

To,
Manager, Listing compliance Department
National Stock Exchange

Date: 19.12.2019

SUBJECT: CLARIFICATION REGARDING FINANCIAL RESULTS

Dear Sir,

This is with reference to your mail dated 18.12.19 and telephonic talk, we hereby submit the consolidated limited review report as well as half yearly financial results, especially Profit and Loss Account as suggested and as per format prescribed by SEBI.

You are requested to take on record the above submission.

THANKING YOU

For AVG LOGISTICS LIMITED



SANJAY GUPTA
MANAGING DIRECTOR
DIN: 00527801



Independent Auditor's Review Report on Consolidated Unaudited half year financial results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**The Board of Directors
AVG Logistics Limited**

1. We have reviewed the accompanying statement of consolidated unaudited financial results of **AVG Logistics Limited** ('the Holding Company') and its associate company and an enterprise (associate company and an enterprise collectively known as 'group entities') for the half year ended 30 September 2019 ('the Statement'), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation').
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule 2014 and other recognized 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 Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review 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 issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

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

Sr. No	Name of the Company	Relationship with the Holding Company
1	NDRAVG Business Park Private Limited	Associate (35%)
2	NDR AVG Logistics LLP	Associate (30%)



5. Basis for Qualified Conclusion:

- i. Revenue from operations includes freight income from transporters amounting to INR 667.76 Lakhs for the period ended 30 September 2019. As the terms and conditions of such business activity are agreed verbally, Management is not able to obtain relevant documents from the consignee / customer. Further, trade receivables pertaining to such business amounts to INR 1,897.07 Lakhs as at 30 September 2019. In the absence of necessary documents, we are unable to comment on the occurrence of such income and corresponding recoverable balances. Further, there are long outstanding balances recoverable from other customers (freight income other than transporter) amounting to INR 1,154.47 Lakhs where the Management has not assessed provision for doubtful debts. Accordingly, we are unable to comment on the recoverability of such balances.
- ii. The Company has outstanding 'Lorry Trip Advance' amounting to INR 2,058.49 Lakhs as at 30 September 2019 disclosed under the head 'Short-term loans and advances'. In the absence of trip wise detail and assessment of provision for doubtful debts, we are unable to comment on the accuracy and recoverability of such advances and its impact, if any, on expenses for the period and net worth of the Company.
- iii. The Company has entered into transactions with R N Finance Limited, Dhan Kuber Finance Private Limited, M/S CC Trading, M/S United Mining Corporation and M/S Redberry Exim in the nature of short-term loans and advances. In the absence of signed agreements with these parties, we are unable to substantiate relevant terms and conditions like rate of interest, repayment terms, security clause etc. Accordingly, we are unable to comment on its impact, if any, on the financial results besides compliance with respect to Section 186 of the Companies act, 2013.

Our audit report on the financial statements for the year ended 31 March 2019 was qualified in respect of the matters (i) and (ii) stated above.

6. Based on our review conducted and procedures performed as stated in paragraph 3 above, with the exception of the matter described in the paragraph 5 and the effect thereon, 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 Accounting Standard 25 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule 2014 and other recognized accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulation including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

7. We draw attention to following matter in the notes to the financials results:

- i. Note 8 to the Statement regarding delay in payment of Good and Service tax. As at reporting date Goods and Service tax amounting to INR 1,453.18 Lakhs is overdue, which the Management intends to pay shortly.

Our conclusion is not qualified in respect of this matter.



8. The consolidated unaudited financial results also include the Group's share of net profit after tax of INR 69.53 Lakhs for the half year ended 30 September 2019, as considered in the consolidated unaudited financial results, in respect of the group entities, whose interim financial results have not been reviewed by us. These interim financial results which have not been reviewed by their auditors. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For **MSKA & Associates**
Chartered Accountants
ICAI Firm Registration No.105047W


Amit Mitra
Partner

Membership No.: 095518
UDIN: 19094518AAAAGS8222

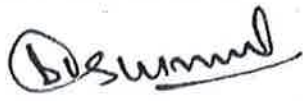


Place: Gurugram
Date: 21 November 2019

AVG LOGISTICS LIMITED
Consolidated Statement of Unaudited Financial Results

(All amount in INR Lakhs, unless otherwise stated)

Particulars	Six Months ended		Year ended
	30 September 2019 (Unaudited)	31 March 2019 (Unaudited)	31 March 2019 (Audited)
Income			
Revenue from operations	14,477.05	18,065.53	31,349.21
Other income	56.08	128.10	221.02
	14,533.13	18,193.63	31,570.23
Expenses			
Purchases of traded goods	1,000.00	2,075.83	3,654.61
Changes in inventories	(19.53)	2.15	8.37
Operating expenses	10,981.38	12,176.89	21,740.10
Employee benefits expense	686.10	656.15	1,232.01
Finance costs	407.52	458.93	837.41
Depreciation and amortization expense	466.40	423.47	755.77
Other expenses	552.20	1,384.72	1,920.72
	14,074.07	17,178.14	30,148.99
Profit before tax and prior period adjustments	459.06	1,015.49	1,421.24
Prior period expenses (Net)	12.78	83.23	81.10
Profit before tax	446.28	932.26	1,340.14
Tax expense:			
- Current tax	95.71	360.18	463.39
- Adjustments for earlier years	11.45	(11.76)	(8.76)
- Deferred tax	20.64	(118.12)	(126.16)
Total tax expense	127.80	230.30	328.47
Profit after tax	318.48	701.96	1,011.67
Share of profit/ (loss) from associate	69.53	(62.96)	(62.96)
Share of profit from enterprise	-	0.20	0.39
	388.01	639.20	949.10
Earnings per equity share [nominal value per share INR 10 (Previous year INR 10)]			
Basic	3.77	6.21	9.36
Diluted	3.77	6.21	9.36

 For and on behalf of the Board of Directors of
AVG LOGISTICS LIMITED

SANJAY GUPTA
 Managing Director
 DIN : 00527801

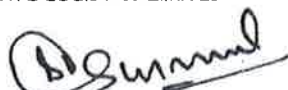
 Date: 22 December 2019
 Place: New Delhi

 MSKA & Associates
 Initialed for
 Identification
 purposes only

AVG LOGISTICS LIMITED
Standalone Statement of Unaudited Financial Results
(All amount in INR Lakhs, unless otherwise stated)

Particulars	Six Months ended		Year ended	
	30 September 2019 (Unaudited)	31 March 2019 (Unaudited)	30 September 2018 (Unaudited)	31 March 2019 (Audited)
Income				
Revenue from operations	14,477.05	18,065.53	13,283.68	31,349.21
Other income	56.08	128.10	92.92	221.02
	14,533.13	18,193.63	13,376.60	31,570.23
Expenses				
Purchases of traded goods	1,000.00	2,075.83	1,578.78	3,654.61
Changes in inventories	(19.53)	2.15	6.22	8.37
Operating expenses	10,981.38	12,176.89	9,563.21	21,740.10
Employee benefits expense	686.10	656.15	575.86	1,232.01
Finance costs	407.52	458.93	378.48	837.41
Depreciation and amortization expense	466.40	423.47	332.30	755.77
Other expenses	552.20	1,384.72	536.00	1,920.72
	14,074.07	17,178.14	12,970.85	30,148.99
Profit before tax and prior period adjustments	459.06	1,015.49	405.75	1,421.24
Prior period expenses (Net)	12.78	83.23	(2.13)	81.10
Profit before tax	446.28	932.26	407.88	1,340.14
Tax expense:				
- Current tax	95.71	360.18	103.21	463.39
- Adjustments for earlier years	11.45	(11.76)	3.00	(8.76)
- Deferred tax	20.64	(118.12)	(8.04)	(126.16)
Total tax expense	127.80	230.30	98.17	328.47
Profit for the year	318.48	701.96	309.71	1,011.67
Earnings per equity share [nominal value per share INR 10 (Previous year INR 10)]				
Basic	3.09	6.82	3.05	9.97
Diluted	3.09	6.82	3.05	9.97

For and on behalf of the Board of Directors of
AVG LOGISTICS LIMITED


SANJAY GUPTA
Managing Director
DIN : 00527801



Date: 22 December 2019
Place: New Delhi

MSKA & Associates
Initialed for
Identification
purposes only

The Board of Directors
AVG Logistics Limited
102, 1st Floor,
Jhilmil metro station complex
New Delhi- 110095

Dear Sirs,

Re: Letter on the inclusion of unaudited financial results for the half year ended March 31, 2019 as comparatives to the unaudited financial results for the half year ended September 30, 2019

1. We, MSKA & Associates, statutory auditors of AVG Logistics Limited (the "Company"), have been requested by the Company to refer to e-mail dated December 17, 2019 and subsequent clarification obtained by the Company from National Stock Exchange ('NSE') requesting to submit its reply with respect to one of the query in relation to financial results submitted not being in accordance with the format prescribed by SEBI, where in results for half year ended March 31, 2019 are required to be presented as comparative in the financial results for the half year ended September 30, 2019.
2. The Company has, accordingly, decided to re-submit its Statement of Unaudited Financial Results - standalone and consolidated for the half year ended September 30, 2019 to include the above disclosure. There are no other changes.
3. We have been requested by the Company to issue a letter on the unaudited financial results for the half year ended 31 March 2019 included in the attached annexures - 'Statement of Unaudited Financial Results for the half year ended September 30, 2019'. The accompanying unaudited financial results to this letter have been prepared by the Company for the purpose of submission to NSE, have been initialed by us for identification purpose.
4. We have reviewed the financial results of the Company as of and for the half year ended 30 September 2019, on which we issued a qualified conclusion vide our report dated November 21, 2019 vide unique identification number ('UDIN') 19094518AAAAGQ5262 and 19094518AAAAGS8222 in respect of standalone and consolidated financial results respectively.
5. We did not perform any separate review on the unaudited financial results for the half year ended 31 March 2019. These results are derived as the balancing figures between audited figures in respect of financial year ended March 31, 2019 and the published figures for the half year ended September 30, 2018. These unaudited results for half year ended March 31, 2019 have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25 "Interim Financial Reporting". The accompanying unaudited financial results of the Company are being submitted by the Company pursuant to the query raised by NSE.



6. This letter has been issued solely at the request of the Company for further submission to NSE. This letter is not to be used, circulated, quoted, or otherwise referred to for any other purpose without our prior written consent.

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No.105047W


Amit Mitra
Partner
Membership No.: 094518
UDIN: 19094518AAAAJW2667



Place: Gurugram
Date: December 22, 2019