

TCI FINANCE LIMITED

Regd Office: Plot No 20, Survey No 12, 4th Floor, Kothaguda, Kondapur, Hyderabad - 500081

CIN No : L65910TG1973PLC031293

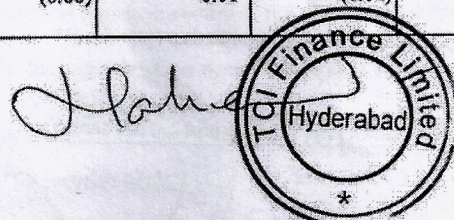
www.tcifin

(₹ in Lakhs)

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE PERIOD ENDED DECEMBER 31, 2023

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-12-2023	30-09-2023	31-12-2022	31-12-2023	31-12-2022	31-03-2023
	Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
Revenue from operations						
i Interest Income	-	-	-	-	-	-
ii Dividend Income	-	-	-	-	-	0
iii Rental Income	-	-	-	-	-	-
iv Others - Profit on sale of investments	0	42	-	65	-	-
I Total Revenue from operations	0	42	-	65	-	0
II Others Income	70	-	-	70	-	-
III Total Income (I+II)	70	42	-	135	-	0
Expenses						
i Finance Costs	12	14	62	45	137	153
ii Employee Benefits Expenses	12	10	10	37	26	36
iii Depreciation, amortization and impairment	-	-	1	-	2	2
iv Others expenses	18	16	13	51	47	61
v Loss on sale of investments	-	-	-	-	-	-
vi Impairment loss on loans	-	-	-	-	-	-
vii Provision for interest receivable	-	-	-	-	-	-
viii Fair value loss on Optionally Convertible Debentures	-	-	-	-	-	-
ix Fair value loss on unquoted equity shares	-	-	-	-	-	-
IV Total Expenses (IV)	43	40	86	134	212	251
V Profit / (loss) before exceptional items and tax (III-IV)	27	2	(86)	1	(212)	(251)
VI Exceptional items	-	-	-	-	-	-
VII Profit / (loss) before tax (V-VI)	27	2	(86)	1	(212)	(251)
VIII Tax Expenses						
1. Current Tax	-	-	-	-	-	-
2. Deferred Tax	-	-	-	-	-	-
IX Profit / (loss) for the period from continuing operations (VII-VIII)	27	2	(86)	1	(212)	(251)
X Profit / (loss) for the period	27	2	(86)	1	(212)	(251)
XI Other Comprehensive Income						
(A) (i) Items that will not be reclassified to profit or loss (specify items and amounts)						
(ii) Income tax relating to items that will not be reclassified to profit or loss						
Subtotal (A)						
Remeasurement gain/(loss) on investments	(599)	599	(315)	530	(503)	(1,524)
Deferred tax on remeasurement gain on investments	(0)	(55)	35	(99)	61	164
Remeasurement gain/(loss) on Corporate Gurantee	-	-	-	-	-	-
Remeasurement gain/(loss) on Defined Benefit Plan	-	-	-	-	-	-
Income tax relating to items that will not be reclassifies to profit or loss	-	-	-	-	-	-
Subtotal (B)	(599)	545	(280)	431	(442)	(1,360)
Other Comprehensive Income (A+B)	(599)	545	(280)	431	(442)	(1,360)
XII Total Comprehensive Income for the period (XIII+XIV)(comprising Profit (Loss) and other Comprehensive Income for the period)	(572)	547	(366)	432	(654)	(1,611)
XIII Paid Up Equity Share Capital (Face value 10/- each)	1,287	1,287	1,287	1,287	1,287	1,287
XIV Other Equity						(7,705)
XV Earning per equity share (for continuing operations)*						
Basic (Rs.)	0.21	0.02	(0.66)	0.01	(1.64)	(1.95)
Diluted (Rs.)	0.21	0.02	(0.66)	0.01	(1.64)	(1.95)

* Quarter/ year Earnings Per share figures are not annualised



The above unaudited financial results have been reviewed by the audit committee and approved by the Board of Directors at their meeting held on February 13, 2024. In accordance with Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015. The financial results for the period ended December 31, 2023 have been subjected to the Limited Review by the statutory auditors and the report thereon is modified.

2 The Company is mainly engaged in financing activities which constitutes a single business segment.

3 **Exposures to Amrit Jal Ventures Private Limited (AJVPL) and its subsidiaries:**

The Company in the earlier years, has given Corporate Guarantees to the lenders of AJVPL and its wholly owned subsidiary – Gati Bhasmey Limited – aggregating to Rs. 25,619.80 Lakhs. During the year 2019-2020 :

(i) Certain lenders of these entities have invoked the Guarantees and raised claims on the Company aggregating to Rs. 17,820.89 Lakhs.

(ii) The Company made a provision of Rs. 7,798.91 Lakhs on an estimated basis considering the disputed nature of the claim and unlawful invocation of the corporate guarantee.

4 **Exposures to Mahendra Investment Advisors Private Limited (MIAPL) - Related party:**

As at December 31, 2023, the Company is having a carrying value of advances given to MIAPL Rs. 4333.09 Lakhs. These advances include value of 31,79,385 equity shares in Gati Limited held by the Company invoked by the lenders of MIAPL during 2019-20, given as guarantee by the Company, aggregating to Rs. 2379.13 Lakhs and TDS receivable amounting to Rs. 151.58 Lakhs respectively. The Company stopped recognising interest income since October 2020. One of the financial creditors of MIAPL have filed a case and has been admitted in NCLT under Insolvency & Bankruptcy Code, Hyderabad for the defaults made by MIAPL. The CRIP proceedings is concluded and the provision made has been in the books of account has been written off in this Quarter i.e. December 2023. Now the matter is decided by NCLT, Hyderabad bench vide order dated 10/08/2023, which has resulted in which we have received of Rs. 69.63 Lakhs against our claim of Rs 4333.09 Lakhs.

5 **Investments - Sale of pledged shares:**

a) During the year 2015-2016, the Company availed a loan of Rs.5 Crores from Godavari Commercial Services Private Limited (Godavari) on the security of 10,00,000 equity shares of Gati Limited held by the Company. These shares were re-pledged by Godavari with a third party, with the consent of the Company. The said shares were invoked by the third party in the year 2016-2017 on default by Godavari without there being any default by the Company. The Company took necessary legal recourse for restoration of the pledged shares and in terms of the settlement arrived at, Godavari agreed to restore the said invoked shares. During the financial year 2019-2020, Godavari restored 33,000 shares and balance 9,67,000 shares were yet to be restored. In view of the settlement agreement and further litigation raised by the Company, the said 9,67,000 equity shares in Gati Limited have been continued to be disclosed as "

b) During the year 2015-2016, the Company has pledged 1,580,000 shares of Gati Limited held by the Company as Investments in favour of IDFC Bank Limited (IDFC) for facilities availed by M/s Gati Infrastructure Private Limited (GIPL) on receipt of Letter of Comfort from M/s Amrit Jal Ventures Private Limited (AJVPL) being the holding company of GIPL. The said shares were invoked by IDFC in the year 2016-2017 due to default made by GIPL. GIPL, AJVPL and the Company entered into a tripartite agreement for restoration of such invoked shares to the Company. The Company has accounted for the invoked shares and the value realised by IDFC amounting to Rs. 1875.03 lakhs has been shown as "Receivable". Management is confident of recovery of the same and therefore no provision for doubtful debt is considered necessary at this point of time.

c) During the year 2014-2015, the Company has pledged 805,000 equity shares of Gati Limited held by the Company as Investments in favour of IFCI Ventures Limited (IFCIV) for facilities availed by M/s Amrit Jal Ventures Private Limited (AJVPL). AJVPL had repaid the said loan, the Company had made request to IFCIV for release of pledged shares. However, during the year ended March 31, 2018, IFCIV invoked the said shares and transferred the same to Green India Ventures Fund (GIVF) for certain dues payable by AJVPL. The Company has taken necessary legal recourse for the restoration of the invoked shares. In view of the above, the invoked 805,000 equity shares in Gati Limited have been continued to be disclosed as " Investments".

6 **Liability for sale of shares held by other entities given as guarantee to the lenders of the company for the loans availed by the Company:**

During the earlier years, the Company availed borrowings from certain lenders and by way of an amendment loan agreement, arranged the certain shares held by Mahendra Kumar Agarwal & Sons HUF and Manish Agarwal Benefit Trust (Guarantors) as an additional security for the said borrowings. The said lenders, due to defaults by the Company have sold these shares and recovered their respective dues fully. As a result of this sale of shares given as an additional security, the Company has recognised the liability in favour of guarantors to the extent of Rs. 364.25 Lakhs, being amount of loan extinguished by the lenders out of the sale proceeds of shares. Out of the said amount, the Company has paid an amount of Rs. 206.37 Lakhs and the balance of Rs. 157.88 Lakhs is outstanding as at December 31, 2023.

During the period ended December 31, 2023, the above said lenders have invoked the shares given as guarantee by Mr. Mahendra Kumar Agarwal and realised an amount of Rs. 1066.69 Lakhs. The company has recognised liability of Rs. 1066.69 Lakhs in favour of Mr. Mahendra Kumar Agarwal in place of original lenders.

7 **Going Concern:**

Due to adverse developments in the entities to whom the company has advanced loans / given guarantees / investments made, the Company had substantial exposures. These exposures adversely affect the future incomes. These factors substantially affected the operations of the Company and indicate uncertainties relating to the going concern status of the Company. Management of the Company is in the process of identifying various alternatives / new areas to venture into for reviving the company. In view of the same, financial statements of the company have been prepared on going concern basis.

8 The Company had received a letter from the Reserve Bank of India to surrender the Certificate of Registration (COR) for voluntary deregistration as NBFC on account of non maintenance of minimum Net owned Funds(NOF). The company had sought a further period of 12 months for augmenting the NOF.

9 The company has not made provision for income tax for the year ended 31.03.2022 on the gain realised on the accounting of the investments pledged as security for the credit facilities availed by Gati Infrastructure Private Limited and same was showed in receivable, there is no cash transactions. Refere case no [1997] 227 ITR 802 (Kerala)/[1997] 140 CTR 541 (Kerala), High Court of Kerala.

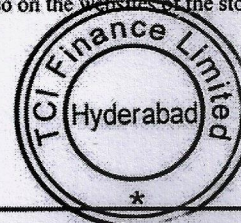
10 The Company has not recognised interest expense of Rs. 62.44 Lakhs for the period ended December 31, 2023. Total interest expense not recognised, upto December 31, 2023, aggregates to Rs. 398.31 Lakhs. Consequently, loss for the year 2023-2024 is higher by Rs.62.44 Lakhs and as at December 31, 2023 and Other Equity (negative balance) and Borrowings were lower by Rs. 398.31 Lakhs.

11 The Statutory Auditors of the Company have qualified their opinion in their Audit report with respect to the matters stated paragraphs 3, 5.a, 5.b, 5.c, and 7 above and emphasised the matters stated at 8 and 9 above.

12 The figure for the corresponding previous period ended have been regrouped / reclassified wherever necessary to make them comparable.

13 The figures for the current period ended December 31, 2023 are the balancing figures between audited figures in respect of full financial year ended March 31, 2023 and the unaudited published year to date figures upto December 31, 2023.

14 The copy of this notice is also posted on the website of the Company at www.tcifl.in and also on the websites of the stock exchanges at www.bseindia.com & www.nseindia.com.



For and on behalf of the Board
TCI Finance Limited
Mahendra Kumar Agarwal
Mahendra Kumar Agarwal
Director (DIN - 00179799)

TCI FINANCE LIMITED

Regd Office: Plot No 20, Survey No 12, 4th Floor, Kothaguda, Kondapur, Hyderabad - 500081

CIN: L65910TG1973PLC031293, www.tcifl.in

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STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE PERIOD ENDED DECEMBER 31, 2023

(₹ in Lakhs)

Particulars	Quarter Ended		Nine Months Ended
	31-12-2023 Unaudited	31-12-2022 Unaudited	31-12-2023 Unaudited
Total income from operations (Net)	0	-	65
Net Profit / (Loss) from ordinary activities after tax	27	(86)	1
Net Profit / (Loss) for the period after tax (after Extraordinary items)	27	(86)	1
Total Comprehensive Income for the period (comprising Profit (Loss) and other Comprehensive Income for the period)	(572)	(366)	432
Equity Share Capital	1287	1287	1287
Reserves (excluding Revaluation Reserve as shown in the Balance Sheet of previous year)			
Earnings Per Share (before extraordinary items) (` 10/- each) Earnings Per Share (before extraordinary items) (` 10/- each)			
Basic :	0.21	(0.66)	0.01
Diluted :	0.21	(0.66)	0.01
Earnings Per Share (after extraordinary items) (` 10/- each) Earnings Per Share (after extraordinary items) (` 10/- each)			
Basic :	0.21	(0.66)	0.01
Diluted :	0.21	(0.66)	0.01

Notes:

- The above results have been reviewed by the audit committee and approved by the Board of Directors at their meeting held on February 13, 2024.
- The above is an extract of the detailed format of period ended December 31, 2023 Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the nine months ended December 31, 2023 are available for investors at www.tcifl.in, www.bseindia.com & www.nseindia.com.

Place : Hyderabad

Date : February 13, 2024



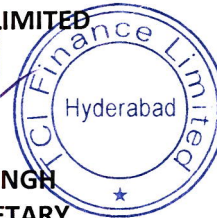
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF TCI FINANCE LIMITED HELD ON TUESDAY, 13TH FEBRUARY, 2024 THROUGH VIDEO CONFERENCING

APPROVAL OF THE STANDALONE UNAUDITED FINANCIAL RESULTS ALONG WITH LIMITED REVIEW REPORT FOR THE THIRD QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2023

“**RESOLVED THAT** the standalone unaudited Financial statements of the Company for the quarter ended December 31, 2023 along with the limited review report be and are hereby approved, adopted and taken on record as per Clause 33 of the SEBI (LODR) Regulations, 2015

“**RESOLVED FURTHER THAT** Mr. Mahendra Kumar Agarwal (DIN:00179779) be and is hereby authorized to sign the same for publication in newspapers and submit to the Stock Exchanges as required under Regulation 33 and 47 of the SEBI (LODR) Regulations, 2015.

**//CERTIFIED TRUE COPY//
FOR TCI FINANCE LIMITED**



**S JASMINDER SINGH
COMPANY SECRETARY
(M.NO – 20640)**