.35                                 | 1,525.22                               |
| ii) Trade receivables  | 179.49                                 | 140.71                                 |
| iii) Cash and cash equivalents   | 444.17                                 | 591.73                                 |
| iv) Bank balances other than cash and cash equivalents                                     | 1,760.05                               | 1,954.43                               |
| v) Other financial assets  | 686.89                                 | 936.13                                 |
| Other current assets   | 203.01                                 | 106.51                                 |
| <b>Total current assets</b>  | <b>4,926.00</b>                        | <b>5,906.37</b>                        |
| <b>Total Assets</b>  | <b>25,940.54</b>                       | <b>21,639.25</b>                       |
| <b>EQUITY AND LIABILITIES</b>  |  |  |
| <b>Equity</b>  |  |  |
| Equity share capital   | 635.43                                 | 635.43                                 |
| Other equity   | 11,924.04                              | 9,436.04                               |
| Non controlling interests  | (20.33)                                | (16.98)                                |
| <b>Total equity</b>  | <b>12,539.14</b>                       | <b>10,054.49</b>                       |
| <b>Liabilities</b>   |  |  |
| <b>Non-current liabilities</b>   |  |  |
| Financial liabilities  |  |  |
| i) Borrowings  | 208.78                                 | 419.84                                 |
| ii) Lease Liabilities  | 7,712.78                               | 6,496.39                               |
| Provisions   | 107.08                                 | 109.74                                 |
| Deferred tax liabilities (net)   | 35.65                                  | 87.27                                  |
| <b>Total non-current liabilities</b>   | <b>8,064.29</b>                        | <b>7,113.24</b>                        |
| <b>Current liabilities</b>   |  |  |
| Financial liabilities  |  |  |
| i) Borrowings  | 233.91                                 | 192.37                                 |
| ii) Lease Liabilities  | 1,472.33                               | 784.08                                 |
| iii) Trade payables  |  |  |
| (a) total outstanding dues of micro enterprises and small enterprises                      | 23.15                                  | 36.28                                  |
| (b) total outstanding dues of creditors other than micro enterprises and small enterprises | 2,146.76                               | 1,954.87                               |
| iv) Other financial liabilities  | 1,210.43                               | 1,223.75                               |
| Other current liabilities  | 180.95                                 | 214.17                                 |
| Provisions   | 69.58                                  | 66.00                                  |
| <b>Total current liabilities</b>   | <b>5,337.11</b>                        | <b>4,471.52</b>                        |
| <b>Total Equity and Liabilities</b>  | <b>25,940.54</b>                       | <b>21,639.25</b>                       |

SIGNED FOR IDENTIFICATION  
 BY   
 S R B C & CO LLP  
 MUMBAI



CC



**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

**Consolidated Cash Flow Statement for the year ended March 31, 2023**

(Rs. in Million)

| Particulars  | Year ended<br>31st March, 2023 | Year ended<br>31st March, 2022 |
|--|--------------------------------|--------------------------------|
|  | (Audited)                      | (Audited)                      |
| <b>Cash flow from operating activities:</b>  |                                |                                |
| <b>Profit before tax</b>   | <b>1,084.24</b>                | <b>513.85</b>                  |
| Adjustments for:   |                                |                                |
| Depreciation and amortisation expenses   | 2,641.74                       | 2,135.21                       |
| Finance cost   | 868.86                         | 780.93                         |
| Interest income  | (203.10)                       | (104.20)                       |
| Rental waiver  | (8.10)                         | (166.58)                       |
| Expenses on employee stock option scheme   | 169.21                         | 387.88                         |
| Provision for doubtful deposits  | -                              | 4.05                           |
| Gain on fair value/sale of mutual funds  | (43.89)                        | (74.23)                        |
| Loss/(Profit) on sale/discard of property, plant and equipment   | 15.20                          | (3.24)                         |
| Gain on termination of lease contract  | (15.13)                        | (30.75)                        |
| <b>Operating profit before working capital changes</b>   | <b>4,509.03</b>                | <b>3,442.92</b>                |
| <b>Changes in working capital</b>  |                                |                                |
| Increase in trade payables   | 178.76                         | 551.44                         |
| (Decrease)/ Increase in financial liabilities  | (332.07)                       | 628.90                         |
| Decrease in Other liabilities  | (13.35)                        | (17.34)                        |
| Increase/ (Decrease) in provisions   | 7.77                           | (7.63)                         |
| Increase in inventories  | (341.40)                       | (237.08)                       |
| Increase in trade receivables  | (38.78)                        | (62.96)                        |
| Increase in Financial assets   | (86.18)                        | (211.83)                       |
| Increase in Other assets   | (44.16)                        | (51.96)                        |
| <b>Cash generated from operations</b>  | <b>3,839.62</b>                | <b>4,034.46</b>                |
| Income tax paid (net of refunds)   | (21.41)                        | (85.56)                        |
| <b>Net cash flow from operating activities (A)</b>   | <b>3,818.21</b>                | <b>3,948.90</b>                |
| <b>Cash flow from investing activities:</b>  |                                |                                |
| Purchase of property, plant and equipment and other intangible assets                                      | (3,841.53)                     | (2,852.73)                     |
| Proceeds from sale of property, plant and equipment  | 16.94                          | 8.73                           |
| Purchase of current Investments  | (12,106.44)                    | (6,566.79)                     |
| Proceeds from sale of current Investment   | 13,016.20                      | 5,383.21                       |
| Interest received  | 133.10                         | 6.22                           |
| Fixed/restricted deposits with banks realised/(placed)   | 746.21                         | (2,894.74)                     |
| <b>Net cash used in investing activities (B)</b>   | <b>(2,035.52)</b>              | <b>(6,916.10)</b>              |
| <b>Cash flow from financing activities:</b>  |                                |                                |
| Proceeds from issuance of equity share capital(including securities premium) (net of share issue expenses) | -                              | 4,690.05                       |
| Proceeds from long-term borrowings   | -                              | 266.64                         |
| Repayment of long-term borrowings  | (192.32)                       | (389.67)                       |
| Proceeds from short-term borrowings (current portion of non current borrowing)                             | -                              | (53.18)                        |
| Payment of principal portion of lease liabilities  | (891.87)                       | (604.27)                       |
| Interest paid on lease liabilities   | (795.14)                       | (654.58)                       |
| Finance cost paid  | (69.14)                        | (125.45)                       |
| <b>Net cash (used in)/ generated from financing activities (C)</b>   | <b>(1,948.47)</b>              | <b>3,129.54</b>                |
| <b>Net (Decrease)/ increase in cash and cash equivalents (A+B+C)</b>                                       | <b>(165.78)</b>                | <b>162.34</b>                  |
| Cash and cash equivalents at the beginning of the year   | 582.50                         | 420.16                         |
| <b>Cash and cash equivalents at the end of the year</b>  | <b>416.72</b>                  | <b>582.50</b>                  |
| <b>Cash and cash equivalents comprise</b>  |                                |                                |
| Balances with banks in current accounts  | 291.30                         | 448.11                         |
| Term deposits with maturity of less than 3 months  | 97.51                          | 97.05                          |
| Cash on hand   | 55.36                          | 46.57                          |
| Bank Overdraft   | (27.45)                        | (9.23)                         |
| <b>Total cash and cash equivalents at the end of the year</b>  | <b>416.72</b>                  | <b>582.50</b>                  |

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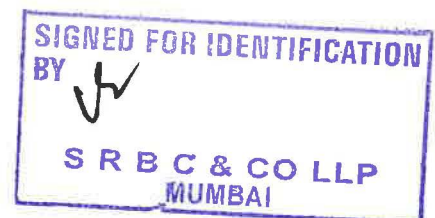


**Notes to Consolidated financial results:**

1. The above consolidated financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on May 12, 2023.
2. These 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 consolidated financial results for the quarter ended March 31, 2023 and March 31, 2022 represents the balancing figure between the audited figures in respect of the full financial years ended March 31, 2023 and March 31, 2022 and the published unaudited year-to-date figures up to the third quarter of the respective financial years, which were subjected to a limited review by the statutory auditor.
4. As at March 31, 2023, the Parent Company has reassessed the recoverability of unrecognised deferred tax assets on unabsorbed depreciation and other deductible temporary differences. Considering the Parent Company has generated profits in previous year and continued generating the profits for the current year and forecasts taxable profits in future, the Parent Company is confident of utilisation of unabsorbed depreciation and other temporary differences accordingly, has recognised deferred tax asset amounting to Rs. 1,253.18 million as at March 31, 2023.
5. 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. This scheme has no impact on consolidated financial results of the group.
6. The Group is in the business of operating restaurants and has only one reportable operating segment as per Ind AS 108 – Operating Segments.
7. The consolidated financial results of the Group include financial results of one of the subsidiary Gamma Pizzakraft (Lanka) Private Limited (GPLPL) which 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 and the Sri Lankan government seeking financial assistance from International Monetary Fund (IMF), 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. 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 consolidated financial results. On the basis of the evaluation and current indicators of future economic conditions, the Group has concluded that no adjustments are required in respect to Goodwill and other assets pertaining to Sri Lanka operations. Management will continue to monitor the situation. Further, during the year and quarter ended March 31, 2023, the Group incurred Other comprehensive loss/ (gain) on account of exchange difference on translation of the foreign operation amounting to Rs. 14.48 million and Rs (37.73) million respectively.

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: May 12, 2023



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**Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended****To  
The Board of Directors of  
Sapphire Foods India Limited****Report on the audit of the Standalone Financial Results****Opinion**

We have audited the accompanying statement of quarterly and year to date standalone financial results of Sapphire Foods India Limited (the "Company") for the quarter ended March 31, 2023 and for the year ended March 31, 2023 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information of the Company for the quarter ended March 31, 2023 and for the year ended March 31, 2023.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Management's Responsibilities for the Standalone Financial Results**

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive loss of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

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# **S R B C & CO LLP**

Chartered Accountants

## **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## **Other Matter**

The Statement includes the results for the quarter ended March 31, 2023 being 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 current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

**For S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

  
per Vikram Mehta  
Partner

Membership No.: 105938

UDIN: 2310593886GxGGP-2623

Place: Mumbai

Date: May 12, 2023



*bc*



Sapphire Foods India Limited

Registered address :702, Prism Tower, A-Wing, Mindspace, Link Road, Goregaon (W), Mumbai- 40062, India  
CIN: L55204MH2009PLC197005, Email: info@sapphirefoods.in, Website: www.sapphirefoods.in

Statement of Audited Standalone Financial Results for the quarter and year ended March 31, 2023

(Rs. in Million except per share data)

| Particulars  | Quarter ended               |                 |                             | Year ended        |                  |
|--|-----------------------------|-----------------|-----------------------------|-------------------|------------------|
|  | 31.03.2023                  | 31.12.2022      | 31.03.2022                  | 31.03.2023        | 31.03.2022       |
|  | (Audited)<br>(Refer Note 3) | (Unaudited)     | (Audited)<br>(Refer Note 3) | (Audited)         | (Audited)        |
| <b>1 Income</b>  |                             |                 |                             |                   |                  |
| a) Revenue from operations                                       | 4,878.24                    | 5,143.69        | 3,983.27                    | 19,627.76         | 13,981.54        |
| b) Other income  | 89.97                       | 70.22           | 97.51                       | 289.41            | 340.93           |
| <b>Total income [1(a) + 1(b)]</b>                                | <b>4,968.21</b>             | <b>5,213.91</b> | <b>4,080.78</b>             | <b>19,917.17</b>  | <b>14,322.47</b> |
| <b>2 Expenses</b>  |                             |                 |                             |                   |                  |
| a) Cost of materials consumed                                    | 1,531.62                    | 1,625.59        | 1,211.30                    | 6,181.13          | 4,189.06         |
| b) Employee benefits expense                                     | 635.90                      | 599.71          | 506.87                      | 2,422.97          | 2,116.83         |
| c) Finance costs   | 229.81                      | 195.01          | 181.92                      | 794.68            | 667.33           |
| d) Depreciation and amortisation expense                         | 649.62                      | 611.77          | 492.98                      | 2,367.04          | 1,801.48         |
| e) Other expenses  | 1,814.50                    | 1,865.65        | 1,489.62                    | 7,143.41          | 5,299.70         |
| <b>Total expenses [2(a) to 2(e)]</b>                             | <b>4,861.45</b>             | <b>4,897.73</b> | <b>3,882.69</b>             | <b>18,909.23</b>  | <b>14,074.40</b> |
| <b>3 Profit before tax [1 - 2]</b>                               | <b>106.76</b>               | <b>316.18</b>   | <b>198.09</b>               | <b>1,007.94</b>   | <b>248.07</b>    |
| <b>4 Tax expense/ (credit)</b>                                   |                             |                 |                             |                   |                  |
| a) Current tax   | -                           | -               | -                           | -                 | -                |
| b) Deferred tax (refer note 4)                                   | (1,252.66)                  | -               | -                           | (1,252.66)        | -                |
| <b>Total Tax expense/ (credit) [4(a) + 4(b)]</b>                 | <b>(1,252.66)</b>           | <b>-</b>        | <b>-</b>                    | <b>(1,252.66)</b> | <b>-</b>         |
| <b>5 Profit after tax [3 - 4]</b>                                | <b>1,359.42</b>             | <b>316.18</b>   | <b>198.09</b>               | <b>2,260.60</b>   | <b>248.07</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      | (3.85)                      | (3.64)          | (0.09)                      | (2.08)            | (16.25)          |
| ii) Tax effect on above  | 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>(3.33)</b>               | <b>(3.64)</b>   | <b>(0.09)</b>               | <b>(1.56)</b>     | <b>(16.25)</b>   |
| <b>7 Total comprehensive income [5 + 6]</b>                      | <b>1,356.09</b>             | <b>312.54</b>   | <b>198.00</b>               | <b>2,259.04</b>   | <b>231.82</b>    |
| 8 Paid-up equity share capital [Face Value - Rs. 10/- per share] | 635.43                      | 635.43          | 635.43                      | 635.43            | 635.43           |
| 9 Other equity (excluding revaluation reserve)                   |                             |                 |                             | 12,205.88         | 9,780.88         |
| 10 Earnings per equity share (of Rs. 10/- each) (not annualised) |                             |                 |                             |                   |                  |
| a) Basic (Rs.)   | 21.39                       | 4.97            | 3.12                        | 35.58             | 4.16             |
| b) Diluted (Rs.)   | 21.18                       | 4.91            | 3.09                        | 35.16             | 4.12             |

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**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

Standalone Balance Sheet as at March 31, 2023

(Rs. in Million)

| Particulars  | As at            | As at            |
|--|------------------|------------------|
|  | 31st March, 2023 | 31st March, 2022 |
|  | (Audited)        | (Audited)        |
| <b>Assets</b>  |                  |                  |
| <b>Non-current assets</b>  |                  |                  |
| Property, Plant and Equipment  | 6,711.46         | 4,741.99         |
| Capital work-in-progress   | 488.27           | 265.18           |
| Right of use assets  | 7,488.00         | 5,784.45         |
| Goodwill   | 1,058.61         | 1,058.61         |
| Other Intangible assets  | 452.88           | 307.22           |
| Intangibles assets under development   | 11.47            | 4.76             |
| Financial assets   |                  |                  |
| i) Investment in subsidiary  | 1,817.12         | 1,685.85         |
| ii) Other financial assets   | 1,015.25         | 1,213.31         |
| Deferred Tax Assets (Net) (refer note 4)   | 1,253.18         | -                |
| Income tax assets (net)  | 53.17            | 48.93            |
| Other non-current assets   | 449.85           | 313.78           |
| <b>Total Non-Current assets</b>  | <b>20,799.26</b> | <b>15,424.08</b> |
| <b>Current Assets</b>  |                  |                  |
| Inventories  | 732.19           | 489.37           |
| Financial assets   |                  |                  |
| i) Investments   | 659.35           | 1,525.22         |
| ii) Trade receivables  | 151.84           | 118.35           |
| iii) Cash and cash equivalents   | 161.41           | 342.34           |
| iv) Bank balances other than cash and cash equivalents                                     | 1,739.77         | 1,954.20         |
| v) Other financial assets  | 801.94           | 861.21           |
| Other current assets   | 99.65            | 86.16            |
| <b>Total current assets</b>  | <b>4,346.15</b>  | <b>5,376.85</b>  |
| <b>Total Assets</b>  | <b>25,145.41</b> | <b>20,800.93</b> |
| <b>EQUITY AND LIABILITIES</b>  |                  |                  |
| <b>Equity</b>  |                  |                  |
| Equity share capital   | 635.43           | 635.43           |
| Other equity   | 12,205.88        | 9,780.88         |
| <b>Total equity</b>  | <b>12,841.31</b> | <b>10,416.31</b> |
| <b>Liabilities</b>   |                  |                  |
| <b>Non-current liabilities</b>   |                  |                  |
| Financial liabilities  |                  |                  |
| i) Borrowings  | 185.79           | 377.73           |
| ii) Lease Liabilities  | 7,254.94         | 6,005.89         |
| Provisions   | 80.54            | 76.34            |
| <b>Total non-current liabilities</b>   | <b>7,521.27</b>  | <b>6,459.96</b>  |
| <b>Current liabilities</b>   |                  |                  |
| Financial liabilities  |                  |                  |
| i) Borrowings  | 191.94           | 166.51           |
| ii) Lease Liabilities  | 1,391.31         | 707.78           |
| iii) Trade payables  |                  |                  |
| (a) total outstanding dues of micro enterprises and small enterprises                      | 20.05            | 35.06            |
| (b) total outstanding dues of creditors other than micro enterprises and small enterprises | 1,792.46         | 1,623.30         |
| iv) Other financial liabilities  | 1,180.45         | 1,172.21         |
| Other current liabilities  | 150.14           | 165.53           |
| Provisions   | 56.48            | 54.27            |
| <b>Total current liabilities</b>   | <b>4,782.83</b>  | <b>3,924.66</b>  |
| <b>Total Equity and Liabilities</b>  | <b>25,145.41</b> | <b>20,800.93</b> |

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CIN: L55204MH2009PLC197005, Email : info@sapphirefoods.in, Website :www.sapphirefoods.in

**Standalone Cash Flow Statement for the year ended March 31, 2023**

(Rs. in Million)

| Particulars   | Year ended<br>31st March, 2023 | Year ended<br>31st March, 2022 |
|---|--------------------------------|--------------------------------|
|   | (Audited)                      | (Audited)                      |
| <b>Cash flow from operating activities:</b>   |                                |                                |
| <b>Profit before tax</b>  | <b>1,007.94</b>                | <b>248.07</b>                  |
| Adjustments for:  |                                |                                |
| Depreciation and amortisation expense   | 2,367.04                       | 1,801.48                       |
| Finance cost  | 794.68                         | 667.33                         |
| Interest income   | (214.89)                       | (105.20)                       |
| Rental waiver   | (3.71)                         | (131.67)                       |
| Expenses on employee stock option scheme  | 148.15                         | 383.43                         |
| Provision for slow moving inventories   | 2.36                           | 7.02                           |
| Provision for doubtful deposits   | -                              | 4.05                           |
| Gain on fair value/sale of mutual funds   | (43.89)                        | (74.23)                        |
| Loss /(Profit) on sale/ discard of property, plant and equipment  | 15.90                          | (4.42)                         |
| Gain on termination of lease contract   | (15.12)                        | (25.11)                        |
| <b>Operating profit before working capital changes</b>  | <b>4,058.46</b>                | <b>2,770.75</b>                |
| <b>Changes in working capital</b>   |                                |                                |
| Increase in Trade Payables  | 154.15                         | 529.12                         |
| Decrease in Other liabilities   | (18.47)                        | (5.85)                         |
| (Decrease)/ Increase in Financial liabilities   | (287.19)                       | 584.61                         |
| Increase in Provisions  | 4.33                           | 3.71                           |
| Increase in Inventories   | (245.18)                       | (164.95)                       |
| Increase in Trade and Other Receivables   | (33.49)                        | (62.56)                        |
| Decrease/ (Increase) in Financial assets  | 471.63                         | (1,190.32)                     |
| Decrease/ (Increase) in Other assets  | 38.82                          | (47.92)                        |
| <b>Cash flow from operations</b>  | <b>4,143.06</b>                | <b>2,416.59</b>                |
| Income tax paid (net of refunds)  | (4.24)                         | (19.59)                        |
| <b>Net cash flow from operating activities (A)</b>  | <b>4,138.82</b>                | <b>2,397.00</b>                |
| <b>Cash flow from investing activities:</b>   |                                |                                |
| Purchase of property, plant and equipment and other intangible assets   | (3,444.32)                     | (2,466.26)                     |
| Proceeds from sale of property, plant and equipment   | 12.28                          | 7.65                           |
| Investment in subsidiary  | (110.00)                       | (75.50)                        |
| Inter corporate deposit placed with Subsidiary  | (240.00)                       | (120.00)                       |
| Inter corporate deposit realised from Subsidiary  | -                              | 19.00                          |
| Purchase of current Investments   | (12,106.44)                    | (6,566.79)                     |
| Proceeds from sale of current Investment  | 13,016.20                      | 5,383.21                       |
| Interest received   | 129.03                         | 8.10                           |
| Fixed deposits with banks realised/ (placed) (net)  | 207.31                         | (1,975.56)                     |
| <b>Net cash used in investing activities (B)</b>  | <b>(2,535.94)</b>              | <b>(5,786.15)</b>              |
| <b>Cash flow from financing activities:</b>   |                                |                                |
| Proceeds from issuance of equity share capital (including securities premium and net off of share issue expenses) | -                              | 4,690.05                       |
| Proceeds from long-term borrowings  | -                              | 266.64                         |
| Repayment of borrowings   | (170.64)                       | (339.79)                       |
| Payment of principal portion of lease liabilities   | (822.28)                       | (531.30)                       |
| Interest paid on lease liabilities  | (736.17)                       | (581.85)                       |
| Finance cost paid   | (54.72)                        | (84.11)                        |
| <b>Net cash (used in)/ generated from financing activities (C)</b>  | <b>(1,783.81)</b>              | <b>3,419.64</b>                |
| <b>Net (Decrease)/ increase in cash and cash equivalents (A+B+C)</b>  | <b>(180.93)</b>                | <b>30.49</b>                   |
| Cash and cash equivalents at the beginning of the year  | 342.34                         | 311.85                         |
| <b>Cash and cash equivalents at the end of the year</b>   | <b>161.41</b>                  | <b>342.34</b>                  |
| <b>Cash and cash equivalents comprise</b>   |                                |                                |
| Balances with banks in current accounts   | 109.85                         | 298.63                         |
| Cash on hand  | 51.56                          | 43.71                          |
| <b>Total cash and cash equivalents at the end of the year</b>   | <b>161.41</b>                  | <b>342.34</b>                  |

SIGNED FOR IDENTIFICATION  
BY   
S R B C & CO LLP  
MUMBAI

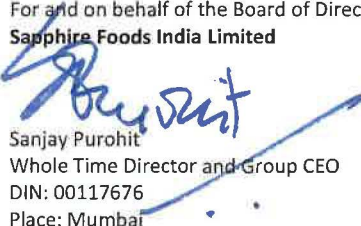




**Notes to Standalone financial results:**

1. The above standalone financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on May 12, 2023.
2. These 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 and March 31, 2022 represents the balancing figure between the audited figures in respect of the full financial years ended March 31, 2023 and March 31, 2022 and the published unaudited year-to-date figures up to the third quarter of the respective financial years, which were subjected to a limited review by the statutory auditor.
4. As at March 31, 2023, the company has reassessed the recoverability of unrecognised deferred tax assets on unabsorbed depreciation and other deductible temporary differences. Considering the Company has generated profits in previous year and continued generating the profits for the current year and forecasts taxable profits in future, the Company is confident of utilisation of unabsorbed depreciation and other temporary differences accordingly, has recognised deferred tax asset amounting to Rs. 1,253.18 million as at March 31, 2023.
5. 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 I) 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 that standalone financial results.
6. The Company is in the business of operating restaurants and has only one reportable operating segment as per Ind AS 108 – Operating Segments.
7. 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 and the Sri Lankan government seeking financial assistance from International Monetary Fund (IMF) and 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. 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.

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: May 12, 2023



Date: May 12, 2023

To,

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

Dear Sir/Madam,

**Subject: Declaration pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of the provisions of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we confirm that the Statutory Auditors of the Company, M/s. S. R. B. C & Co. LLP, Chartered Accountants (Firm Registration No. 324982E/E300003) have issued Audit Reports (Standalone and Consolidated) with unmodified opinion on the Audited Financial Results of the Company for the quarter and financial year ended March 31, 2023.

Request you to kindly take the same on record.

Thanking you,

For Sapphire Foods India Limited

**Vijay Jain**  
Chief Financial Officer

