



13.02.2024

The Listing Department, <b>National Stock Exchange of India Limited</b> "Exchange Plaza", C-1, Block-G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051  SCRIP CODE: VARDMNPOLY	The Listing Department, <b>BSE Limited</b> 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street Fort, Mumbai- 400001  SCRIP CODE: 514175
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**SUBJECT: OUTCOME OF BOARD MEETING**

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable regulations of SEBI (LODR) Regulations, 2015, we hereby inform you that the board of directors of the company at its meeting held today i.e., Tuesday, 13<sup>th</sup> February, 2024 have, inter alia considered and approved the following:

1. Un-audited Financial Results for the quarter ended 31<sup>st</sup> December, 2023 along with the Limited Review Report thereon as received from the Statutory Auditor of the company.

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, we are enclosing herewith the Unaudited Financial Results of the Company for the quarter ended 31<sup>st</sup> December, 2023 together with Limited Review Report thereon.

2. Issuance of equity shares of the Company for an amount not exceeding Rs. 50 Crores by way of a rights issue to the eligible equity shareholders of the Company as on the record date (to be determined and notified subsequently), in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Companies Act, 2013 and other applicable laws, at such price and on such terms and conditions as may be decided by the Board or a duly constituted committee of the Board in accordance with applicable laws, subject to receipt of necessary approvals, as may be required.

The meeting of Board of Directors commenced at 4.00 pm and concluded at 5.00 pm.

This is for your information and record please.

Thanking you,  
Yours truly,

**For Vardhman Polytex Limited**

**Ajay K. Ratra**  
**Company Secretary**

Encl: As above

**VARDHMAN POLYTEX LTD.**

Regd. Office : 'Vardhman Park, Chandigarh Road, Ludhiana - 141123'

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**STATEMENT OF FINANCIAL RESULTS FOR QUARTER AND NINE MONTHS ENDED 31st DEC., 2023**

(Rs. In Lakh)

Sl. No	Particulars	Quarter ended			Nine Months ended		Year ended	
		31st Dec	30th Sep	31st Dec	31st Dec	31st Dec	31st Mar	2023
		2023	2023	2022	2023	2022	2023	Audited
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
1	Revenue from operations	6,081.37	10,060.48	9,296.83	29,695.27	45,237.07	61,551.04	
2	Other income	287.43	178.92	75.11	2,445.26	372.71	615.82	
3	<b>Total Income (1+2)</b>	<b>6,368.80</b>	<b>10,239.40</b>	<b>9,371.94</b>	<b>32,140.53</b>	<b>45,609.78</b>	<b>62,166.86</b>	
4	<b>Expenses</b>							
	A) Cost of material consumed	5,709.97	8,556.27	9,171.41	26,533.32	32,850.09	46,825.84	
	B) Purchase of Stock in Trade	-	-	-	-	4,088.19	4,088.19	
	C) Changes in inventories of finished goods, stock in trade and work in progress	69.33	1,165.67	(792.37)	275.31	1,618.17	2,126.15	
	D) Employee benefit expense	920.22	983.29	1,091.78	3,042.06	3,348.93	4,518.37	
	E) Finance costs	(2,258.31)	1,296.26	1,393.07	321.10	4,071.43	5,340.09	
	F) Depreciation and amortisation expense	261.56	264.94	297.11	800.67	929.64	1,219.39	
	G) Power & Fuel Cost	636.55	902.24	924.63	2,804.47	3,161.98	4,462.72	
	H) Other Expenditure	498.28	477.45	718.45	1,134.18	2,270.95	3,156.60	
	<b>Total Expenses</b>	<b>5,837.60</b>	<b>13,646.12</b>	<b>12,804.08</b>	<b>34,911.11</b>	<b>52,339.38</b>	<b>71,737.35</b>	
5	<b>Profit from operations before tax and exceptional items (3-4)</b>	<b>531.20</b>	<b>(3,406.72)</b>	<b>(3,432.14)</b>	<b>(2,770.58)</b>	<b>(6,729.60)</b>	<b>(9,570.49)</b>	
6	Exceptional items : Income / (Loss)	-	-	5,083.94	-	7,667.54	9,719.63	
7	<b>Profit/(Loss) before tax and after exceptional items (5-6)</b>	<b>531.20</b>	<b>(3,406.72)</b>	<b>1,651.80</b>	<b>(2,770.58)</b>	<b>937.94</b>	<b>149.14</b>	
8	Tax expenses	-	-	-	-	-	-	
9	<b>Net Profit/(Loss) after tax (7-8)</b>	<b>531.20</b>	<b>(3,406.72)</b>	<b>1,651.80</b>	<b>(2,770.58)</b>	<b>937.94</b>	<b>149.14</b>	
	Other comprehensive income/ (loss), net of taxes	(5.95)	(5.95)	(3.78)	(17.86)	(11.33)	(23.81)	
10	<b>Total Comprehensive Income/(Loss) for the period [Comprising Profit / (loss) for the period (after tax) and Other Comprehensive Income/(Loss) (after tax)]</b>	<b>525.25</b>	<b>(3,412.67)</b>	<b>1,648.02</b>	<b>(2,788.44)</b>	<b>926.61</b>	<b>125.33</b>	
11	Paid-up equity share capital (Face value-Rs.10 per equity share)	2,729.10	2,429.10	2,229.10	2,729.10	2,229.10	2,229.10	
	Other Equity	(38,913.21)	(40,049.69)	(37,658.51)	(38,913.21)	(37,658.51)	(38,459.77)	
	Earnings per share (of Rs.10 each) (for the period - not annualised)	2.23	(15.12)	7.41	(11.62)	4.21	0.67	
	- Basic (Rs.)	1.70	(11.70)	7.41	(8.89)	4.21	0.67	
	- Diluted (Rs.)							



*(Signature)*  
*(Signature)*

**Notes:**

- 1 The above financial results for the Quarter and Nine months ended 31st December, 2023 were reviewed by the Audit Committee and thereafter have been adopted by the Board at its meeting held on 13th February, 2024. The company has prepared the financial results in accordance with Indian Accounting Standards (IND AS) as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and SEBI's circulars, and the management has exercised necessary due diligence to ensure that the financial results present a true and fair view of the company's affairs. The statutory auditors of the Company have carried out a Limited Review of these unaudited financial results pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended.
- 2 Regarding the Auditors qualification w.r.t. repayment of FCCB liability, the Company has settled the matter with Axis bank where in a payment plan has been agreed (Final payment date being 30th September 2024) and the company is making payment as per the plan. The qualification still stands as on 31.12.2023.
- 3 The company has settled its debt with all of the lender banks by way of OTS/assignment. Full payment to the respective banks settled by way of OTS has already been made. The remaining banks have assigned their respective shares to Phoenix ARC (Sole lender now) through Assignment Agreements. The Company has accepted/ signed the letter of acceptance (LOA) dated 08.11.2023 of Phoenix ARC for restructuring of debt and the said debt is repayable in monthly installments upto Sep., 2026 as per repayment schedule of LOA. As per the LOA, the liability will recast to the original amount in case of default. Taking a conservative view, we have not written back the entire difference between the assigned debt and final payable amount as settled in the LOA. We have only written back the difference between the assigned amount and amount outstanding in our books. This difference was mainly due to interest being booked in our books keeping in view the accrual concept. So the entire reversal has been grouped in financial costs leading to a negative figure for the quarter.
- 4 During the current quarter, 30,00,000 equity shares have been allotted to the non-promoters on conversion of 30,00,000 warrants, after receipt of an balance amount equivalent to 75% of the Warrant Issue Price as required under SEBI (ICDR) Regulations. As on date, balance 80,00,000 convertible warrants stand pending for conversion according to the terms.
- 5 Despite net worth having been fully eroded, the Management is of the view that the company is an operative company. In view of the same, the financial statements have been prepared on a "Going Concern" basis.
- 6 The company has entered into arrangement with few vendors from whom company is purchasing raw materials and selling finished goods to them.
- 7 The business of company falls within a single Primary Segment Viz, Textile and hence, the disclosure requirement of IND-AS 108 'Operating segment' is not applicable.
- 8 Figures relating to previous period have been regrouped/rearranged, where necessary to make them comparable with those of the current period.

Place : Ludhiana  
Date : 13.02.2024



For Vardhman Polytex Ltd.

(Adish Oswal)

Chairman and Managing Director

(DIN 00009710)

*Adish Oswal*



# **ROMESH K. AGGARWAL & ASSOCIATES**

CHARTERED ACCOUNTANTS

Head Office – GT Road, Miller Ganj, Ludhiana-141003

Delhi Chandigarh Ludhiana

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## **INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS**

To  
The Board of Directors,  
Vardhman Polytex Ltd.

1. We have reviewed the accompanying statement of unaudited financial results of **Vardhman Polytex Limited** ("the Company") for the quarter and nine months ended December 31, 2023 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligation and disclosure requirements) Regulations, 2015 as amended ("the Listing Regulations").

2. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial reporting" (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity," issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. The company had credited profit of Rs 396.44 lacs due on payment of FCCB liability to the statement of profit & loss during the period ending March 31, 2017. This profit should have been credited in the statement of profit & loss on payment of FCCB liability. As per Note No.2 of the accompanying Financial Results, the Company has settled the matter with Axis bank where in a payment plan has been agreed (Final payment date being 30th September 2024) and the company is making payment as per the plan. This matter was also qualified in all the previous limited review/audit reports submitted by us.



5. Based on our review conducted as above, except for the effect of our observation stated in Para 4 above, nothing has come to our attention that causes us to believe that the accompanying statement prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Romesh K Aggarwal & Associates  
Chartered Accountants

FRN - 000711N



Ruchir Singla  
Partner

M. No. 519347

Place - Ludhiana

Dated – February 13, 2024

UDIN - 24519347BKFJLJ6385