

SUUMAYA INDUSTRIES LIMITED

(Formerly known as Suumaya Lifestyle Limited)

CIN: L18100MH2011PLC220879



Reference No. SUULD/NSE/21-22/040

Date: August 13, 2021

To,
The Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra- Kurla Complex,
Bandra (E), Mumbai - 400 051

Symbol - **SUULD**

Subject: Change in Internal Auditors

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we wish to inform you that the Directors at their Board Meeting held today i.e. August 13, 2021, noted the resignation of M/s. Sudheendra and Company and approved the appointment of Baker Tilly DHC Advisory LLP ("Baker Tilly") as the Internal Auditors of the Company for the financial year 2021-22. The brief profile of Baker Tilly is enclosed.

Kindly take the same on record.

Thanking you,
Yours Sincerely,
For Suumaya Industries Limited
(Formerly known as Suumaya Lifestyle Limited)

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gala
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by ushik
mahesh gala
Date: 2021.08.13
17:20:26 +05'30'

Ushik Gala
Chairman and Managing Director
DIN: 06995765



About our Firm



Baker Tilly International



\$ 4+bn

Revenue for 2020



746

offices



**Now,
for tomorrow**



145

territories



34,700

people

Baker Tilly India



80

Partners / Directors



10

Cities



Baker Tilly International member firms demonstrate a high professional standard, as well as strong commitment to the network's core values of integrity, leadership, transparency and ethics.



5

Mega service
lines



1,300+

professionals

Risk & Advisory Services



20+

Partners / Directors

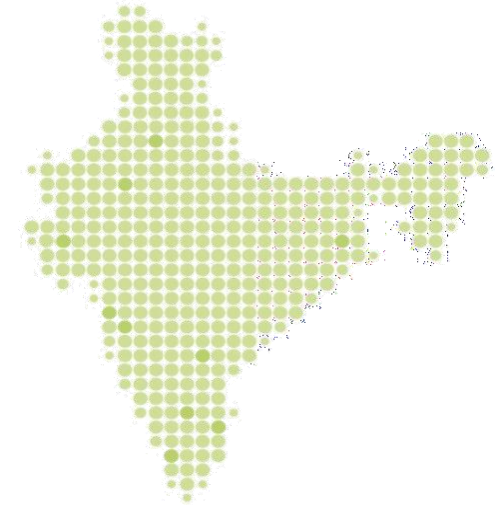


10

Cities



RAS team consists of cross functional experts with diverse professional skills (CAs, MBAs, Engineers, etc.) and have experience working in multiple geographies across various domains. The Execution teams is supported by specialists from Data Analytics, Business Advisory, IT risk and Fraud risk domain experts and skilled resources like CIA, CFE's, ethical hackers, data scientists, etc.



4

Sub service
lines



250+

professionals

Our Service Offerings



Audit & Assurance

- Statutory Audits
- Tax Audits
- Limited Review
- Interim Financial Reporting
- Certification
- IPO/ QIP/ ADR/ GDR Support
- Ind AS / IFRS Migration
- Training on GAAP
- Reporting on Internal Financial Controls



Risk & Advisory

- Process risk advisory services
- IT Risk Advisory services
- Forensic Advisory & Dispute resolution services
- Business Advisory services



Corporate Finance

- Valuations
- Due Diligence
- Lead Advisory Services
- Corporate Restructuring Services
- ESOP Advisory Services
- IPO Advisory Services



Tax & Regulatory

Direct Tax

- Domestic Tax
- International tax
- Inbound/ Outbound Investment
- Special Advisory
- Transfer Pricing

Indirect Tax

- Compliances, Advisory and Litigation Services
- Dispute Resolution Service
- GST advisory service

Regulatory

- Structuring service
- Regulatory Relationships & Advocacy Approvals



Global Knowledge Services

- Outsourcing: Onshore and offshore
- Financial Modeling and Financial Modeling enabled Services
- XBRL and XBRL enabled Services
- Virtual CFO Services

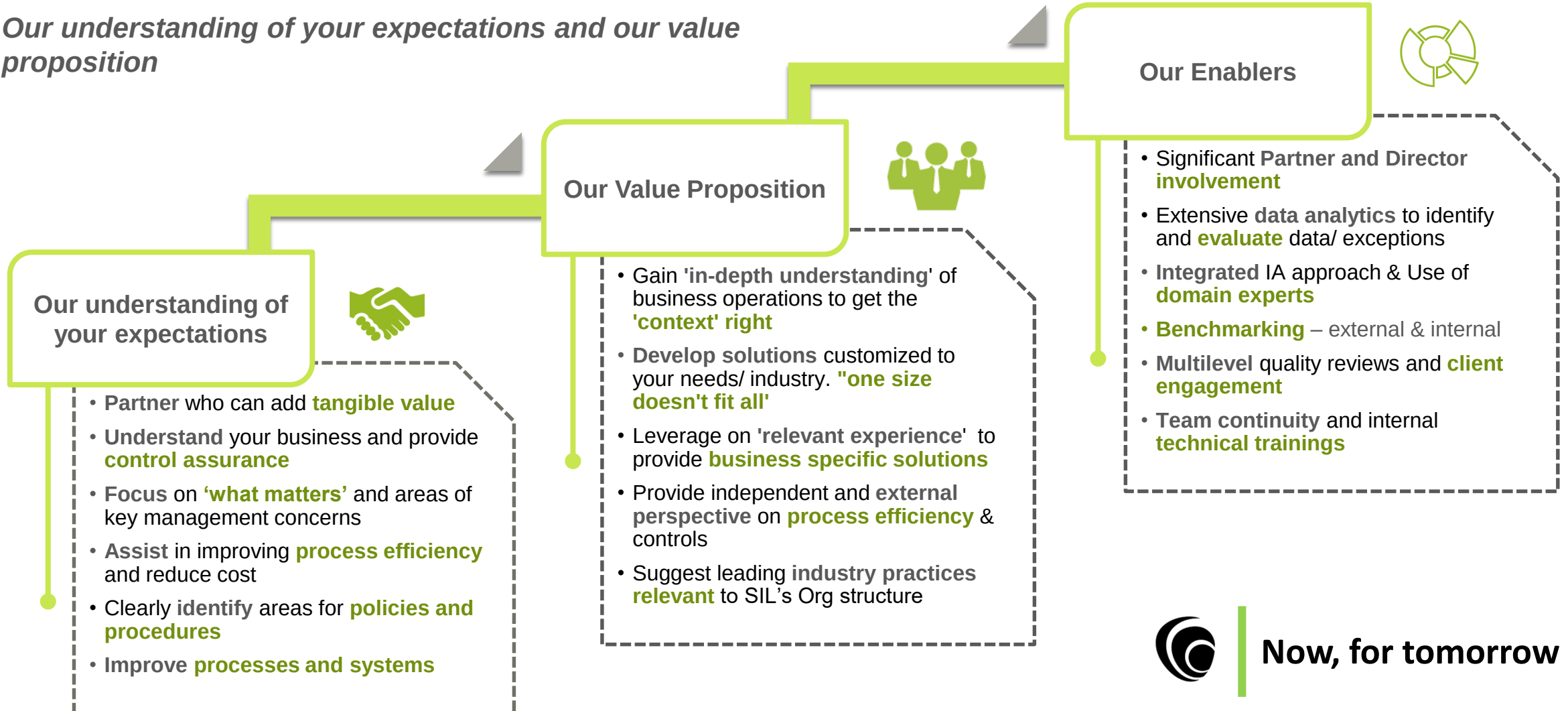


Our Approach



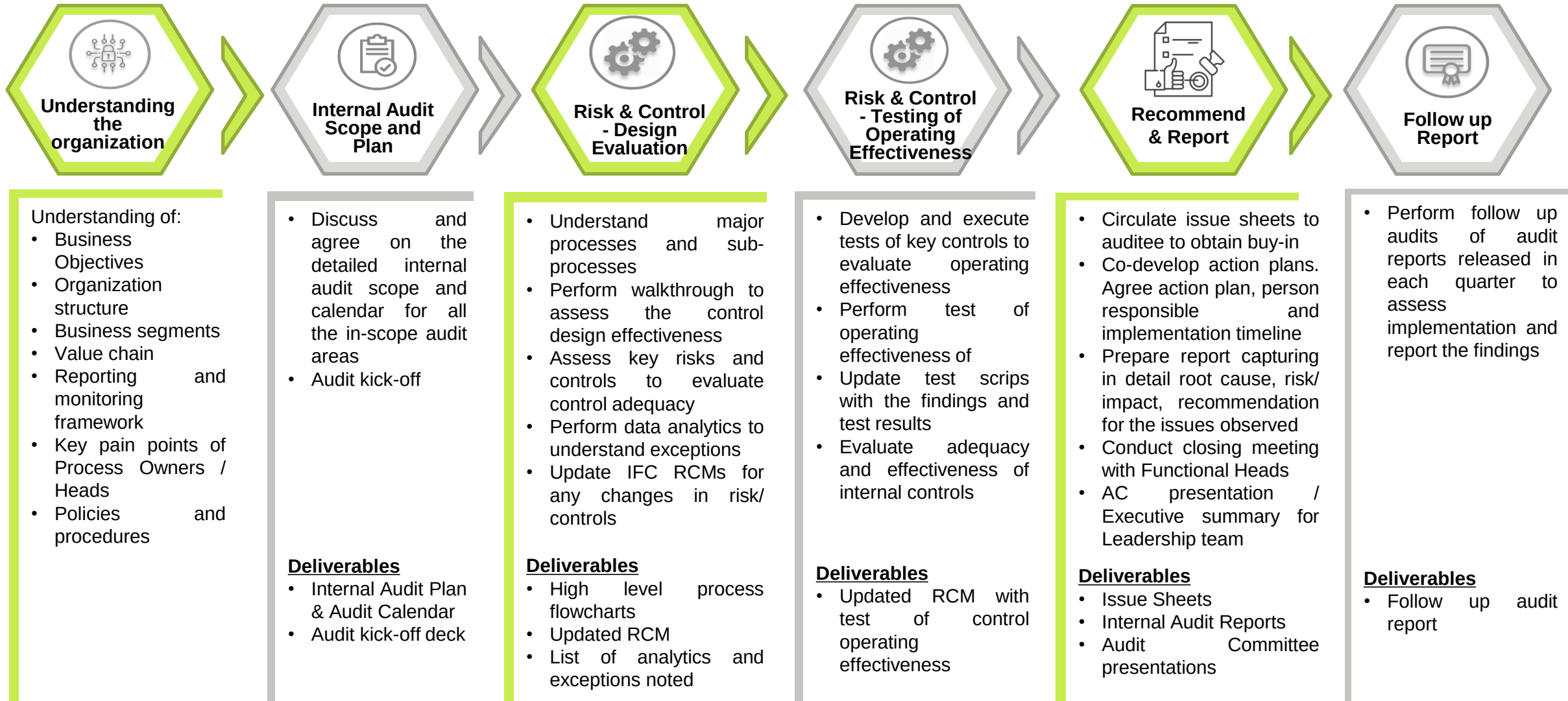
Highlights of our approach

Our understanding of your expectations and our value proposition



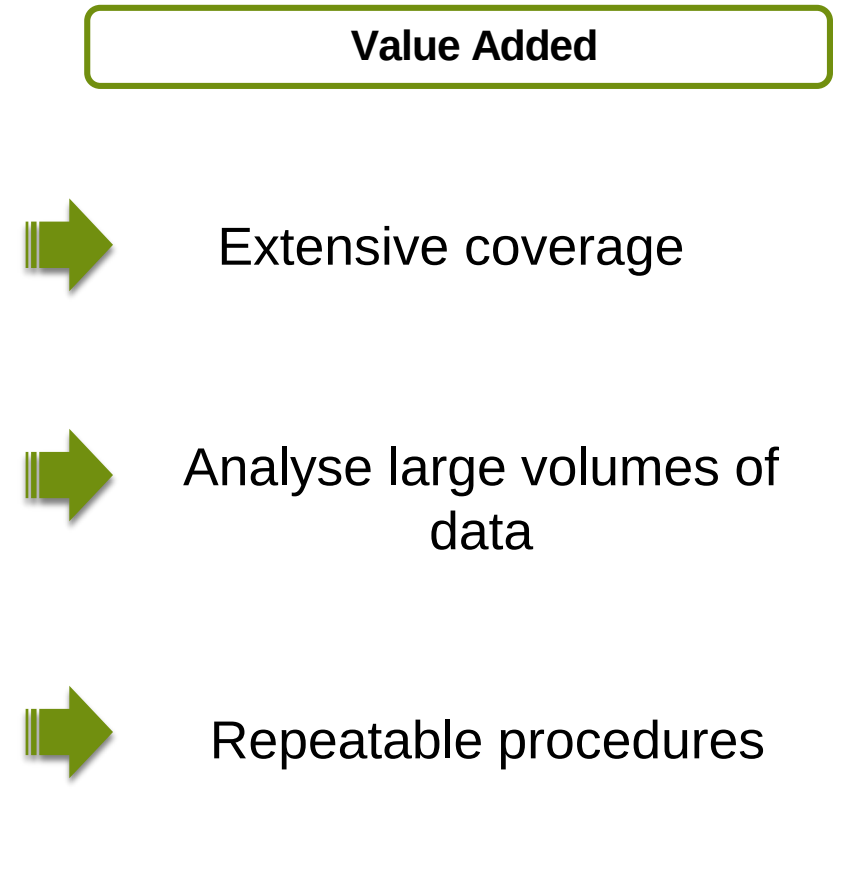
Now, for tomorrow

Our Internal Audit & IFC Integrated Methodology



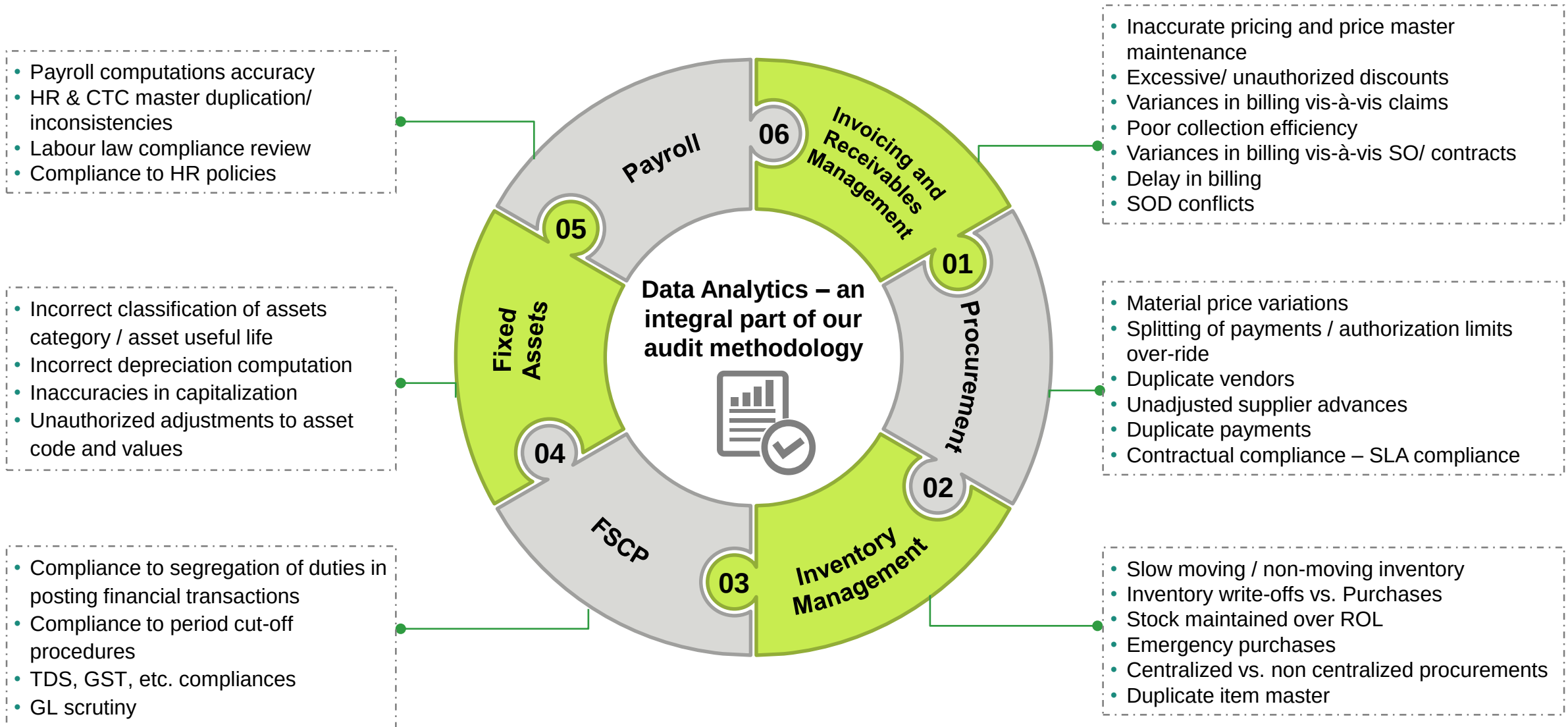
Leveraging Audit Tools & Technologies

Our team has varied experience of having used several tools & technologies during audit planning, execution and project management as follows:



***Audit procedures to be performed will determine the choice of analytics tool*

Extensive use of Data Analytics (Illustrative)



Audit Execution – Key Differentiators

Some of the important aspects of our audit execution methodology include;



Our Team

- Expertise in IA methodologies aligned to COSO framework and prescribed by IIA, USA, and IFC methodology prescribed by the ICAI.
- Our Integrated IA and IFC approach covers Process, IT, IFC and Fraud risks



Partner led delivery

- Partner/ Director attends all audit kick-off meetings (to discuss the audit context and obtain relevant inputs from the key stakeholders) and exit/ closure meetings.



Audit Work Papers & Documentation

- We follow robust audit documentation and quality review procedures as per global IA methodologies. Audit program and work papers (e.g. Risk & Control Matrix) are finalized before audit closures and forms integral part of our audit deliverable.



Periodic communication

- Weekly status update meetings with Audit Head to update on status and resolve operating challenges.
- Periodic (monthly / quarterly meetings) with key stakeholders/ Leadership team.



Quality Assurance

- Quality Assurance thorough formal reviews by Concurring Partner & Quality Reviewer



Predefined Audit SLAs

- SLA co-developed / agreed with management. Defines respective roles and responsibilities, end to end audit timelines (from kick off meeting to final report), escalation matrix etc. ensuring timely audit completion and no audit backlogs.

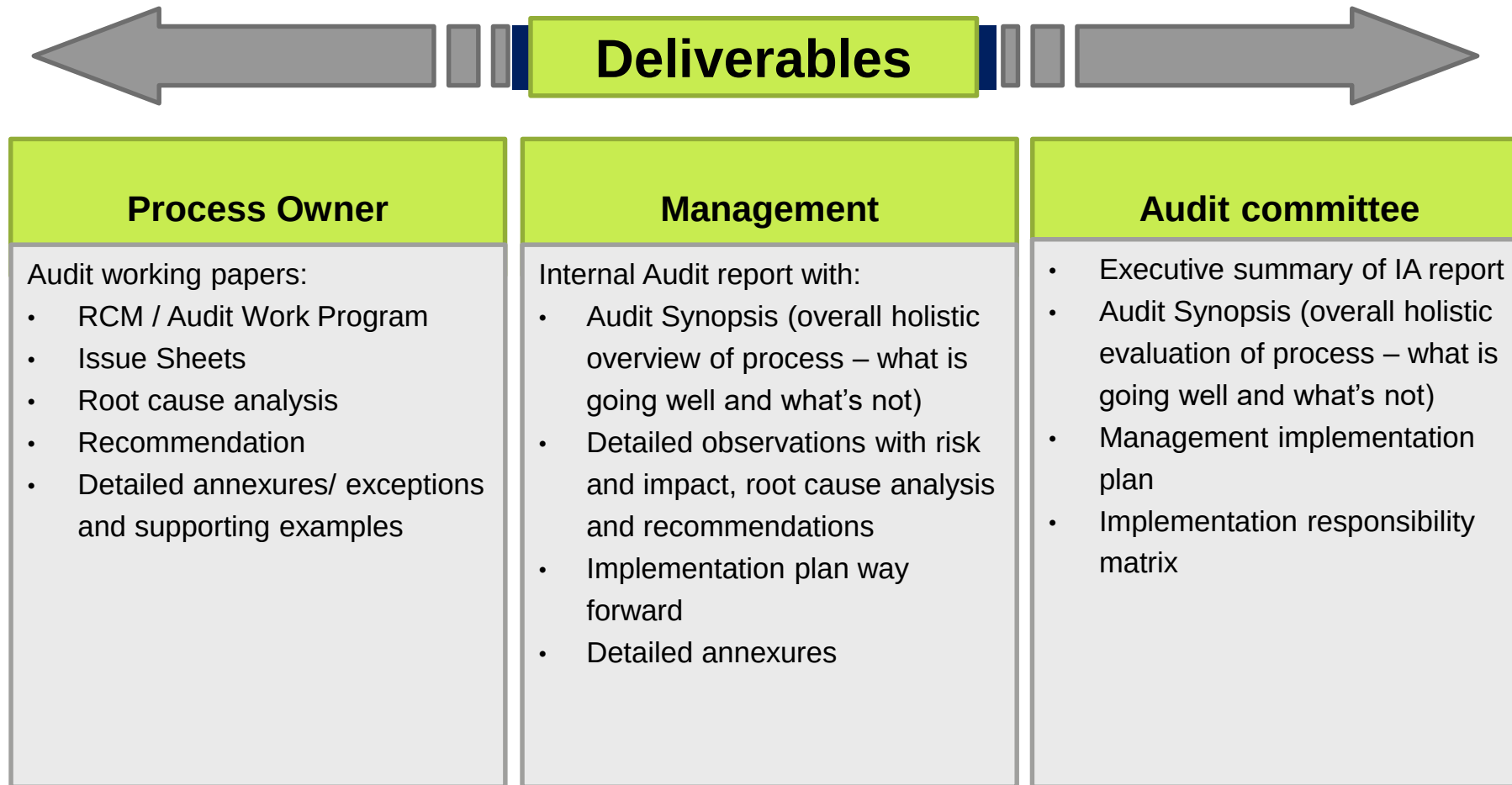


Knowledgebase

- Leverage of internal knowledge base on global benchmarking information and global leading practices.

Audit Deliverables

We follow a very rigorous and methodical communication process during the IA process. The key deliverables at each stage of the process is given below:



Refer subsequent slides for details

Audit Documentation & Deliverables (Illustrative)*

Kick-off meeting presentation
Contents
Audit Objective
ERM – Key Risks Summary, Past audit Observations & Status
Audit scope, Audit Period and Geography coverage
Data / Information Required
Audit team – Internal & External, Process team, SPOC and Escalation Matrix
Audit Execution - Key Milestones
Audit Approach
Observation and Report Rating Parameters

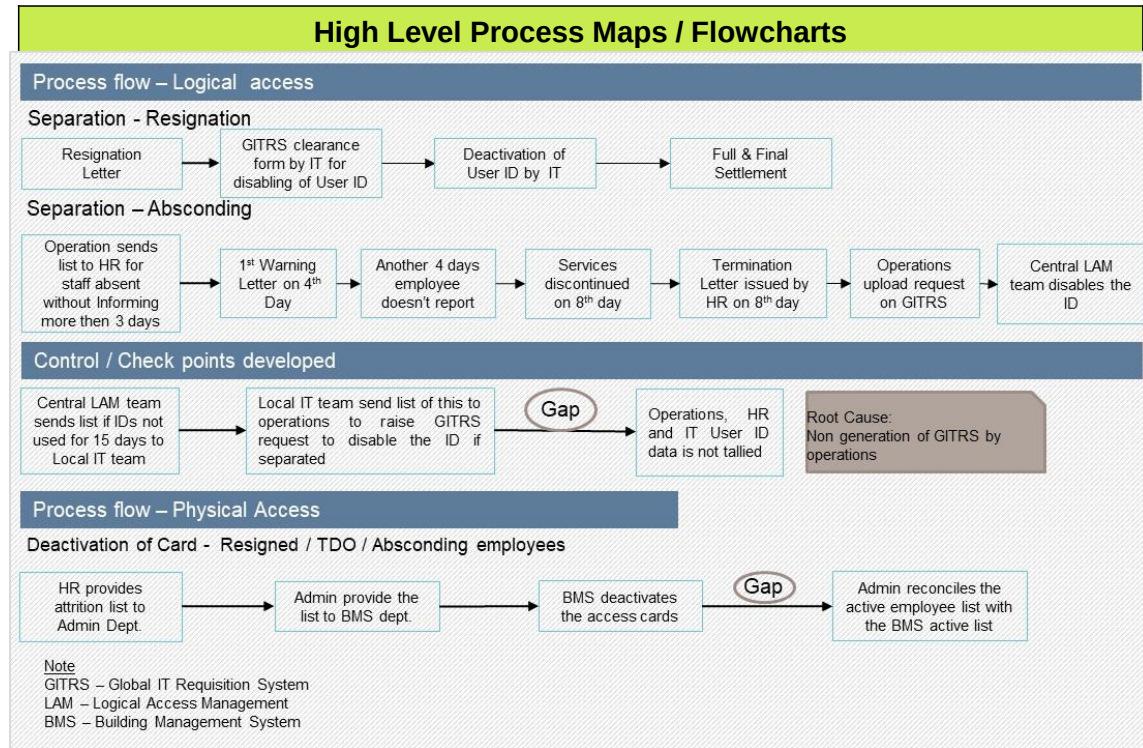
Report Rating Matrix			
Report Rating	Critical	Major	Moderate
Acceptable			Less than 4
Minor Improvement needed	1	1 to 2	More than or = 4
Significant Improvement needed	2 to 3	3 to 5	
Unsatisfactory	More than 3	More than 5	

Conversion factor: 1 Critical observation = 2 Major Observations = 4 Moderate Observations

Observation Rating Matrix			
Risk Factors	Critical	Major	Moderate
FINANCIAL			
Potential Financial Exposure	> Rs 5 Cr	Rs 1-5 Cr	Rs 1 Lakh to < Rs 1 Cr
COMPLIANCE	AND/OR	AND/OR	AND/OR
Legal & Regulatory	Prosecution or penalty exposure > Rs 1 lakh	Penalty exposure < Rs 1 Lakh	Any technical non-compliance (not resulting in penalty)
Fraud Vulnerability	Any observation on probability of fraud	NA	NA
OPERATIONAL	AND/OR	AND/OR	AND/OR
Policy & Procedures	Policy, procedures and practice doesn't exist	Policy, procedures in place but not in practice	Policy, procedures not documented but practice exists
Transaction Error (incl SLA)	> 20% of audit sample selected	5% to 20% of audit sample selected	< 5% of audit sample selected
Repeat audit finding	Last rating Critical or Major	Last rating Moderate	NA
Customer Impact	Impacts > 1% of customer base (complaints)	Impacts 0.5% to 1% of customer base (complaints)	Impacts > 0.5% of customer base (complaints)
Systems & Tools	Loss or exposure of confidential master or transaction data, System Availability impacting business performance	Lack of adequate system validations/ access control (incl password management)/ controls which might lead to fraud	System bugs or functionality gaps impacting efficiency, speed of execution

* We will discuss and mutually agree on the reporting templates to be used for the audit purpose

Audit Documentation & Deliverables (Illustrative)*



List of Data Analytics and Results / Exceptions	
Areas	Analytics
Major Expenses	- Identify GL accounts with major expenses as compared to total expenses - High number of payments from particular branch / zone - Expenses without valid invoice supporting or missing invoice number - Identification of segregation of duties violations: E.g. submitter vs. approver - Delays in getting invoices from vendors. - Delays in processing invoices - Trend in expenses across locations / branch / zones - Trend in expenses in correlation with the activity for direct expenses (e.g. selling expenses as correlation to sales / revenues) - Trend in indirect expenses / fluctuations
Employee Payments	- Employee corporate cards used to procure/ make personal payments – groceries, movie tickets stationery, gifts, etc - Unreasonable T&L expenses charged without valid supporting documents. (local conveyance expenses, tips to drivers, etc above particular defined limits) - Invoice amount was split into smaller amounts to ensure adherence to single purchase limit - High number of employee payments from particular branch / zone - Mapping expenses to attendance / leave records to check the expenses claimed on day-offs

* We will discuss and mutually agree on the reporting templates to be used for the audit purpose

Audit Documentation & Deliverables (Illustrative)*

RCM / Audit Program	
Sub Process	Audit Program
General	Understand the closing procedures in terms of main deadlines in the closing schedule, duration of closing process, checklists used, if periods – month-end, quarter-end, year-end.
	Check access to the general ledger system. Check how is access to the general ledger controlled? Check whether the period be reopened once closed? Check whether prior years be reopened once closed? If so, who has access to perform this function?
	Check how many periods are open at any point in time?
	Is a standard chart of accounts used?
	Is a policy in place that defines the retention requirements of financial records?
Journal Entries	Obtain a listing of all journal entries booked between (insert dates).
	Determine whether entries that were booked manually/automatically. Prepare reports detailing specific high-risk entries. Reports will include: entries booked above a certain monetary threshold, entries booked by all personnel including certain high-level personnel, entries by account code, and entries by reporting period.
	Obtain the journal entry and supporting documentation for each entry selected for testing.
	Test the selected entries for the following: • Evidence of support for amount booked, • Adequacy of the support provided, including ensuring that support can be agreed to the entry, • Appropriateness of personnel booking the entry, • Proper approval by personnel at least one level above the preparer, • Evidence of complete and accurate inclusion in the financial statements, • Completeness and accuracy of the entry into the general ledger based on support.
	Does the system automatically create recurring journal entries? If so, what journal entries are currently being automatically created?
	Are all recurring manual entries for accruals, deferrals, reserves and prepaid listed on a period-end checklist?
	Where are journal entries and their corresponding support kept?
	Does the system automatically reverse journal entries if set to do so?
Financial reporting	Are spreadsheets used to calculate journal entries? If so, which journal entries?
	Are financial statements generated using spreadsheets? If not, what financial reporting system is used?
	Is the budget kept in the financial reporting system?
	Is there a roll forward schedule for net assets? If yes, how is the roll forward updated to reflect current period activity?
Subsidiary consolidation	Is there a statement of functional expenses prepared? If yes, how is the statement updated to reflect current period activity?
	Are consolidated financial statements prepared? If so, what entities are consolidated?
	All subsidiary ledgers are reconciled to the general ledger.
	Subsidiary reconciliations are prepared on a standard template.
	Subsidiary ledger reconciliations are reviewed and approved by Management.
	Closing adjustments to subsidiary balances are reviewed and approved by Management prior to posting.
	Once the subsidiary ledgers are closed, entries cannot be posted.
	The general ledger does not allow entries to be made to prior periods.

Issue Sheets	
Issue Summary	
Observation 1	
Client	
Audit project	
Fieldwork period	
Observation:	
 <u>Background</u>	
 <u>Issue:</u>	
Risk/Exposure:	
Root cause:	
Recommendation:	
Management response:	
Annexures:	

Key features

- Observations articulated in a detailed manner with background
- Root cause analysis
- Risk matrix classifying the key risks of the processes reviewed
- Annexure giving details / basis of the observations as per appropriate data analysis.
- Responses from process owners are obtained to get 1st level clarifications / action plan

* We will discuss and mutually agree on the reporting templates to be used for the audit purpose

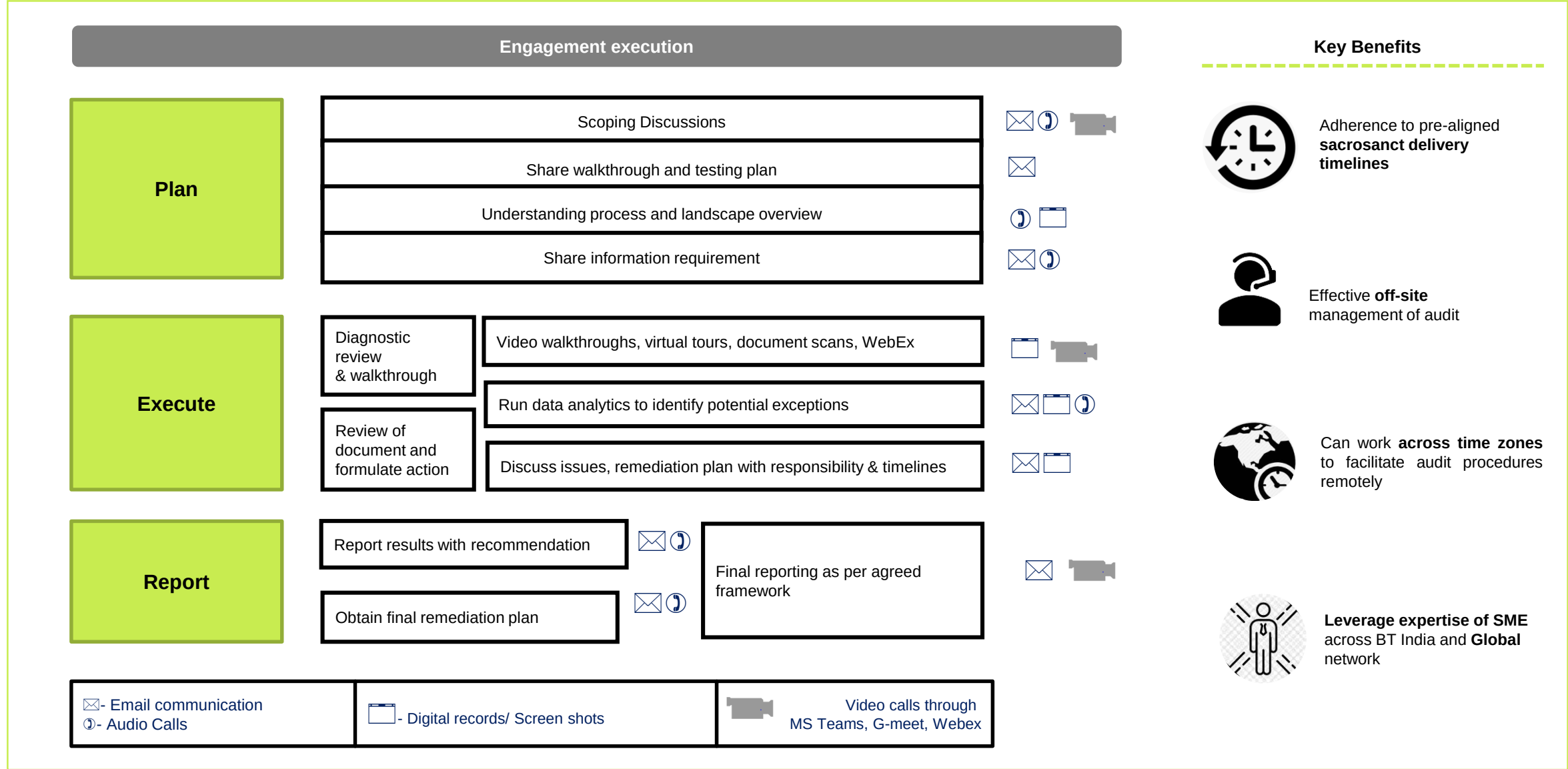
Audit Documentation & Deliverables (Illustrative)*

Audit Report		
Observations	Root Cause	Rating
	PD OI SL	H M L
	Recommendation	
Root Cause	Management Response	
Risk Implication	Responsibility & Timeline	
	Responsibility : Timeline : Immediate	

Audit Report – Audit Synopsis					
Open GRIR and PO - Finance	Acceptable				
Monitoring, settlement, Root causing & trend analysis of vendor advances, Open Purchase Order (PO) & Goods receipt Invoice receipt (GR/IR) ageing analysis and reversals. (Process owner: Mr. XX) Audit Period: October xx to March xx					
Policy Compliance Existence of policy document Compliance to policy document	Review of Open Vendor Advances Adherence to PO terms for PO based advances Approval process for Non PO based advances Accounting of advances Advance settlement against invoices Ageing analysis and monitoring for timely settlement				
Review of Open Purchase orders Ageing analysis for Open POs Process of reopening of Closed POs Payment against re-opened POs	Existence of provisions and review thereof Provision created against old vendor advances Policy / practice for creating provisions Reversal of provision				
Ageing & review of Open GRIR Monitoring of high ageing open goods receipt/ invoice receipt Reversals of high ageing open GRIR Invoice processing and clearing process Process of monitoring and Settlement of open GRIR					
Observation rating legend <table border="1"> <tr> <td>Critical issue</td> </tr> <tr> <td>Major issue</td> </tr> <tr> <td>Moderate issue</td> </tr> <tr> <td>No Issues</td> </tr> </table>		Critical issue	Major issue	Moderate issue	No Issues
Critical issue					
Major issue					
Moderate issue					
No Issues					

* We will discuss and mutually agree on the reporting templates to be used for the audit purpose

Our remote audit operating model



Proposed Governance Structure

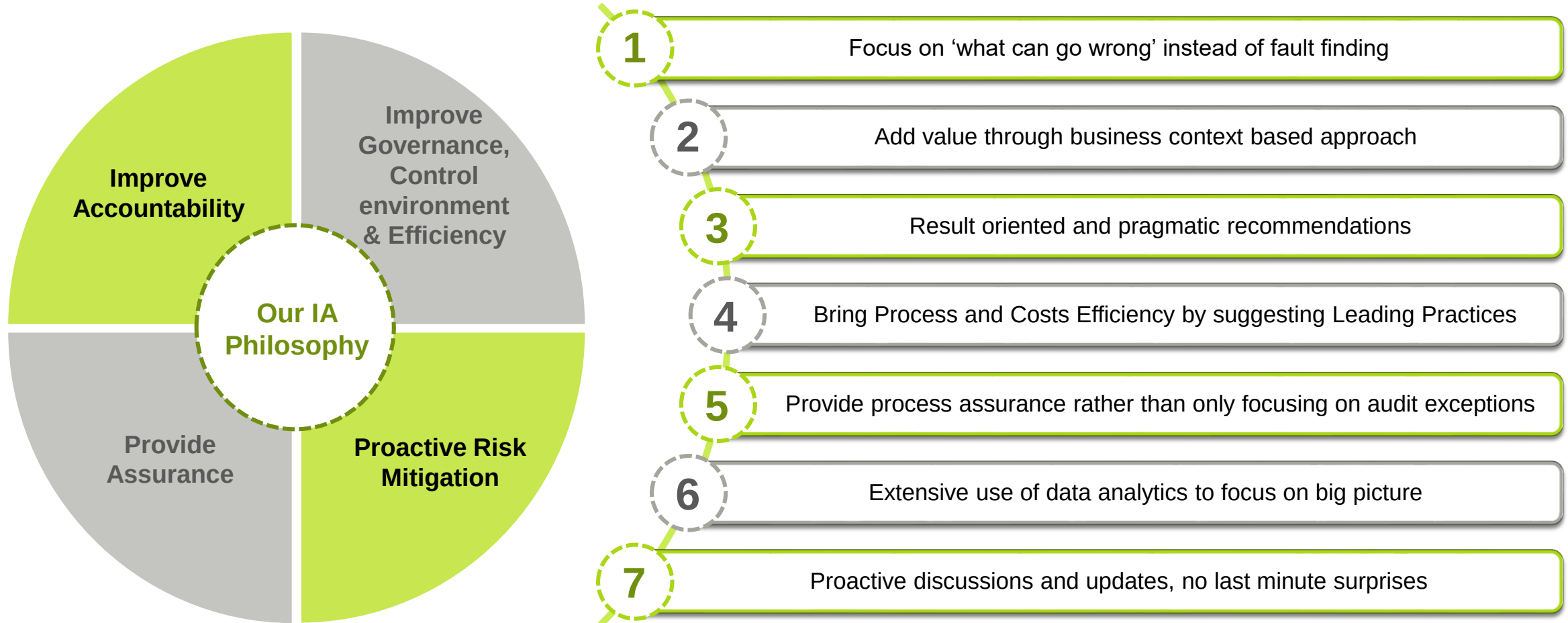
Timely and effective communication between us is crucial to making internal audit a value adding and effective function

- We recognize that to ensure timely and quality delivery of the engagement, it is necessary to adopt a proactive and responsive approach. We will set up a project management office as given below. We will discuss and agree with you the frequency and nature of interaction you require as part of our planning process

Line of communication	Timing	Who	Discussion Points
Audit Committee Meetings	Quarterly	Engagement Partner & Sr. Management	• Discuss key emerging business developments that may impact the audit plan / scope • High level status update on audit plan & progress, challenges, bottle necks, if any • Receive formal feedback on the past quarterly cycle of internal audit work
Project Management	Monthly	Engagement Partner, Engagement Director & Functional Heads	• Status update on audit plan & progress, challenges, bottle necks, if any • Discussion on significant findings, prior to issue of internal audit report • Receive feedback on the internal audit work and progress
Execution Team	Weekly/ periodic	Engagement Director and Process Owners	• Audit planning • Audit communication to relevant stakeholders • Status update on audit progress, challenges, bottle necks, if any • Monitoring of reports issuance and closures

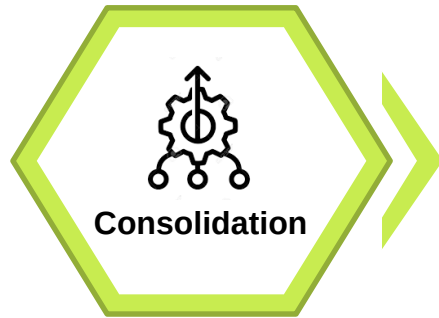
How we add value to our Internal Audit engagements

We add value by providing an independent and objective assurance, which is designed to add value and improve the effectiveness of risk management, control and governance processes.



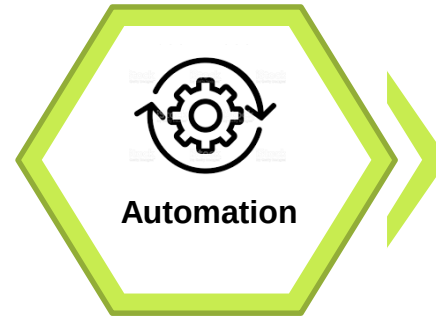
How we add value in IFC engagements

Our experience enables us to create an effective IFC program for our clients



Control Rationalization and Consolidation

Assist the management in *rationalization of controls and identification of duplicate controls mitigating same risks*, thereby ensuring complete coverage and minimizing the efforts



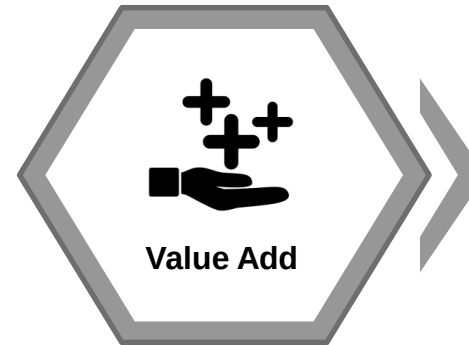
Process Automation

Assist the management in identifying controls that can be *automated thereby minimizing testing efforts and enhancing control environment*



Control Standardization

Assist the management in *standardizing the controls across entities (subsidiaries, associate cos.)* to ensure parity across common processes



Improvement Opportunities

Share *improvement opportunities* in terms of *documentation gap, change of control environment from detective to preventive, leading business practices, etc.*

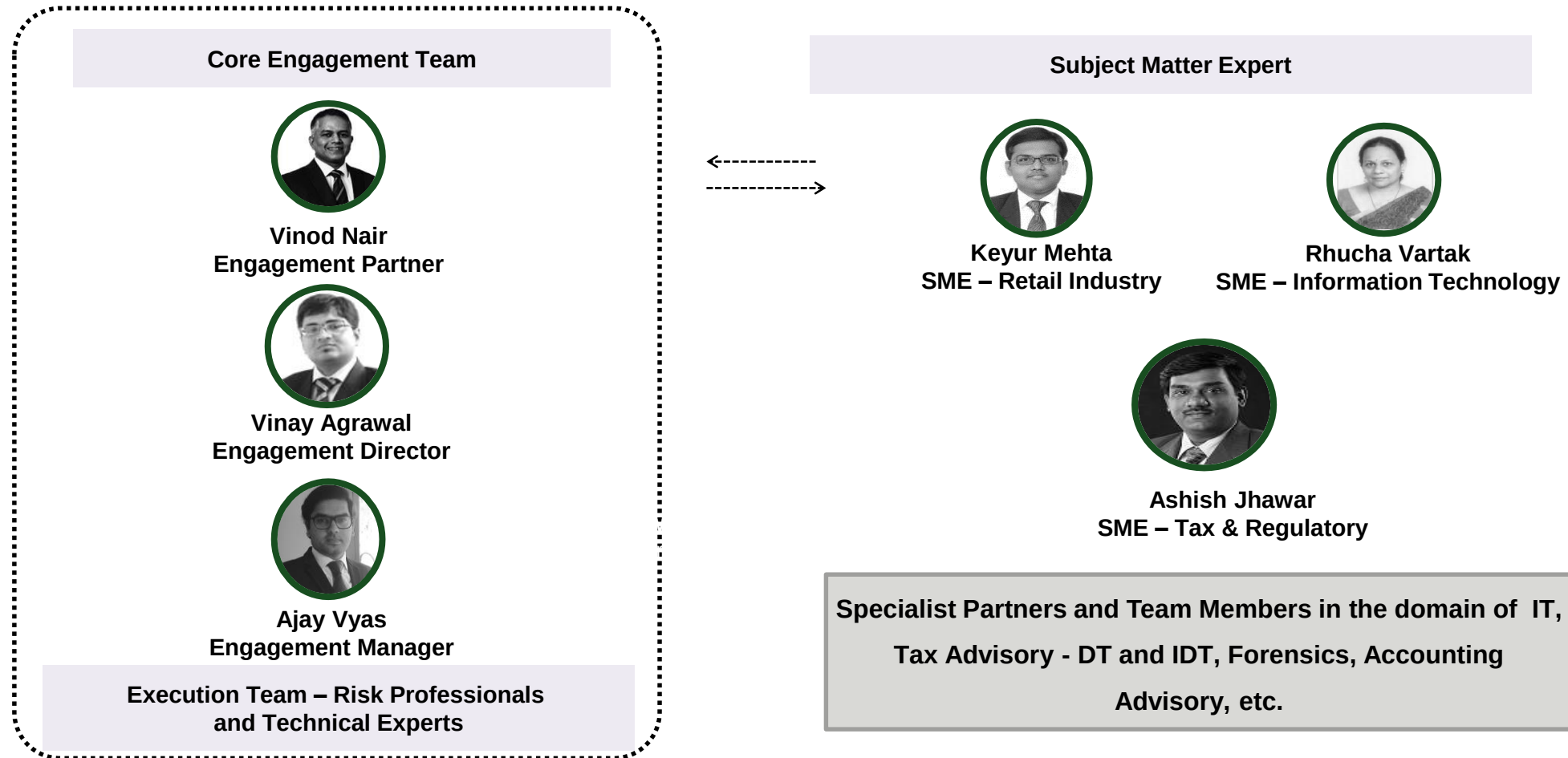


Our Team



Your Client Service Team

Our team is powered with expertise and relevant skillset to successfully deliver this engagement. The Engagement team consists of domain specialists so as to ensure that we give the quality service and delivery.



Key Team Profiles



Vinod Nair
Senior Partner, Risk & Advisory Services
E Vinod.Nair@dhc.co.in

- Vinod is a Partner with BT-DHC Mumbai and has over 22 years of professional experience in delivering end-to-end solutions across various products and services under risk advisory umbrella.
- Vinod's expertise has been in working on assisting companies in enhancing corporate governance procedures, supporting key stakeholders like Promoters, Board of Directors, Private Equities etc., in ensuring optimal controls that would address risks impacting the achievement of business objectives.
- He has worked extensively on delivering internal audits, business process improvement studies, designing ERM frameworks, and SOX implementations for clients across a range of industries including Retail, Manufacturing, FMCG, BFSI, Pharmaceuticals, Hospitality and Healthcare.
- He has led several engagements assisting corporates in IA & IFC reviews at Major Brands, Color Plus, Raymond, etc.



Vinay Agrawal
Director, Risk & Advisory Services
E Vinay.Agrawal@dhc.co.in

- Vinay has 12 years of experience in risk advisory and consulting. He has worked on wide range of engagements which include internal audits, internal controls over financial reporting (IFC/ ICFR), process and control reviews, system implementations and designing of standard operating procedures (SOP's). Vinay has worked extensively with industry leaders in Retail, Manufacturing, Pharmaceuticals, Real Estate and Infrastructure.
- Vinay has managed the internal audit engagements for leading retail and manufacturing companies covering key business processes viz. Retail Operations, Procurement, Sales, Finance and Accounts etc.
- Vinay has worked engagements with key clients viz. Aditya Birla Fashion and Retails, Major Brands, Inorbit Malls etc.

Key Team Profiles



Keyur Mehta
Partner, Risk & Advisory Services

E Keyur.Mehta@dhc.co.in

- Keyur is a CA with over 15 years experience in Risk Advisory. He has experience of leading various risk advisor engagements incl. Internal audit, Control self assessment, Designing Standard operating procedures, Process improvement and SOX reviews. Prior to joining BT-DHC, Keyur worked in Big 4 firms and risk practice of US listed entity.
- Keyur has experience in leading internal audits assignments in Retail, Textiles, Media & Entertainment, Chemicals, IT/ITES, Pharmaceuticals, Telecommunication and BFSI sector clients. .

Some of his specific experience includes:

- Leading internal audits assignments of large listed textile and retail companies covering all internal audit mandate for over 8 years.
- Leading IA & Store Audit engagements of large Retail Co. who are sole license owner of 15+ fashion brands.
- Designing SOPs for leading listed Textiles and Retail co.
- Assisting companies in documenting and operationalizing ERM framework
- Leading performance improvement assessment studies in large listed textile and retail cos.
- Leading on-site and off-site Sox testing engagement of US listed companies
- Leading IFC review engagements for leading listed companies in India



Ajay Vyas
Manager, Risk & Advisory Services

E ajay.vyas@dhc.co.in

- Ajay has more than 6 years of experience in risk advisory and consulting. He has worked on wide range of engagements which include internal audits, internal controls over financial reporting (IFC/ ICFR), process and control reviews and SOX engagements
-
- Ajay has worked extensively with industry leaders in Manufacturing, Retail, FMCG & Real Estate and service sector clients.
-
- Ajay has also led the internal audit engagement for the India entity of a global leader in adhesives, laundry and beauty care segment. He has also assisted the Corporate Audit team in performing reviews for its affiliates across the globe.
- He has managed the internal audit assignment for a listed FMCG major into the business of packaged snacks covering all the key areas such as Order to Cash, Procure to Pay, Plant Operations (multiple plants across locations), Distributor Review etc.
- Ajay has also worked on various engagements with clients such as Reliance Retail, Aditya Birla Retail, Wockhardt Ltd, Ekta Builders, Advanz Pharma Corp., Inorbit Malls (I) Pvt. Ltd., Aditya Auto etc.

(Privileged and Confidential)

Why we are the *ideal* choice

Right Team

Our team has expertise in Internal Audit & IFC methodologies which are aligned to the COSO framework and prescribed by Institute of Internal Auditors (IIA), USA and ICAI guidelines on ICFR review

Subject Matter Experts

Deployment of cross functional resources (IT, Forensics, Tax, etc.) depending on the audit requirement to add value to our service delivery. We use integrated IA approach covering process, IT and Fraud risks.

Robust Quality standards

Robust internal QA and documentation standards through intensive and timely review mechanisms by the Concurring Partner, including internal peer review and feedback mechanisms.

Governance mechanism

Regular formal meetings with Sr. Management to ensure right alignment. We will work seamlessly as your extended arm.

Partner led delivery

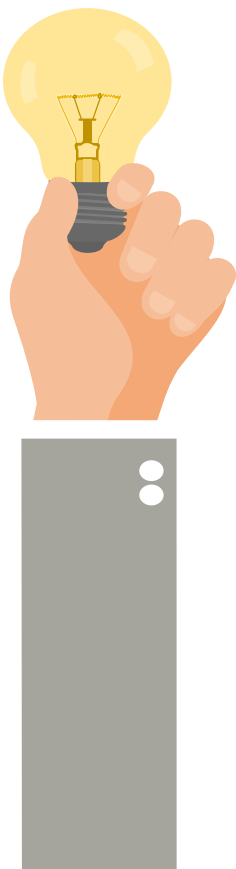
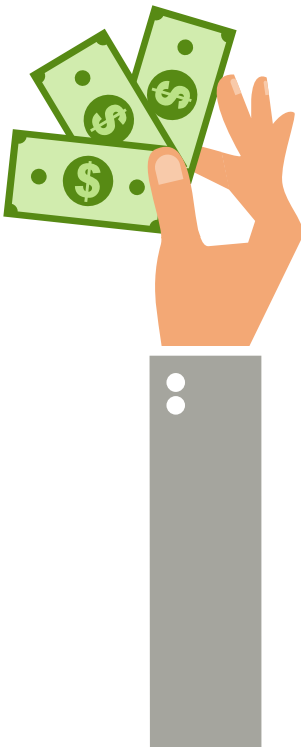
Significant involvement of our leadership team to ensure quality of service and delivery.

Understanding of the sector

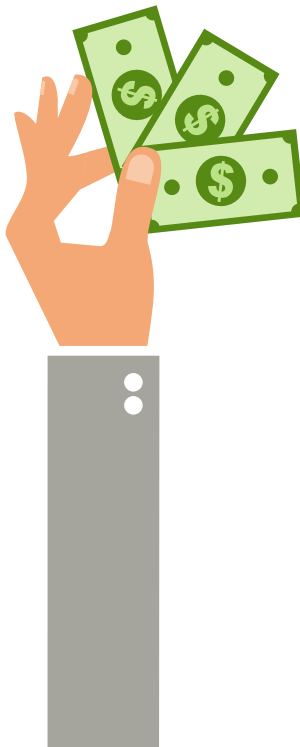
Our team has relevant **sector expertise** and understands the business context. The team has also led internal audit of 'large Corporate House & MNC ' companies.

Leverage Global Database

Leveraging our global knowledge and database to provide leading business practices internationally to support your domestic and international business operations.



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Disclaimer and Confidentiality

- This approach note is and shall remain the property of Baker Tilly DHC, and we reserve the right to request the return of any and all materials included in this document.
- Basis your request for proposal, we are submitting this document to you and your organization for the purpose of describing Baker Tilly DHC's approach and credentials to provide you the services outlined in this document.
- To showcase our approach and credentials, we have disclosed certain proprietary and sensitive information, which if disclosed to third parties, might cause harm to Baker Tilly DHC. In consideration of receiving the disclosures, we request for this document to be treated as confidential material.
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Pune

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