

May 27, 2016

The National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex, Bandra (E), Mumbai-400051	~~BSE (Bombay Stock Exchange) Ltd.~~ ~~25th Floor, "Phiroze Jeejeebhoy Towers",~~ ~~Dalal Street, Mumbai-400001~~
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Subject- Pursuant to Regulation 30 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Intimation about adoption of the audited Financial Results for the quarter and year ended March 31, 2016

Ref: V2 Retail Limited (Symbol: V2 Retail)

Dear Sir/Ma'am,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached herewith audited Financial Results for the quarter and year ended March 31, 2016. The same is considered and approved by the board of directors of the company at the board meeting held on Friday 27th May 2016 at 4:00 PM at the registered office of the company.

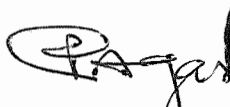
This is for your information and record.

Thanking You,

Yours Sincerely,

For V2 Retail Limited

CIN: L74999DL2001PLC147724


Mr. RAMCHANDRA AGARWAL
Chairman & Managing Director
DIN00491885

V2 Retail Ltd

Registered Address:-

Khasra no. 928, Extended Lal Dora Abadi
Village Kapashera, Tehsil Vasant Vihar New Delhi 110037

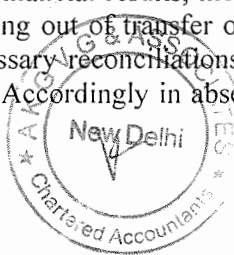




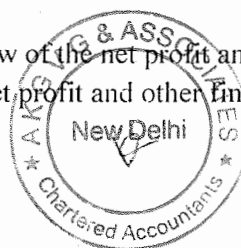
Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
**Board of Directors of
V2 Retail Limited**

1. We have audited the quarterly standalone financial results of **V2 Retail Limited ('the Company')** for the quarter ended March 31st 2016 and the standalone financial results for the year ended March 2016, attached herewith, being submitted by the Company pursuant to requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly financial results are the derived figures between audited figures in respect of the year ended 31st March 2016 and the published year to date figures upto December 31, 2015 being the date of the end of the third quarter of the current financial year, which were subject to limited review. The standalone financial results for the quarter ended March 31st 2016 have been prepared on the basis of financial results for the nine months period ended December 31st 2015, the audited annual financial results as at and for the year ended March 31st 2016, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and are the responsibility of the company's management and have been approved by the board of directors of the company. Our responsibility is to express an opinion on the these standalone financials results, based on our review of the financial results for the nine months period ended December 31st 2015, which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under section 133 of the Companies Act 2013 and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31st 2016; and the relevant requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We draw attention to :
 - a) As stated in these quarterly financial results, included in capital reserve amounting to Rs.60,523.24/- lacs, is Rs. 42,942/-lacs arising out of transfer of asset and liabilities to the acquiring companies in earlier years for which necessary reconciliations/ information to the tune of Rs 372.24/-lacs is not available with the company. Accordingly in absence of the same, we are unable to comment on the



- b) As stated in these quarterly financial results, the Company has outstanding short-term borrowings at the year-end due to a lender which include overdue principal and interest for which necessary supporting documents for balance confirmation at the year end and relevant information with relation to rate of interest is not available with the Company. In the absence of the same, we are unable to comment on appropriateness of the same.
- c) As stated in these quarterly financial results, the Company has recognized Rs. 25,443/- lacs as deferred tax assets at the year-end for which it does not have virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized in accordance with the principles of Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India . Had the company not recognized such deferred tax asset, impact on profit and loss account would have been decrease in profit during the year by Rs. 25,443/- lacs and decrease in Reserves and Surplus by Rs. 25,443/-lacs.
- d) As stated in Note 8 of these quarterly financial results, the Company has disclosed contingent liabilities on account of appeals with various statutory authorities at different levels amounting to Rs.4,837.86/- lacs for which necessary information is not available with the Company to reliably ascertain estimated amount of such liabilities and consequential impact thereof on these quarterly financial results in accordance with Accounting Standard-29-'Provisions, Contingent Liabilities and Contingent Assets' issued by the Institute of Chartered Accountants of India. Hence, we are unable to comment on the same.
4. Without qualifying our opinion, we report that,
- a) We draw attention to note 10 of these quarterly financial results wherein the Company has accumulated losses amounting to Rs. 51,471.5/- lacs at the year-end, these events or conditions, indicate that a uncertainty exists that may cast doubt on the Company's ability to continue as a going concern However, during the year, the company has earned profit after tax of Rs. 1,216.88/-lacs and, having regard to improvement in the business conditions, increase in revenue from operations, cost rationalization measures adopted and opening of new stores by the Company, these financial results have been prepared on a going concern basis and that no adjustments are required to the carrying value of assets and liabilities at the year-end. Our opinion is not modified in respect of this matter
5. Subject to paras 3(a), (b),(c), (d) and 4(a) above, in our opinion and to the best of our information and according to the explanations given to us, these quarterly financial results as well as the year to date results:
- i. are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and
- ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2016 and net profit and other financial information for the year ended March 31st, 2016.



6. Further read with paragraph 1 above, we report that the figures for the quarter ended March 31 2016 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2016 and the published year-to date figures up to December 31, 2015, being the date of the end of the third quarter of current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For AKGVG & Associates.

Chartered Accountants

ICAI Firm Registration Number 018598N



Vimal Saini

(Vimal Kumar Saini)

(Partner)

(Membership No. 515915)

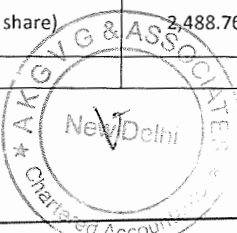
Place: New Delhi

Date: 27th May, 2016

Statement of Audited Financial Results for the Quarter and the Year ended 31st March, 2016

Rs. In Laes (Except per share data)

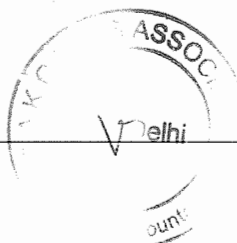
S.No.	Particulars	Quarter ended			Year ended	
		31st March 2016	31st December 2015	31st March 2015	31st March 2016	31st March 2015
	PART-I	Audited (Refer Note 2)	Unaudited	Audited (Refer Note 2)	Audited	Audited
	Income from Operations					
1	a. Net Sales/Income from operations	7,938.92	9,814.08	6,562.50	31,994.12	28,676.77
	b. Other Operating Income	-	-	-	-	-
	c. Total Income from operations (a+b)	7,938.92	9,814.08	6,562.50	31,994.12	28,676.77
	Expenses					
2	a. Purchase of traded goods	7,566.34	8,511.95	8,286.34	25,393.38	22,917.43
	b. Changes in inventories of stock in trade	(1,463.75)	(1,759.33)	(3,463.85)	(2,955.82)	(2,379.78)
	c. Employee benefits expense	635.66	669.70	470.58	2,296.61	1,834.87
	d. Depreciation and amortisation expense	116.91	119.97	(45.46)	440.70	208.79
	e. Other expenses	1,083.95	1,073.35	868.00	4,123.53	3,528.08
	Total (a)+(b)+(c)+(d)+(e)	7,939.11	8,605.64	6,115.61	29,298.40	26,109.39
3	Profit from Operations before Other Income, Finance Cost & Exceptional Items (1-2)	(0.19)	1,208.44	446.89	2,695.72	2,567.38
4	Other Income	62.50	65.09	69.47	252.49	251.82
5	Profit from ordinary activities before Finance Cost & Exceptional Items (3+4)	62.31	1,273.53	516.36	2,948.21	2,819.20
6	Finance Costs	323.37	349.13	266.73	1,324.74	974.89
7	Profit from ordinary activities after finance cost but before Exceptional Items (5-6)	(261.06)	924.40	249.63	1,623.47	1,844.31
8	Exceptional Items	-	392.09	-	392.09	-
9	Profit from Ordinary Activities before tax (7+8)	(261.06)	1,316.49	249.63	2,015.56	1,844.31
10	Tax expense					
	Deferred Tax Charge / (Credit)	(12.80)	349.25	155.85	798.68	869.18
11	Net Profit from Ordinary Activities after tax (9-10)	(248.26)	967.24	93.78	1,216.88	975.13
12	Extraordinary Items (Net of Tax Expenses)	-	-	-	-	-
13	Net Profit for the period (11-12)	(248.26)	967.24	93.78	1,216.88	975.13
14	Paid-up equity share capital (Face Value of Rs. 10/- per share)	2,488.76	2,488.76	2,357.77	2,488.76	2,357.77
15	Reserve excluding Revaluation Reserves				26,264.18	25,047.32



16	Earnings Per Share (EPS) of Face Value of Rs. 10/- each (not annualised):						
	a.	Basic EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.97)	2.31	0.40	4.96	4.13
	a(i).	Diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.70)	1.66	0.36	3.56	3.69
	b.	Basic EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(1.01)	3.89	0.40	4.93	4.14
	b(i).	Diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.72)	2.80	0.36	3.54	3.70

The Statement of assets and liabilities as on 31st March 2016 is as follows:

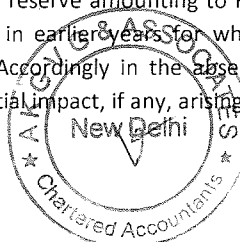
Particulars	31st March, 2016	31st March, 2015
	Audited (Rs. in lacs)	Audited (Rs. in lacs)
Shareholder's Funds		
(a) Share Capital	2,489	2,358
(b) Reserves and Surplus	26,264	25,047
(c) Money received against Share Warrants	849	69
(d) Capital Reserve on Consolidation of Joint Venture	-	-
Sub-total - Shareholders funds	29,602	27,474
Non-Current Liabilities		
(a) Long-term borrowings	4,313	1,510
(b) Other Long term liabilities	51	49
(c) Long term provisions	904	696
Sub-total - Non-current liabilities	5,268	2,255
Current Liabilities		
(a) Short-term borrowings	-	-
(b) Trade payables	3,664	3,383
(c) Other current liabilities	6,334	7,307
(d) Short-term provisions	20	47
Sub-total - Current liabilities	10,018	10,737
Total Equity and Liabilities	44,888	40,466
ASSETS		
Non-current assets		
(a) Fixed assets		
(i) Tangible assets	2,852	1,809
(ii) Intangible assets	44	16
(iii) Capital work-in-progress	392	116
(b) Non Current Investment	2,538	3,039



(c) Deferred tax assets (net)	25,443	26,242
(d) Long term loans and advances	1,112	228
(e) Other non-current assets	431	311
Sub-total Non Current assets	32,812	31,761
Current assets		
(a) Inventories	10,888	7,932
(b) Trade receivables	33	12
(c) Cash and cash equivalents	312	112
(d) Short-term loans and advances	841	647
(e) Other current assets	2	2
Sub-total Current assets	12,076	8,705
Total Assets	44,888	40,466

Notes to Results:

- The above financial results for the year ended 31st March 2016 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 27th 2016.
- The figures for the quarter ended 31st March 2016 and 31st March 2015 are the balancing figures between audited figures in respect of the full financial year ended 31st March 2016 and 31st March 2015 respectively and the unaudited published year to date figures upto 31st December 2015 and 31st December 2014 respectively, being the end of the third quarter of the respective financial years, which were subjected to a limited review.
- The Company has only single reportable primary business segment viz. Retail business. Therefore, no further disclosure is required to be made as per Accounting Standard (AS-17 issued by ICAI) on Segment Reporting.
- The Financial results have been prepared to comply with the Accounting Standards referred to in the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013.
- The Company presently has no joint control over VRL Retailer Business Solution Private Limited; a jointly controlled entity with no operations, accordingly results of the Company have not been consolidated in accordance with Accounting Standard-27 on "Financial Reporting of Interest in Joint Ventures".
- The Company has Contingent Liabilities to the tune of Rs. 4,837.86 Lacs which includes Rs. 41.53 Lacs relating to Bank Guarantee. All Contingent Liabilities except Bank Guarantees are under appeal with different authorities at different levels.
- The Company has incurred substantial losses in the past and its net worth has been eroded. However, having regard to improvement in the economic sentiment, rationalization measures adopted by the Company, Opening of new stores and the implementation of the debt recast package with the lenders and promoters, these financial statements have been prepared on the basis that the Company is a going concern and that no adjustments are required to the carrying value of assets and liabilities.
- The accumulated losses Rs. 51,471.50 Lacs (Rupees Five Hundred Fourteen crores Seventy One Lacs Fifty Thousands only) as at 31st March, 2016 which exceed the net worth of the company.
- Previous quarter / year figures have been regrouped / reclassified where ever necessary to confirm to the current quarter's and years presentation.
- Management comments on auditors' qualifications / observations for the previous quarter / period are as under:-
 - The Capital reserve amounting to Rs.60,523.24 Lacs, is Rs. 42,942.24 Lacs arising out of transfer of asset and liabilities to the acquiring companies in earlier years for which necessary reconciliation/ information to the tune of Rs 372.24 Lacs is not available with the company. Accordingly in the absence of the same, we are unable to comment on the appropriateness of capital reserve including consequential impact, if any, arising out of the same on these financial statements.



The Company restructured its business in F.Y 2010-11 resulting a Capital Reserve of Rs. 60,523 Lacs. The amount of Capital Reserve has been reconciled except Rs. 372.24 Lacs for which the company is in process to reconcile and there is no impact on Profit & Loss account.

- b) The Company has outstanding short-term borrowings at the year-end due to a lender including overdue principal and interest for which necessary supporting documents for balance confirmation at the year end and relevant information with relation to rate of interest is not available with the Company. In the absence of the same, we are unable to comment on the same.

The interest expense has been recognised in the Books of Account on the basis of the figure provided by the concerned lender in May 2012, in relation to balances as on 31st March 2012. The matter in respect of rate of interest is pending with DRT-II, Kolkata. Impact on Profit & Loss account cannot be quantified till the matter is disposed off by DRT-II, Kolkata.

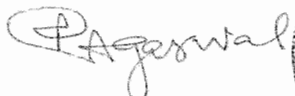
- c) As stated in these quarterly results, the Company has recognized Rs. 25,430/- lacs as deferred tax assets at the quarter-end for which it does not have virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized in accordance with principles of Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India. Had the company not recognized deferred tax, impact on profit and loss account would have been decrease in profit during the quarter by Rs.25,430/-lacs and decrease in accumulated balances of Reserves and Surplus by Rs.25,430/- lacs.

During Last Financial Years the Company has started to earn profits and it has earned profits after tax of Rs. 1,216.86 Lacs during F.Y. 2015-16 and Rs. 975.13 Lacs during F.Y. 2014-15 resulting in reversal of Deferred Tax Assets by a sum of Rs. 798.68 Lacs during F.Y. 2015-16 and Rs. 869.18Lacs during F.Y. 2014-15. The rest amount will be reversed in due course of business.

- d) The Company has disclosed contingent liabilities on account of appeals with various statutory authorities at different levels amounting to Rs. 4,796.34/- lacs, of which necessary information is not available with the Company to reliably ascertain estimated amount of such liabilities and consequential impact thereof on these quarterly financial results in accordance with Accounting Standard-29, "Provisions, Contingent Liabilities and contingent assets" issued by the Institute of Chartered Accountants of India. Hence, we are unable to comment on the same.

The Contingent Liabilities of Rs. 4,796.34/- Lacs are under appeal with different authorities at different levels. The chances of these obligations are very remote even recently the Company has been awarded the Order in its favour by Hon'ble CIT (Appeal), Kolkata dropping the Income Tax Demand of Rs. 11,880.71 lacs. Impact on Profit & Loss account of contingent liabilities cannot be ascertained till the matter is pending with different government authorities.

For V2 Retail Limited
CIN : L749999DL2001PLC147724


(RAM CHANDRA AGARWAL)
Chairman & Managing Director
Din No: 00491885



Place: New Delhi
Date: May 27, 2016