

SEL MANUFACTURING COMPANY LIMITED

Regd. Office : 274, Dhandari Khurd, G.T. Road, Ludhiana - 141 014, Punjab, India
Tel : +91-161-7111117, Fax : +91-161-7111118, Website : www.selindia.in
CIN: L51909PB2000PLC023679



Dtd.: 08.04.2021

To,

BSE Limited
Department of Corporate Services
25th Floor
P J Towers
Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

Scrip Code: 532886 /SELMCL

Symbol: SELMCL

Dear Sir/Madam

Sub: UNAUDITED QUARTERLY AND NINE MONTHS PERIOD RESULTS:
Symbol: SELMCL Series: EQ ISIN No: INE105I01012

Further to our letter dated 31.03.2021, we are pleased to enclose herewith a copy of Companies Unaudited Financial Results (i.e. standalone and consolidated) for the quarter and nine months period ended 31.12.2020. These results have been considered and taken on record by the Board of Directors of the Company in its meeting held today i.e. 08.04.2021. The said meeting commenced at 03.00 p.m. and concluded at 05.50 p.m..

We hope you will find these in order.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For SEL Manufacturing Company Limited


(Authorised Signatory)

Encl.: As above

Statement of Standalone Unaudited Financial Results for the Quarter & Nine Months Ended December 31, 2020

PART-I		(Rs. in Lakhs)					
Sr. No.	Particulars	Unaudited Quarter Ended 31/12/2020	Unaudited Quarter Ended 30/09/2020	Unaudited Quarter Ended 31/12/2019	Unaudited Year to date 31/12/2020	Unaudited Year to date 31/12/2019	Audited Year Ended 31/03/2020
1	Income from operations						
	a) Revenue from operations	6,508.06	4,484.31	7,688.13	11,757.86	21,809.60	29,104.29
	b) Other income	64.40	(88.63)	841.98	177.12	2,846.74	7,659.79
	Total income from operations	6,572.46	4,395.68	8,530.11	11,934.98	24,656.34	36,764.08
2	Expenses						
	a) Cost of material consumed	707.78	481.09	1,966.67	1,257.31	5,876.61	6,324.90
	b) Purchase of stock-in-trade	-	-	-	-	-	-
	c) Changes in inventories of finished goods, work in progress and stock in trade	125.68	150.68	165.13	429.67	1,171.61	1,934.16
	d) Employee benefits expenses	1,590.28	1,191.99	1,511.35	3,176.39	5,121.98	6,792.17
	e) Finance Cost	14.35	12.39	24.49	29.50	107.47	121.05
	f) Depreciation and amortisation expenses	2,670.65	2,724.83	2,717.76	8,067.28	8,110.86	10,782.78
	g) Other expenses	6,000.43	4,101.30	5,077.91	11,209.18	16,104.76	20,884.03
	Total expenses	11,109.16	8,662.28	11,463.31	24,169.32	36,493.30	46,839.08
3	Profit from operations before exceptional items (1-2)	(4,536.70)	(4,266.59)	(2,933.20)	(12,234.34)	(11,836.96)	(10,075.00)
4	Exceptional Items	(813.86)	(2,016.73)	611.14	(2,632.34)	2,37,448.86	2,44,026.36
5	Profit (+)/ Loss (-) before tax (3+4)	(3,722.84)	(2,249.86)	(3,544.34)	(9,602.00)	(2,49,285.82)	(2,54,101.36)
6	Tax Expense	-	-	-	-	-	-
7	Net Profit (+)/ Loss (-) for the period from Continuing Operations tax (5-6)	(3,722.84)	(2,249.86)	(3,544.34)	(9,602.00)	(2,49,285.82)	(2,54,101.36)
8	Net Profit (+)/ Loss (-) from Discontinuing Operations	-	-	-	-	-	-
9	Tax Expense of Discontinuing Operations	-	-	-	-	-	-
10	Net Profit (+)/ Loss (-) from Discontinuing Operations	-	-	-	-	-	-
11	Net Profit (+)/ Loss (-) for the period (7+10)	(3,722.84)	(2,249.86)	(3,544.34)	(9,602.00)	(2,49,285.82)	(2,54,101.36)
12	Other Comprehensive Income						
	a (i) Items that will not be reclassified to Profit or Loss	(9.85)	15.70	37.70	21.38	248.44	62.28
	(ii) Income Tax relating to Items that will not be reclassified	-	-	-	-	-	-
	b (i) Items that will be reclassified to Profit or Loss	(217.43)	(172.88)	(176.53)	(575.61)	(555.83)	(779.99)
	(ii) Income Tax relating to Items that will be reclassified	-	-	-	-	-	-
13	Total Comprehensive Income for the Period (11+12)	(3,950.12)	(2,407.05)	(3,683.17)	(10,156.23)	(2,49,593.21)	(2,54,819.07)
14	Paid-up equity share capital of Rs. 10/- each	33,134.70	33,134.70	33,134.70	33,134.70	33,134.70	33,134.70
15	Other Equity	-	-	-	(5,25,064.30)	(5,09,682.22)	(5,14,908.07)
16	i. Earning per share (EPS) (for Continuing Operations) (in Rs.) (not annualised)						
	a) Basic	B- (1.12)	B- (0.68)	B- (1.07)	B- (2.90)	B- (75.23)	B- (76.69)
	b) Diluted	D- (1.12)	D- (0.68)	D- (1.07)	D- (2.90)	D- (75.23)	D- (76.69)
	ii. Earning per share (EPS) (for Discontinued Operations) (in Rs.) (not annualised)						
	a) Basic	-	-	-	-	-	-
	b) Diluted	-	-	-	-	-	-
	iii. Earning per Share (EPS) (for Discontinued & Continuing Operations) (in Rs.) (not annualised)						
	a) Basic	B- (1.12)	B- (0.68)	B- (1.07)	B- (2.90)	B- (75.23)	B- (76.69)
	b) Diluted	D- (1.12)	D- (0.68)	D- (1.07)	D- (2.90)	D- (75.23)	D- (76.69)

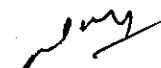
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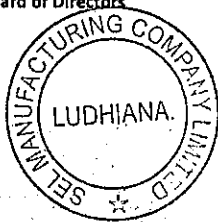
- The unaudited financial statements for the quarter and nine months ended December 31, 2020 have been taken on record by the Board of Directors at its meeting held on April 08, 2021. The information presented above is extracted from the unaudited financial statements. The financial statements are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
- Pursuant to an application filed before the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") by State Bank of India against SEL Manufacturing Company Limited ("Corporate Debtor" or the "Company"), under Section 7 of the Insolvency and Bankruptcy Code, 2016 read with the rules and regulations framed thereunder, as amended from time to time ("Code"), the NCLT vide its order ("Admission Order") dated April 11, 2018 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Corporate Debtor. Subsequently, the NCLT vide its order dated April 25, 2018 ("IRP Order") appointed Mr. Navneet Kumar Gupta as the resolution professional ("RP") of the Corporate Debtor. Resolution plan received for SEL Manufacturing Company Limited, from consortium of Arr Ess Industries Private Limited & Leading Edge Commercial FZ, has been approved by Committee of Creditors on October 6, 2020, under provisions of Insolvency & Bankruptcy Code and related Regulations. The Hon'ble National Company Law Tribunal has approved the Resolution Plan on February 10, 2021 and the plan has been implemented with effective date of March 13, 2021. Accordingly, the new Board has been constituted and taken over the management from the RP. Though the Resolution Plan has been implemented on March 13, 2021, the impact of implementation has not been considered in the unaudited financial statements for the quarter and nine months ended December 31, 2020 as the financials pertain prior to the period of implementation.
- The Directors of the Reconstituted Board were not in office for the period to which these financial results primarily pertain. During the CIRP Process (i.e. between April-11, 2018 to March 12, 2021), Resolution Professional (RP) was entrusted with and responsible for the management of the affairs of the Company. The Reconstituted Board is submitting these financial results in compliance with the Act and Listing Regulations and the Directors, as on date, are not to be considered responsible to discharge fiduciary duties with respect to the oversight on financial and operational health of the Company and performance of the management for the period prior to the acquisition. The Reconstituted Board of Directors have been in office only since March 13, 2021. Consequently, the Reconstituted Board has only a limited overview of the effectiveness of the internal financial and other controls of the Company.
- The Company has only one Reportable Segment i.e. Textiles, hence Segment Reporting is not applicable.



- 5 The Corporate Insolvency Resolution Process was initiated under "Insolvency and Bankruptcy Code, 2016" (as referred in Note No. 2 above). In view of this, the Company has stopped providing interest accrued and unpaid effective 1st April, 2016 in its books. The amount of such accrued and unpaid interest, calculated according to the CDR term, not provided for is estimated at Rs. 15,841 lakhs for the quarter ended December 31, 2020 and the same has not been considered for preparation of the financial results for the quarter & nine months ended December 31, 2020. Due to non-provision of the interest expense, net loss for the quarter and nine months ended December 31, 2020 is reduced by Rs. 45,161 lakhs. Further, the Financial Liability is reduced by Rs. 246,401 lakhs and correspondingly the equity is increased by the same amount.
- 6 During the quarter & nine months ended, the Company has written made provision on allowance for trade receivables and advances to supplier's aggregating to Rs. (2,632) lakhs, net of amount collected and provision made, in compliance of Ind AS 109, which is charged to charged profit & loss as exceptional item.
- 7 During the year 2019-20, Central Bureau of Investigation carried out search & seizure action at the registered office of the Company and the residence of the erstwhile Directors of the Company on 5th November 2019 from 09.30 AM to 09.00 PM. under section 165 of the Criminal Procedure Code on the Company and its erstwhile directors. The consequential proceedings are in progress.
- 8 During the year 2019-20, the Company has received notice dated February 13, 2020 on February 26, 2020 from the Ministry of Corporate Affairs further ordering the investigation of books of accounts and papers under section 210(1)(c) of the Companies Act, 2013 and the erstwhile Directors of the Company under section 217(5) of the Companies Act, 2013 have been issued summons to appear before the authorities. The consequential proceedings are in progress.
- 9 During the year, the Company has received summon dated March 4, 2020 on March 12, 2020 from the Directorate General of GST Intelligence under section 14 of the Central Excise Act, 1944 to give evidence truthfully on such matters concerning the enquiry as may be asked and produce the documents and records for examination. The consequential proceedings are in progress.
- 10 Subsequent to the year end March 31, 2020, the Principal Commissioner of Income Tax (Central), Ludhiana filed an appeal before the Hon'ble High Court of Punjab & Haryana which was heard on November 4, 2020 in the matter pertaining to the assessment u/s 153 w.r.s 143(3) of the Income-Tax Act, 1961 for the assessment years 2010-11, 2011-12 & 2013-14, which was completed on January 31, 2017 where an amount of INR 280.00 crores was demanded from the Company. Appeals that were filed before the CIT (A) on July 27, 2017 were decided by the CIT (A) on December 29, 2017 against the company. On February 02, 2018, Company filed an appeal before the ITAT, Chandigarh bench against the order of CIT (A) and the same had been decided by the ITAT in the favor of the Company on February 28, 2019.
- 11 Figures relating to the previous period have been regrouped/rearranged, wherever necessary to make them comparable with those of the current period.

For and on behalf of Board of Directors


Naveen Arora
Whole Time Director
DIN.: 09114375.



Date: 08.04.2021
Place: Ludhiana

Statement of Consolidated Audited Financial Results for the Quarter & Nine Months Ended December 31, 2020

PART - I							(Rs. in Lakhs)	
Sr. No.	Particulars	Unaudited Quarter Ended 31/12/2020	Unaudited Quarter Ended 30/09/2020	Unaudited Quarter Ended 31/12/2019	Unaudited Year to date 31/12/2020	Unaudited Year to date 31/12/2019	Audited Year Ended 31/03/2020	
1	Income from operations							
	a) Revenue from operations	8,054.07	6,750.21	9,173.74	15,869.40	25,850.13	35,261.58	
	b) Other income	66.45	(120.35)	1,043.38	214.12	3,606.26	9,902.99	
	Total income from operations	8,120.51	6,629.85	10,217.12	16,083.51	29,456.38	45,164.57	
2	Expenses							
	a) Cost of material consumed	1,128.57	1,854.21	2,583.73	3,068.44	6,781.27	6,809.23	
	b) Purchase of stock-in-trade	-	-	-	-	-	732.80	
	c) Changes in inventories of finished goods, work in progress and stock in trade	87.95	(153.08)	(31.25)	88.18	1,845.04	2,608.94	
	d) Employee benefits expenses	1,959.29	1,546.68	1,982.60	4,062.90	6,676.56	9,027.33	
	e) Finance Cost	15.19	13.27	25.82	32.21	223.11	263.06	
	f) Depreciation and amortisation expenses	3,608.59	3,662.51	3,658.73	10,870.39	10,933.25	14,505.62	
	g) Other expenses	7,410.93	5,511.21	5,944.96	14,320.06	18,412.56	24,428.96	
	Total expenses	14,210.52	12,434.79	14,164.59	32,442.18	44,871.80	58,375.96	
3	Profit from operations before exceptional items (1-2)	(6,090.01)	(5,804.94)	(3,947.47)	(16,358.67)	(15,415.41)	(13,211.39)	
4	Exceptional Items	(1,151.82)	(3,957.31)	1,076.80	(4,863.91)	36,522.26	45,524.79	
5	Profit (+)/ Loss (-) before tax (3+4)	(4,938.19)	(1,847.62)	(5,024.27)	(11,494.76)	(51,937.68)	(58,736.18)	
6	Tax Expense	-	-	-	-	-	-	
7	Net Profit (+)/ Loss (-) for the period from Continuing Operations	(4,938.19)	(1,847.62)	(5,024.27)	(11,494.76)	(51,937.68)	(58,736.18)	
8	Net Profit (+)/ Loss (-) from Discontinuing Operations	-	-	-	-	-	-	
9	Tax Expense of Discontinuing Operations	-	-	-	-	-	-	
10	Net Profit (+)/ Loss (-) from Discontinuing Operations after tax	-	-	-	-	-	-	
11	Net Profit (+)/ Loss (-) for the period (7+10)	(4,938.19)	(1,847.62)	(5,024.27)	(11,494.76)	(51,937.68)	(58,736.18)	
12	Profit/(Loss) attributable to							
	(1) Owners of the Company	(4,938.19)	(1,847.61)	(5,025.65)	(11,494.75)	(51,936.98)	(58,735.34)	
	(2) Non-Controlling Interests	0.00	(0.01)	1.38	(0.02)	(0.69)	(0.84)	
	Profit/(Loss) for the period	(4,938.19)	(1,847.62)	(5,024.27)	(11,494.76)	(51,937.68)	(58,736.18)	
13	Other Comprehensive Income							
	a (i) Items that will not be reclassified to Profit or Loss	(5.26)	64.83	50.87	109.57	264.72	96.79	
	(ii) Income Tax relating to Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-	
	b (i) Items that will be reclassified to Profit or Loss	(241.18)	(241.19)	(260.71)	(1,432.70)	(928.77)	(1,148.65)	
	(ii) Income Tax relating to Items that will be reclassified to Profit or Loss	-	-	-	-	-	-	
14	Total Comprehensive Income for the Period (11+13)	(5,184.63)	(2,023.98)	(5,234.11)	(12,817.89)	(52,601.73)	(59,788.04)	
	Total Comprehensive Income attributable to							
	(1) Owners of the Company	(5,184.64)	(2,023.96)	(5,235.49)	(12,817.88)	(52,601.04)	(59,787.20)	
	(2) Non-Controlling Interests	0.00	(0.01)	1.38	(0.02)	(0.69)	(0.84)	
	Total Comprehensive Income	(5,184.63)	(2,023.98)	(5,234.11)	(12,817.89)	(52,601.73)	(59,788.04)	
15	Paid-up equity share capital of Rs. 10/- each	33,134.70	33,134.70	33,134.70	33,134.70	33,134.70	33,134.70	
16	Other Equity				(3,82,020.59)	(3,62,138.38)	(3,69,154.74)	
17	i. Earning per share (EPS) (for Continuing Operations)							
	(in Rs.) (not annualised)							
	a) Basic	B- (1.49)	B- (0.56)	B- (1.52)	B- (3.47)	B- (15.67)	B- (17.73)	
	b) Diluted	D- (1.49)	D- (0.56)	D- (1.52)	D- (3.47)	D- (15.67)	D- (17.73)	
	ii. Earning per share (EPS) (for Discontinued Operations)							
	(in Rs.) (not annualised)							
	a) Basic	-	-	-	-	-	-	
	b) Diluted	-	-	-	-	-	-	
	iii. Earning per Share (EPS) (for Discontinued & Continuing Operations)							
	(in Rs.) (not annualised)							
	a) Basic	B- (1.49)	B- (0.56)	B- (1.52)	B- (3.47)	B- (15.67)	B- (17.73)	
	b) Diluted	D- (1.49)	D- (0.56)	D- (1.52)	D- (3.47)	D- (15.67)	D- (17.73)	

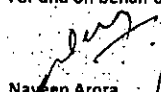
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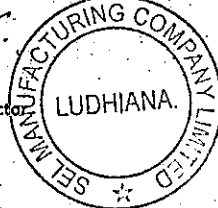
- The unaudited financial statements for the quarter and nine months ended December 31, 2020 have been taken on record by the Board of Directors at its meeting held on April 08, 2021. The information presented above is extracted from the unaudited financial statements. The financial statements are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
- Pursuant to an application filed before the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") by State Bank of India against SEL Manufacturing Company Limited ("Corporate Debtor" or the "Parent Company"), under Section 7 of the Insolvency and Bankruptcy Code, 2016 read with the rules and regulations framed thereunder, as amended from time to time ("Code"), the NCLT vide its order ("Admission Order") dated April 11, 2018 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Corporate Debtor. Subsequently, the NCLT vide its order dated April 25, 2018 ("IRP Order") appointed Mr. Navneet Kumar Gupta as the resolution professional ("RP") of the Corporate Debtor. Resolution plan received for SEL Manufacturing Company Limited, from consortium of Air Ess Industries Private Limited & Leading Edge Commercial FZ, has been approved by Committee of Creditors on October 6, 2020, under provisions of Insolvency & Bankruptcy Code and related Regulations. The Hon'ble National Company Law Tribunal has approved the Resolution Plan on February 10, 2021 and the plan has been implemented with effective date of March 13, 2021. Accordingly, the new Board has been constituted and taken over the management from the RP. Though the Resolution Plan has been implemented on March 13, 2021, the impact of implementation has not been considered in the unaudited financial statements for the quarter and nine months ended December 31, 2020 as the financials pertain prior to the period of implementation.



- 3 The Directors of the Reconstituted Board were not in office for the period to which these financial results primarily pertain. During the CIRP Process (i.e. between April 11, 2018 to March 12, 2021), Resolution Professional (RP) was entrusted with and responsible for the management of the affairs of the Parent Company. The Reconstituted Board is submitting these financial results in compliance with the Act and Listing Regulations and the Directors, as on date, are not to be considered responsible to discharge fiduciary duties with respect to the oversight on financial and operational health of the Company and performance of the management for the period prior to the acquisition. The Reconstituted Board of Directors have been in office only since March 13, 2021. Consequently, the Reconstituted Board has only a limited overview of the effectiveness of the internal financial and other controls of the Company.
- 4 The Company has only one Reportable Segment i.e. Textiles, hence Segment Reporting is not applicable.
- 5 In the case of Parent Company, the Corporate Insolvency Resolution Process was initiated under "Insolvency and Bankruptcy Code, 2016". In view of this, the Company has stopped providing interest accrued and unpaid effective April 1, 2016 in its books. And in the case of one of its subsidiary company, the secured lenders have stopped charging interest on debts, since the dues from the company has been categorized as Non Performing Asset and the company is in active discussion/negotiation with their lenders to restructure their debts at a sustainable level including waiver of unpaid interest. In view of the above, the Parent Company & one of its subsidiary has stopped providing interest accrued and unpaid effective April 1, 2016 in its books. The amount of such accrued and unpaid interest (including penal interest) not provided for is estimated at Rs. 22,594 lakhs for the quarter ended December 31, 2020 and accordingly the same has not been considered for preparation of the financial statements for the quarter & nine months ended December 31, 2020. Due to non provision of the interest expense, net loss for the quarter and nine months ended December 31, 2020 is reduced by Rs. 64,315 lakhs. Further the Financial Liability is reduced by Rs. 349,946 lakhs and correspondingly the equity is increased by the same amount.
- 6 During the quarter & nine months ended, the Parent and one of its subsidiary Company has written made provision on allowance for trade receivables and advances to suppliers aggregating to Rs. (4,864) lakhs, net of amount collected and provision made, in compliance of Ind AS 109, which is charged to charged profit & loss as exceptional item.
- 7 During the year 2019-20, Central Bureau of Investigation carried out search & seizure action at the registered office of the Parent Company and the residence of the erstwhile Directors of the Company on 5th November 2019 from 09.30 AM to 09.00 PM. under section 165 of the Criminal Procedure Code on the Company and its erstwhile directors. Subsequent to the year end March 31, 2020, Central Bureau of Investigation carried out search & seizure action at the registered office of one of the subsidiary company SEL Textiles Limited and the residence of the Directors of the Company on 14th August, 2020 under section 165 of the Criminal Procedure Code on the Company and its directors. The consequential proceedings are in progress. The consequential proceedings in the case of the said companies are in progress.
- 8 During the year 2019-20, the Parent Company has received notice dated February 13, 2020 on February 26, 2020 from the Ministry of Corporate Affairs further ordering the investigation of books of accounts and papers under section 210(1)(c) of the Companies Act, 2013 and the erstwhile Directors of the Company under section 217(5) of the Companies Act, 2013 have been issued summons to appear before the authorities. The consequential proceedings are in progress.
- 9 During the year, the Parent Company has received summon dated March 4, 2020 on March 12, 2020 from the Directorate General of GST Intelligence under section 14 of the Central Excise Act, 1944 to give evidence truthfully on such matters concerning the enquiry as may be asked and produce the documents and records for examination. The consequential proceedings are in progress.
- 10 Subsequent to the year end March 31, 2020, the Principal Commissioner of Income Tax (Central), Ludhiana filed an appeal before the Hon'ble High Court of Punjab & Haryana which was heard on November 4, 2020 in the matter pertaining to the assessment u/s 153 w.r.s 143(3) of the Income Tax Act, 1961 for the assessment years 2010-11, 2011-12 & 2013-14, which was completed on January 31, 2017 where an amount of INR 280.00 crores was demanded from the Parent Company. Appeals that were filed before the CIT (A) on July 27, 2017 were decided by the CIT (A) on December 29, 2017 against the parent company. On February 02, 2018, Company filed an appeal before the ITAT, Chandigarh bench against the order of CIT (A) and the same had been decided by the ITAT in the favor of the parent company on February 28, 2019.
- 11 Figures relating to the previous period have been regrouped/rearranged, wherever necessary to make them comparable with those of the current period.

For and on behalf of Board of Directors


Naveen Arora
Whole Time Director
DIN.: 09114375

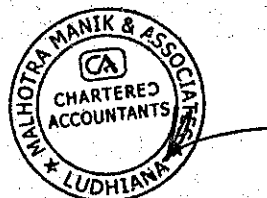


Date: 08.04.2021
Place: Ludhiana

Independent Auditor's Review Report on Quarterly and Year to date Unaudited Standalone Financial Results of SEL Manufacturing Company Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors,
SEL Manufacturing Company Limited,

1. We have reviewed the accompanying Statement of unaudited standalone financial results of SEL Manufacturing Company Limited (the company) for the quarter ended December 31, 2020 and year to date from April 01, 2020 to December 31, 2020 ("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 read with SEBI Circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. The Company had been under the corporate insolvency resolution process under the provisions of the Insolvency and Bankruptcy Code, 2016 ('the Code'). The Resolution plan received from the consortium of Arr Ess Industries Private Limited & Leading Edge Commercial FZ, had been approved by the National Company Law Tribunal on February 10, 2021 and the same had been implemented with effective date of March 13, 2021. Accordingly, the new Board has been constituted and taken over the management from the Resolution Professional. Though the Resolution Plan has been implemented on March 13, 2021, the impact of implementation has not been considered in the unaudited financial statements for the quarter and nine months ended December 31, 2020 as the financials pertain prior to the period of implementation.
3. This Statement, which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (INDAS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
4. 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.

Basis for Qualified Opinion

1. *The company has not provided the provision of interest amounting to Rs 15,841 lacs pertaining to quarter and nine months ended December 31, 2020 on NPA classified bank borrowings which is not in compliance with the requirements of para 27 of the INDAS-1-Presentation of Financial Statements w.r.t. preparation of financial statements on accrual basis. Consequently, borrowings are not reflected at fair value in financial statements as required by INDAS-109, Financial Instruments.*

We further report that, had the impact of our observation made in para (1) above been considered, the net loss and borrowings for the quarter and Nine months ended December 31, 2020 would have been increased by Rs. 15,841 lacs and Rs.45,161 lacs respectively and the equity would have been reduced by the same amount.

Qualified Opinion

Based on our review conducted as above, nothing except the above observation has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results read with notes thereon, prepared in accordance with the aforesaid Indian Accounting Standards (INDAS) Prescribed under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material Uncertainty Related to Going Concern

Refer to Notes no. 2 of the unaudited standalone financial results, the Company had been under the corporate insolvency resolution process under the provisions of the Insolvency and Bankruptcy Code, 2016 ('the Code'). The Resolution plan had been approved by the National Company Law Tribunal and the same had been implemented with effective date of March 13, 2021.

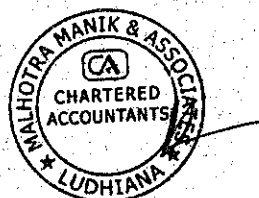
However during the period under review, the company has carried out job work operations in major spinning plants instead of pursuing its own manufacturing activities and major source of operating income during the quarter under consideration is from job work. The company has incurred net loss resulting into accumulated losses leading to erosion of entire net worth and current liabilities have exceeded the current assets of the company.

These conditions indicate the existence of a material uncertainty that may cast significant doubt on the company's ability to continue as going concern.

Emphasis of Matter

We draw attention to the following matters:

1. Note No. 6 of the unaudited standalone financial results, the Company has written back excess provision made on allowance for Trade Receivables and Advances to suppliers aggregating to

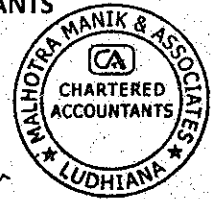


Rs. (2,632) Lacs net of amount collected and provision made in compliance of IND AS-109 for the nine months ended on December 31, 2020.

2. Contingency relating to export incentives obligation refundable in respect of allowance for foreign trade receivables amounting Rs. 3,855 lacs (as per audited standalone financial statements as at March 31, 2020) which is further subject to interest and penalties.

Our conclusion is not modified in respects of the matters reported in para (1 to 2) of Emphasis of matters.

FOR MALHOTRA MANIK & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 015848N



Manik Malhotra

(CA. MANIK MALHOTRA)

PARTNER

M.No. 094604

PLACE: LUDHIANA
DATED: 08.04.2021

UDIN - 21094604AAAABG1972

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

To
The Board of Directors,
SEL Manufacturing Company Limited,

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of SEL Manufacturing Company Limited (the "Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended December 31, 2020 and year to date from April 01, 2020 to December 31, 2020 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Parent company had been under the corporate insolvency resolution process under the provisions of the Insolvency and Bankruptcy Code, 2016 ('the Code'). The Resolution plan received from the consortium of Arr Ess Industries Private Limited & Leading Edge Commercial FZ, had been approved by the National Company Law Tribunal on February 10, 2021 and the same had been implemented with effective date of March 13, 2021. Accordingly, the new Board has been constituted and taken over the management from the Resolution Professional. Though the Resolution Plan has been implemented on March 13, 2021, the impact of implementation has not been considered in the unaudited financial statements for the quarter ended December 31, 2020 as the financials pertain prior to the period of implementation.
3. This Statement, which is the responsibility of the Parent's Management and has been approved by Board of Director of the Parent Company, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (INDAS-34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
4. 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.



We also performed procedures in accordance with the Circular No. CIR/CFD/CMDI/44/20 19 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.

The Statement includes the financial results of following entities:

1. SEL Manufacturing Company Limited. (Parent Company)
2. SEL Textiles Limited (Subsidiary Company)
3. SEL Aviation Private Limited (Subsidiary Company)
4. SE Exports (Subsidiary Firm)

Basis for Qualified Opinion

1. *The Group has not provided the provision of interest amounting to Rs 22,594 lacs pertaining to the quarter and nine months ended December 31, 2020 on NPA classified bank borrowings which is not in compliance with the requirements of para 27 of the INDAS-1-Presentation of Financial Statements w.r.t. preparation of financial statements on accrual basis. Consequently, borrowings are not reflected at fair value in financial statements as required by INDAS-109, Financial Instruments.*
2. *The Group has not provided to us for our review any working regarding impairment testing conducted to assess recoverable amount of Capital work in progress of Rs 38,990 lacs (relating to subsidiary company) outstanding as at 31st December, 2020. We are unable to comment on whether the company needs to make a provision in respect of impairment losses on above as required under Ind AS 36 Impairment of Assets.*
3. *The group has not provided for any allowance under ECL model for interest subsidy receivable amounting to Rs. 6,331 lacs (relating to subsidiary company) which consists of interest subsidy under TUFs from banks for the financial years 2013-14 to 2016-17.*

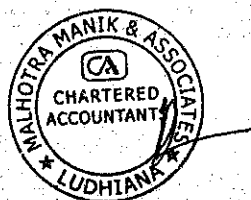
We further report that, except for the effects, if any, of the matters stated in paragraphs (2&3) above which are not ascertainable, had the impact of our observations made in para (1) above been considered, the net loss and borrowings for the quarter and nine months ended December 31,2020 would have been increased by Rs.22,594 lacs and Rs.64,315 lacs respectively and the equity would have been reduced by the same amount. The financial impact of matters stated in paragraphs 2&3 to the Basis for Qualified Opinion can't be measured reliably.

Qualified Opinion

Based on our review conducted as above, nothing except the above observation has come to our attention that causes us to believe that the accompanying statement of Consolidated unaudited financial results read with notes thereon, prepared in accordance with the aforesaid Indian Accounting Standards (INDAS) Prescribed under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material Uncertainty Related to Going Concern

Refer to Notes no. 2 of the unaudited standalone financial results, the Parent Company had been under the corporate insolvency resolution process under the provisions of the Insolvency and Bankruptcy Code,



2016 ('the Code'). The Resolution plan had been approved by the National Company Law Tribunal and the same had been implemented with effective date of March 13, 2021. Moreover the terms and conditions of the sanctioned CDR package w.r.t. interest and principal repayment (relating to subsidiary company) were not complied with. Consequently, the bank accounts of the subsidiary company also became non performing.

Further, during the period under Review, the Group has carried out job work operations in major spinning plants instead of pursuing its own manufacturing activities and major source of operating income during the quarter under consideration is from job work. The Group has incurred net loss resulting into accumulated losses leading to erosion of entire net worth and current liabilities have exceeded the current assets of the Group,

These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as going concern.

Emphasis of Matter

We draw attention to the following matters:

1. Note No. 6 of the unaudited consolidated financial results, the Group has written back excess provision made on allowance for Trade Receivables and Advances to suppliers and other current assets aggregating to Rs (4864) Lacs net of amount collected and provision made in compliance of IND AS-109 for the nine months ended on December 31, 2020.
2. Contingency relating to export incentives obligation refundable in respect of allowance for foreign trade receivables amounting Rs. 4,921 lacs (as per audited consolidated financial statements as at March 31, 2020) which is further subject to interest and penalties.

Our conclusion is not modified in respects of the matters reported in para (1 to2) of Emphasis of matters.

Other Matters

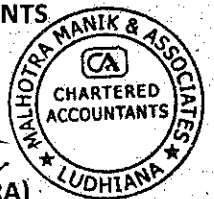
We draw attention to the following matter:

1. We did not review the interim financial results of three subsidiaries included in the consolidated financial results whose interim financial results reflect revenues from operations of Rs. 1545 lacs and Rs.4111 lacs for the quarter and nine months ended December 31, 2020. The consolidated financial results also include the group's share of net loss of Rs.1885 lacs for the nine months ended 31st December, 2020.

Our conclusion is not modified in respect of the matters reported in Other Matter.

FOR MALHOTRA MANIK & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 015848N

Manik Malhotra
(CA. MANIK MALHOTRA)
PARTNER
M.No. 094604



PLACE: LUDHIANA
DATED: 08.04.2021

UDIN: 21094604AAAABH9086