



January 25, 2017

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai-400051, Script Code V2Retail

~~BSE (Bombay Stock Exchange) Limited~~
~~25th floor, "Phiroze Jeejeebhoy Tower",~~
~~Dalal Street, Narimal Point, Mumbai-400001~~
~~BSE Code-532867~~

Subject- Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Intimation about adoption of the unaudited Financial Results along with limited review report for the quarter ended December 31, 2016.

Ref: V2 Retail Limited, (Scrip Code: 532867)

Dear Sir/Ma'am,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached herewith unaudited Financial Results along with limited review report for the quarter ended December 31, 2016. The same is considered and approved by the board of directors of the company at the board meeting held on Wednesday 25th January 2017 at 3:30 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

Address:- B1-801, lagoon apartment
Ambience island Gurgaon 122002



A K G V G & ASSOCIATES

Chartered Accountants

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

TO BOARD OF DIRECTORS OF V2 RETAIL LIMITED

1. We have reviewed the accompanying Statement of unaudited financial results of **V2 Retail Limited ('the Company')** for the quarter and nine months ended December 31st 2016 (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 5th 2016. This statement is the responsibility of the Company's management and has been approved by the board of directors of the Company. Our responsibility is to issue a report on the statement based on our review.
2. We conducted our review 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 Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, we draw attention to:
 - a) As stated in these financial results, included in 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 results.
 - b) As stated in these statements, the Company has recognized Rs. 24,514.86 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. 24,514.86 lacs and decrease in accumulated balances of Reserves and Surplus by Rs. 24,514.86 lacs.
 - c) As stated in these financial results, the Company has disclosed contingent liabilities on account of appeals with various statutory authorities at different levels amounting to Rs. 4,831.36 lacs, which



necessary information is not available with the Company to reliably ascertain estimated amount of such liabilities and consequential impact thereof on these 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.

Accordingly, we are unable to express an opinion at this stage in respect of these matters reported in paragraphs (a) to (c) above and their consequential effects, if any on the unaudited financial results. The matters reported in paragraphs (a) to (c) above were the subject matter of qualification by us in the year ended 31st March, 2016, quarter ended 30th June, 2016 and quarter ended 30th September, 2016 as well.

4. Without qualifying our opinion, we report that,

The Company has accumulated losses amounting to Rs. 47,570.50 lacs at the period-ended 31st December, 2016, 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 ended 31st March 2016 and during the quarter ended 30th June 2016, 30th September 2016 and 31st December 2016, the Company has earned profit after tax of Rs. 1,216.88 lacs, Rs. 404.59 lacs, Rs. 158.61 lacs and Rs. 3,337.78 lacs respectively, 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 quarter-end. Our opinion is not modified in respect of this matter

5. Based on our review conducted as above, subject to our observations in paragraph 3 and 4 above, the consequential effect of which on relevant assets, liabilities and profit for the quarter is not quantifiable, nothing has come to our attention that cause to believe that the accompanying statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies 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.

For AKGVG & Associates

Chartered Accountants

ICAI Firm Registration No. 515385

Aman Aggarwal

Partner

Membership No. 515385

Place: New Delhi

Date: 25th January 2017



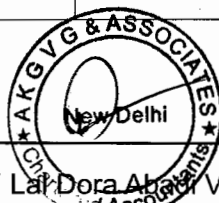


V2 Retail Limited

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINEMONTHSPERIOD ENDED 31st DECEMBER, 2016

'In Lacs (except per share data)

S. No	Particulars	Quarter ended			Nine Months Ended		Year ended
		31st December 2016	30th September 2016	31st December 2015	31st December 2016	31st December 2015	31st March 2016
	PART-I	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from Operations						
a.	Net Sales/Income from operations (Net of excise duty)	15,281.32	10,318.88	9,814.08	36,422.02	24,055.20	31,994.12
b.	Other Operating Income	-	-	-	-	-	-
	Total Income from operations (a+b)	15,281.32	10,318.88	9,814.08	36,422.02	24,055.20	31,994.12
2	Expenses						
a	Purchase of traded goods	8,557.44	9,828.74	8,511.95	25,268.49	17,827.04	25,393.38
b	Changes in inventories of stock in trade	1,902.93	(2,403.68)	(1,769.33)	314.70	(1,492.06)	(2,955.82)
c	Employee benefits expense	889.59	804.56	669.70	2,426.85	1,660.95	2,296.61
d	Depreciation and amortisation expense	182.01	155.18	119.97	496.17	323.80	440.70
e	Other expenses	2,197.34	1,332.00	1,073.35	4,780.90	3,039.58	4,123.53
	Total (a)+(b)+'(c)+(d)+(e)	13,729.31	9,716.80	8,605.64	33,287.11	21,359.31	29,298.40
3	Profit from Operations before Other Income, Finance Cost & Exceptional Items (1-2)	1,552.01	602.08	1,208.44	3,134.91	2,695.89	2,695.72
4	Other Income	50.12	64.85	65.09	177.29	189.99	252.49
5	Profit from ordinary activities before Finance Cost & Exceptional Items (3+4)	1,602.13	666.93	1,273.53	3,312.20	2,885.88	2,948.21
6	Finance Costs	151.57	327.86	349.13	814.32	1,001.37	1,324.74
7	Profit from ordinary activities after finance cost but before Exceptional Items (5-6)	1,450.56	339.07	924.40	2,497.88	1,884.51	1,623.47
8	Exceptional Items	2,331.44	-	392.09	2,331.44	392.09	392.09
9	Profit from Ordinary Activities before tax (7+8)	3,782.00	339.07	1,316.49	4,829.32	2,276.60	2,015.56
10	Tax expense	444.22	180.46	349.25	928.33	811.49	798.68
11	Net Profit from Ordinary Activities after tax (9-10)	3,337.78	158.61	967.24	3,900.99	1,465.11	1,216.88
12	Extraordinary Items (Net of Tax Expenses)	-	-	-	-	-	-
13	Net Profit for the period (11-12)	3,337.78	158.61	967.24	3,900.99	1,465.11	1,216.88
14	Paid-up equity share capital (Face Value of Rs. 10/- per share)	2,888.76	2,488.76	2,488.76	2,888.76	2,488.76	2,488.76
15	Reserve excluding Revaluation Reserves						26,264.18



S. No	Particulars	Quarter ended			Nine Months Ended		Year ended
		31st December 2016	30th September 2016	31st December 2015	31st December 2016	31st December 2015	31st March 2016
16	Earnings Per Share (EPS) of Face Value of Rs. 10/- each (not annualized):						
a.	Basic EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	4.08	0.64	2.31	6.36	4.31	3.34
a(i).	Diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	3.63	0.48	1.66	5.66	3.11	2.40
b.	Basic EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	13.52	0.64	3.89	15.80	5.89	4.93
b(i).	Diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	12.04	0.48	2.80	14.07	4.24	3.54

Notes:-

1. The above unaudited quarterly Financial Results for the current quarter ended 31st December 2016 were subjected to a limited review by the statutory auditors of the Company and reviewed and recommended by the Audit committee and approved by the Board of Directors at their meeting held on 25th January 2016.
2. 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.
3. 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.
4. The Company has issued and allotted 40 lacs number of Equity shares to Promoters and Non Promoters at a price of Rs. 75/- per share on a preferential basis and issued and allotted 10 lacs number of warrants to Promoters (Convertible into equity share at a price of Rs. 75/- per share) during the quarter.
5. The Company has sold its property situated at Kolkata against a sale consideration of Rs. 1,838.00 lacs and earned a gain to the tune of Rs. 818.75 lacs, which has been shown as exceptional item in the results.
6. The proceeds of the preferential issue, sell of property and internal accruals were used to reduce the outstanding loans of the Company.



7. The Company, vide proposal for settlement of term loan dated 30th June, 2016 from Pegasus Assets Reconstruction Private Limited (one of the Company's lenders) had agreed for one time settlement of its loan including interest at Rs. 4,250.00 lacs along with interest at 12% p.a. on monthly rests to be paid till 30th November, 2016. During the quarter ended 31st December, 2016, the Company has settled the total outstanding amount of loan including interest and has reversed the excess interest amounting to Rs. 1,512.69 lacs recorded in its books which has been shown as exceptional item in the results. The Company has also obtained 'No Dues Certificate' dated 30th November, 2016 from the lender to this effect.
8. Previous quarter / year figures have been regrouped / reclassified where ever necessary to confirm to the current quarter's presentation.
9. Management comments on auditors' qualifications / observations for the previous quarter / period are as under:-
 - a) As stated in these financial results, included in Capital reserve amounting 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 Financial Year 2010-11 resulting in Capital Reserve of Rs. 60,523.24 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) As stated in these quarterly results, the Company has recognized Rs. 24,959.08 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. 24,959.08 lacs and decrease in accumulated balances of Reserves and Surplus by Rs. 24,959.08 lacs.

The Company is earning profits after tax during last two years amounting Rs. 2,192.00lacs upto Financial Year 2015-16. Further during Quarter-1 of Financial Year 2016-17 its profit after tax is of Rs. 404.60lacs, during Quarter-2 of Financial Year 2016-17 its profit after tax is of Rs. 158.61 lacs and during Quarter-3 of Financial Year 2016-17 its profit after tax is of Rs. 3,337.78lacs resulting in reversal of Deferred Tax Assets by a total sum of Rs. 928.33lacs during Financial Year 2016-17 upto Quarter-3. The rest amount will be reversed in due course of business.



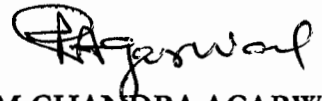
- c) The Company has disclosed contingent liabilities on account of appeals with various statutory authorities at different levels amounting to Rs.4,831.36lacs, of which necessary information is not available with the Company to reliably ascertain estimated amount of such liabilities and consequential 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. 4,831.36 lacs are under appeal with different authorities at different levels. The chances of these obligations are very remote and minimal even last year the Company has been awarded an 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.

DATED: JANUARY 25TH 2017
PLACE: NEW DELHI



FOR V2 RETAIL LIMITED


(RAM CHANDRA AGARWAL)
MANAGING DIRECTOR

DIN:-00491885

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