June 14, 2022

To ,
National Stock Exchange of India Limited
Listing/Compliance Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code – V2RETAIL

Re : NSE email dated June 13, 2022

Sub: Submission of Financial Results for the period ended March 31, 2022 in Machine Readable Form / Legible copy

Dear Sir/Madam,

With reference to your email dated June 13, 2022 please find enclosed herewith financial results of the Company for the period ended March 31, 2022 in Machine Readable Form, as approved by the Board of Directors at its meeting held on May 30, 2022.

We request you to kindly take the above information on record.

Thanking you,

Yours truly,
For V2 Retail Limited

V2 RETAIL LIMITED NEW DELHI

Sudhir Kumar
Company Secretary & Compliance Officer

Encl:
1) Audited Financial Results – Standalone and Consolidated
2) Auditors Reports – Standalone and Consolidated
3) Statement on impact of Audit Qualifications

Walker Chandiok &Co LLP

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Outer Circle,
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Independent Auditor's Report on Standalone Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of V2 Retail Limited

Qualified Opinion

1. We have audited the accompanying standalone annual financial results ('the Statement') of V2 Retail Limited ('the Company') for the quarter and year ended 31 March 2022, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:

   (i) presents financial results in accordance with the requirements of Regulation 33 of the Listing Regulations, except for the possible effects of the matters described in paragraph 3, 4 and 5 below; and

   (ii) gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') specified under section 133 of the Companies Act, 2013 ('the Act'), read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the standalone net loss after tax and other comprehensive loss and other financial information of the Company for the quarter and year ended 31 March 2022 except for the possible effects of the matters described in paragraph 3, 4 and 5 below.

Basis for Qualified Opinion

3. As stated in Note 4 to the accompanying standalone financial results, the Company's other equity as at 31 March 2022 includes an amount of ₹ 365.36 lakhs in the nature of capital reserve arising out of business restructuring carried out in earlier years, for which the Company's management has not been able to provide necessary reconciliation and information. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid balance, and the consequential impact, if any, on the financial results. Our opinion on the standalone financial results for the previous year ended 31 March 2021 was also modified in respect of this matter.

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4. As stated in Note 5 to the accompanying standalone financial results, the Company's contingent liabilities as at 31 March 2022 include certain contingent liabilities aggregating to Rs. 747.26 lakhs pertaining to litigations pending with various authorities, for which the Company's management has not been able to provide necessary evidence in relation to probability of outflow of resources embodying economic benefits. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid amounts as provision or contingent liabilities as at 31 March 2022 in accordance with Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" and the consequential impact, if any, on the accompanying statements. Our opinion on the standalone financial results for the year ended 31 March 2021 was also qualified in respect of this matter.

5. As described in Note 10 to the accompanying standalone financial statements, the Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Company in respect of property, plant and equipment with aggregate gross block of Rs 17,792.30 lakhs and net block of Rs 9,162.77 lakhs as at 31 March 2022. Pending completion of the said reconciliation, we are unable to comment on any adjustment that may be required to the carrying value of such Property, Plant and Equipment as at 31 March 2022.

6. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Statement* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matters

7. We draw attention to Note 6 of the accompanying Statement, which describes the uncertainties relating to the effect of COVID-19 pandemic outbreak and the management's evaluation of the impact on the standalone financial results of the Company as at the balance sheet date. The extent of the impact of these uncertainties on the Company's operations is significantly dependent on future developments.

8. We draw attention to Note 9 of the accompanying standalone financial results, which describes that an advance amounting to Rs. 1,557.65 lacs (31 March 2021: Rs. 1,557.65 lacs) outstanding since April 2019, as included in Non-current assets as at March 31, 2022 has been considered good basis management's assessment of expected renewal of the underlying contract with Bennett, Coleman and Co. Limited ('BCCL') which will be valid till July 7, 2022, basis past experience and ongoing discussion with the BCCL for such renewal. Further, the management is confident of the utilisation of such advance against future advertisement services to be provided by BCCL within the extended period of the contract and hence, has considered the aforesaid balance as fully recoverable as on date.

   Our opinion is not modified in respect of these matters.

Responsibilities of Management and Those Charged with Governance for the Statement

9. This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income and other financial information of the Company in accordance with the Ind AS specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for

ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

10. In preparing the Statement, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

11. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

12. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

13. As part of an audit in accordance with the Standards on Auditing, specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial controls with reference to financial statements and the operating effectiveness of such controls.
    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
    - Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
    - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

14. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

15. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Other Matter

16. The Statement includes the financial results for the quarter ended 31 March 2022, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

JYOTI VAISH
Digitally signed by JYOTI VAISH
Date: 2022.05.30 19:34:49 +05'30'

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 22096521AJWSXG9374

Place: New Delhi
Date: 30 May 2022

WALKER CHANDIOK & CO LLP ★ CHARTERED ACCOUNTANTS ★

V2 Retail Limited

V2 Retail Limited

Statement of standalone financial results for the quarter and year ended 31 March 2022

(Rs. in lakhs, unless stated otherwise)

	Particulars	Quarter ended			Year ended	
		31 March 2022	31 December 2021	31 March 2021	31 March 2022	31 March 2021
		(Refer note 11)	(Unaudited)	(Refer note 11)	(Audited)	(Audited)
1	**Income**					
(a)	Revenue from operations	15,825.44	23,888.94	18,931.68	62,922.49	53,864.74
(b)	Other income (refer note 7)	344.85	104.18	838.40	1,558.40	2,215.84
	Total income	**16,170.29**	**23,993.12**	**19,770.08**	**64,480.89**	**56,080.58**
2	**Expenses**					
(a)	Purchases of stock-in-trade	13,718.95	12,137.63	20,406.43	44,213.29	44,970.28
(b)	Changes in inventories of stock-in-trade	(1,905.64)	4,121.35	(5,652.38)	(147.40)	(6,939.21)
(c)	Employee benefits expense	1,711.47	1,750.62	1,649.82	5,760.82	4,767.50
(d)	Finance costs	923.42	895.85	879.16	3,607.09	3,023.51
(e)	Depreciation and amortisation expense	1,290.36	1,454.94	1,419.43	5,659.36	5,378.51
(f)	Other expenses	1,726.73	1,995.32	2,138.81	7,023.55	6,189.00
	Total expenses	**17,465.29**	**22,355.71**	**20,841.27**	**66,116.71**	**57,389.59**
3	**Profit / (Loss) before tax (1-2)**	**(1,295.00)**	**1,637.41**	**(1,071.19)**	**(1,635.82)**	**(1,309.01)**
4	**Tax expense**					
(a)	Current tax	-	-	-	-	-
(b)	Deferred tax	(348.40)	445.61	(210.01)	(345.62)	(205.18)
	Total tax expense / (credit)	**(348.40)**	**445.61**	**(210.01)**	**(345.62)**	**(205.18)**
5	**Profit / (Loss) for the period/year (3-4)**	**(946.60)**	**1,191.80**	**(861.18)**	**(1,290.20)**	**(1,103.83)**
6	**Other comprehensive income**					
	(i) Items that will not be reclassified to the statement of profit and loss	1.67	(25.95)	2.74	(52.69)	(1.27)
	(ii) Income tax relating to items that will not be reclassified to the statement of profit and loss	(0.42)	6.53	(0.70)	13.26	0.33
	Total other comprehensive income	**1.25**	**(19.42)**	**2.04**	**(39.43)**	**(0.94)**
7	**Total comprehensive income for the period/year (comprising loss and other comprehensive income for the period/year) (5+6)**	**(945.35)**	**1,172.38**	**(859.14)**	**(1,329.63)**	**(1,104.77)**
8	Paid-up equity share capital (face value of Rs. 10 each)	**3,438.93**	**3,438.93**	**3,410.50**	**3,438.93**	**3,410.50**
9	Other equity	22,575.54				23,775.98
10	**Earnings per share (face value of Rs. 10 each):**	**(not annualised)**	**(not annualised)**	**(not annualised)**	**(annualised)**	**(annualised)**
(a)	Basic	(2.76)	3.48	(2.53)	(3.76)	(3.24)
(b)	Diluted	(2.76)	3.47	(2.52)	(3.76)	(3.24)

V2 Retail Limited

Statement of standalone assets and liabilities

(Rs. in lakhs, unless stated otherwise)

Particulars	As at 31 March 2022 (Audited)	As at 31 March 2021 (Audited)
ASSETS		
Non-current assets		
a) Property, plant and equipment	9,162.77	9,709.46
b) Right of use assets	27,852.32	28,489.89
c) Other intangible assets	454.82	49.19
d) Intangible assets under development	-	462.47
e) Financial assets		
i) Investment in Subsidiary	1,500.00	1,500.00
ii) Other financial assets	766.75	702.59
f) Deferred tax assets (net)	2,685.34	2,326.47
g) Income tax assets (net)	163.55	214.23
h) Other non-current assets (refer note 9)	1,848.70	1,923.57
Total non-current assets	**44,434.25**	**45,377.87**
Current assets		
a) Inventories	26,734.12	26,535.70
b) Financial assets		
i) Trade receivables	94.16	68.99
ii) Cash and cash equivalents	594.09	1,517.03
iii) Bank balances other than (ii) above	85.71	66.85
iv) Other financial assets	1,675.78	1,499.32
c) Other current assets	3,556.08	4,254.51
Total current assets	**32,739.94**	**33,942.40**
TOTAL ASSETS	**77,174.19**	**79,320.27**
EQUITY AND LIABILITIES		
EQUITY		
a) Equity share capital	3,438.93	3,410.50
b) Other equity	22,575.54	23,775.98
Total equity	**26,014.47**	**27,186.48**
LIABILITIES		
Non-current liabilities		
a) Financial liabilities		
i) Borrowings	-	11.66
ii) Lease liabilities	30,257.93	30,555.05
iii) Other financial liabilities	14.74	13.84
b) Provisions (Employee benefit obligation)	394.80	273.98
Total non-current liabilities	**30,667.47**	**30,854.53**
Current liabilities		
a) Financial liabilities		
i) Borrowings	4,892.63	5,038.51
ii) Lease liabilities	3,217.21	3,196.69
iii) Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	458.94	249.91
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	10,729.63	11,484.92
iv) Other financial liabilities	806.36	954.06
b) Provisions(Employee benefit obligation)	221.99	216.75
c) Other current liabilities	165.49	138.42
Total current liabilities	**20,492.25**	**21,279.26**
TOTAL EQUITY AND LIABILITIES	**77,174.19**	**79,320.27**

V2 Retail Limited

Statement of standalone Cash flow for the year ended 31 March 2022

(Rs. in lakhs, unless stated otherwise)

Particulars	For the year ended 31 March 2022 Audited	For the year ended 31 March 2021 Audited
A. Cash flow from operating activities		
Loss before tax	(1,635.82)	(1,309.01)
Adjustments for:		
Depreciation and amortisation expense	5,659.36	5,378.51
Interest income	(580.05)	(999.99)
Rent concession on lease rentals	(856.05)	(1,072.19)
Intangible assets under development written-off	51.00	-
Finance charges	3,607.09	3,023.51
Profit on sale of property, plant and equipment (net)	(15.61)	-
Provision against inventory	628.10	838.89
Provision against advances	57.53	-
Balances written off	31.22	339.84
Share based payment expense	129.19	237.51
Operating profit before working capital changes	**7,075.96**	**6,437.07**
Movement in working capital		
Movement in trade payables	(546.24)	1,437.82
Movement in trade receivables	(25.17)	(68.29)
Movement in provisions	73.37	59.62
Movement in other liabilities	27.07	22.29
Movement in other financial iabilities	(44.86)	57.25
Movement in inventories	(826.52)	(7,758.98)
Movement in other financial assets	(178.83)	879.01
Movement in other assets	684.54	(2,583.06)
Cash flows generated from/(used in) operating activities post working capital changes	**6,239.32**	**(1,517.27)**
Income taxes paid (net)	50.68	(20.79)
Net cash flows generated from/(used in) operating activities (A)	**6,290.00**	**(1,538.06)**
B. Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work-in-progress and payable towards property, plant and equipment)	(1,365.02)	(2,213.52)
Sale of property, plant and equipment	121.45	-
Purchase of intangible assets	(68.05)	(52.30)
Investment in fixed deposits (net)	(30.03)	636.95
Interest received	14.04	41.37
Net cash flows (used in) investing activities (B)	**(1,327.61)**	**(1,587.50)**
C. Cash flows from financing activities		
Proceeds from issuance of equity share	28.43	-
(Repayment of) / proceeds from current borrowings (net)	(145.88)	2,716.01
Repayment of non-current borrowings	(11.66)	(64.08)
Payment of lease liabilities	(5,294.82)	(3,996.44)
Interest paid	(461.40)	(59.16)
Net cash flows (used in) financing activities (C)	**(5,885.33)**	**(1,403.67)**
Net decrease in cash and cash equivalents (A+B+C)	(922.94)	(4,529.23)
Cash and cash equivalents at the beginning of the year	1,517.03	6,046.26
Cash and cash equivalents at the end of the year	**594.09**	**1,517.03**
Components of cash and cash equivalents at the end of the year		
Cash on hand	155.54	429.27
Balance with banks:		
-in current accounts	438.55	1,087.76
Total	**594.09**	**1,517.03**

Note:

The cash flow has been prepared under the "Indirect method", as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.





Notes to standalone audited financial results for the quarter and year ended 31 March 2022

1. The audited standalone Financial Results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 30 May 2022. The statutory auditors have carried out the audit for the quarter and year ended 31 March 2022, in accordance with Regulation 33 of the Securities and Exchange Board of India (Listing and other Disclosure Requirements) Regulation, 2015 and have issued a modified report.

2. The above standalone financial results have been prepared in accordance with the recognition and measurement principles of the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended).

3. The Company's primary business segment is reflected based on principal business activities carried on by the Company. As per Ind AS 108, Operating Segments, the Company operates in one reportable business segment i.e., retail trade through chain of stores and is primarily operating in India and hence, considered as single geographical segment.

4. The Company restructured its business in the financial year 2010-11 resulting in creation of Capital Reserve amounting to Rs. 60,523.24 lakhs. The aforementioned reserve has been reconciled to amount recognised in the books of accounts except for Rs. 365.36 lakhs which the Company is in the process of reconciling. However, the management believes that there is no impact of the same on statement of profit and loss.

5. Out of contingent liabilities existing as at 31 March 2022, certain liabilities aggregating to Rs. 747.26 lakhs are under appeal with different authorities at different levels for which the Company does not have all underlying orders/notices. Whilst the impact of contingent liabilities on these standalone results can only be ascertained on the settlement of such cases/disputes, management basis available information / documents has assessed that based on the merits of such cases, the Company has reasonably good chances on succeeding and accordingly, no provision has been recognised in these standalone financial results.

6. World Health Organization (WHO) declared outbreak of Corona virus disease (COVID-19) a global pandemic in month of February 2020. Consequent to this, Government of India had declared lockdown i.e. 24 March 2020 which caused significant economic slowdown and disruptions of business operations. Subsequently, the second wave and third wave of COVID-19 has emerged in India, due to which various State Governments have also imposed lockdown in respective states. This had also temporarily impacted the business activities of the Company such as closure of stores and warehouse, disruption of supply chain, etc. The Company has prepared cash flow projections to assess the cash flow requirements and funds available from various sources including bank borrowings etc. consequent to uncertainty caused by COVID-19 for next 12 months. The management has also considered the possible effects of the pandemic on the carrying values of assets and the business forecasts. In developing the assumptions relating to the possible impacts of this pandemic and cash flow projections, the Company has used internal and external information up to the date of approval of these financial results and current indicators of future economic conditions. The Company expects to recover the carrying amount of these assets and have sufficient liquidity for business operations for at least another twelve months. Further, the Company has re-assessed valuation and recoverability of inventory. In its assessment the management has considered projected sales, purchase, discounts, promotion schemes, other logistic costs, etc. It has carried out sensitivity analysis and based on the same it is of the view that provision for markdown and shrink is sufficient and appropriate to cover any loss that may arise due to various uncertainties involved. The impact of the pandemic on the Company's financial results may differ from that estimated as at the date of approval of these financial results and the management will continue to closely monitor any material changes arising of future economic conditions and impact on its business.

7. The Company had elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated 24 July 2020 and 18 June 2021 on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. Accordingly, it has accounted for Rs. 64.66 lakhs and Rs. 856.05 lakhs in quarter and year ended 31 March 2022 respectively, (Rs. 100.69 lakhs and Rs.1,072.19 lakhs in quarter and year ended 31 March 2021 respectively) under head other income with respect to unconditional rent concessions confirmed by the landlord.

8(a). Under the Employee Stock Option Scheme 2016 ("Scheme"), the Company has allotted Nil and 2,84,315 equity shares of face value of Rs. 10 each to the eligible employees of the Company during the quarter and year ended 31 March 2022 respectively.

8(b). During the quarter and year ended 31 March 2022, the Company has granted Nil and 2,25,000 ESOP options respectively. An amount of Rs. 35.72 lakhs and Rs. 129.19 lakhs have been recorded as employee benefits expense for the quarter and year ended 31 March 2022 respectively, as the cost of employee stock options granted.

9. The Company executed an Advertisement contract dated 7 July 2015 for the period of 5 years with Bennet Coleman and Company Limited (BCCL), pursuant to which the Company has agreed to give advertisements of Rs. 5,000 lakhs, being the total commitment and BCCL has extended long-term credit facility amounting to Rs. 3,250 lakhs to be utilized in accordance with the terms of aforesaid agreement. The aforesaid agreement was further extended twice for a term of one year each and the management is confident of its renewal beyond July 7, 2022 basis its ongoing discussion with BCCL and past practice. The Company has paid Rs. 1,557.65 lakhs till year ended 31 March 2021 (outstanding since April, 2019) pursuant to this contract and disclosed this amount under "other non-current assets" as at 31 March 2022. Further, the management is confident of utilising the above advance with in the extended contractual period and therefore, has considered the aforesaid advance as good and recoverable.

10. The Company has performed physical verfication of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Company in respect of property, plant and equipment with aggregate gross block of Rs. 17,792.30 lakhs and net block of Rs. 9,162.77 lakhs as at 31 March 2022. However the management does not impact resultant adjustments to be material to the financial statements.

11. The figures for the quarter ended 31 March 2022 and the corresponding quarter ended 31 March 2021, as reported in these standalone financial results, are the balancing figures in respect of full financial year and published year to date figures up to the end of third quarter of the relevant financial year. Also, the figures up to the end of third quarter had only been reviewed and not subject to audit.

12. The figures for the corresponding previous period/year have been regrouped/reclassified, wherever necessary including requirements of the amended schedule III to the Companies Act 2013.

For and on behalf of the Board of Directors

Ram Chandra Agarwal
Chairman & Managing Director
DIN: 00491885

Place: New Delhi
Date: 30 May 2022

ANNEXURE I

StatementonImpactofAuditQualifications(forauditreportwithmodifiedopinion)submitted along withStandalone AnnualAuditedFinancialResults

Figure in Rs. Lakh, except for per share data

Statement on impact of audit qualifications for the financial year ended 31 March 2022 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	S. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (as reported after adjusting for qualifications)
	1.	Turnover /total income	64,480.89	64,480.89
	2.	Total expenditure	66,116.71	66,116.71
	3.	Net (Loss)/profit for the period	(1,290.20)	(1,290.20)
	4.	Earnings per share	(3.76)	(3.76)
	5.	Total assets	77,174.19	77,174.19
	6.	Total liabilities	51,159.72	51,159.72
	7.	Net worth	26,014.47	26,014.47
	8.	Any other financial item (as felt appropriate by the management)	Nil	Nil

II.	**Audit qualification (each audit qualification separately)**
	a. Details of audit qualifications: The audit report of statutory auditors includes following qualifications on the audited financial statements/results for the quarter/year ended March 31, 2022: As stated in Note 4 to the accompanying standalone financial results, the Company's other equity as at 31 March 2022 includes an amount of ₹ 365.36 lakhs in the nature of capital reserve arising out of business restructuring carried out in earlier years, for which the Company's management has not been able to provide necessary reconciliation and information. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid balance, and the consequential impact, if any, on the financial results. Our opinion on the standalone financial results for the previous year ended 31 March 2021 was also modified in respect of this matter. As stated in Note 5 to the accompanying standalone financial results, the Company's contingent liabilities as at 31 March 2022 include certain contingent liabilities aggregating to Rs. 747.26 lakhs pertaining to litigations pending with various authorities, for which the Company's management has not been able to provide necessary evidence in relation to probability of outflow of resources embodying economic benefits. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid amounts as provision or contingent liabilities as at 31 March 2022 in accordance with Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" and the consequential impact, if any, on the accompanying statements. Our opinion on the standalone financial results for the year ended 31 March 2021 was also qualified in respect of this matter. As described in Note 10 to the accompanying standalone financial statements, the Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Company in respect of property, plant and equipment with aggregate gross block of Rs 17,792.30 lakhs and net block of Rs 9,162.77 lakhs as at 31 March 2022. Pending completion of the said reconciliation, we are unable to comment on any adjustment that may be required to the carrying value of such Property, Plant and Equipment as at 31 March 2022.
	b. Frequency of qualification: Whether appeared first time/repetitive/since how long continuing Repetitive- Qualification stated in (i) is continuing from the financial year ended 31 March 2011. Qualification stated in (ii) is continuing from the financial year ended 31 March 2012. However, the figure mentioned has been updated.
	c. For audit qualification(s) where the impact is quantified by the auditor, Management's Views: Management's view: not applicable

d. For audit qualification(s) where the impact is not quantified by the auditor:

(i) Management's estimation on the impact of audit qualification:

Not quantified

(ii) If management is unable to estimate the impact, reasons for the same:

a) The Company restructured its business in the financial year 2010-11 resulting in creation of capital reserve amounting to Rs. 60,523.24 lakh. The aforementioned reserve has been reconciled except for Rs. 365.36 lakh which the Company is in the process of reconciling. However, the management believes that there is no impact of the same on standalone statement of profit and loss.

b) Out of contingent liabilities existing as at 31 March 2022, certain liabilities aggregating to Rs. 747.26 lakh are under appeal with different authorities at different levels. Whilst the impact of contingent liabilities on these results can only be ascertained on the settlement of such cases/disputes, management has broadly assessed based on available information/documents that based on the merits of such cases, the Company has reasonably good chances on succeeding and accordingly, no provision has been recognised in these standalone financial results.

c) The Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Company in respect of property, plant and equipment with aggregate gross block of Rs. 17,792.30 lakhs and net block of Rs. 9,162.77 lakhs as at 31 March 2022. However the management does not impact resultant adjustments to be material to the financial statements.

(iii) Auditor's comments on (i) and (ii) above:

Since management could not ascertain the impact, the auditors have given qualifications in their auditor's report.

III Signatories:

Yours Sincerely,
For V2 Retail Limited

Ram Chandra Agarwal
Chairman & Managing Director
DIN00491885

AKASH AGARWAL
Digitally signed by AKASH AGARWAL
Date: 2022.05.30 18:10:40 +05'30'

Akash Agarwal
Chief Financial Officer

For Walker Chandiok& Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

JYOTI VAISH
Digitally signed by JYOTI VAISH
Date: 2022.05.30 19:28:37 +05'30'

Jyoti Vaish
Partner
Membership No. 096521

Sd/-
Lalit Kumar
Audit Committee Chairman

Place: New Delhi
Date: 30 May 2022

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP
L 41, Connaught Circus,
Outer Circle,
New Delhi – 110 001
India

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Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of V2 Retail Limited

Qualified Opinion

1. We have audited the accompanying consolidated annual financial results ('the Statement') of V2 Retail Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), for the quarter and year ended 31 March 2022, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditor on separate audited financial results of the subsidiary, as referred to in paragraph 17 below, the Statement:

   (i) includes the annual financial results of the following entity;
   a) V2 Smart Manufacturing Private Limited

   (ii) presents financial results in accordance with the requirements of Regulation 33 of the Listing Regulations, except for the possible effects of the matters described in paragraph 3, 4 and 5 below; and

   (iii) gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the consolidated net loss after tax and other comprehensive loss and other financial information of the Group, for the quarter and year ended 31 March 2022 except for the possible effects of the matters described in paragraphs 3, 4 and 5 below.

Basis for Qualified Opinion

3. As stated in Note 4 to the accompanying consolidated financial results, the Holding Company's other equity as at 31 March 2022 includes an amount of ₹ 365.36 lakhs in the nature of capital reserve arising out of business restructuring carried out in earlier years, for which the Holding Company's management has not been able to provide necessary reconciliation and information. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid balance, and the consequential impact, if any, on the financial statements. Our opinion on the consolidated financial results for the previous year ended 31 March 2021 was also modified in respect of this matter.

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

4. As stated in Note 5 to the accompanying consolidated financial results, the Holding Company's contingent liabilities as at 31 March 2022 include certain contingent liabilities aggregating to ₹ 747.26 lakhs pertaining to litigations pending with various authorities, for which the Holding Company's management has not been able to provide necessary evidence in relation to probability of outflow of resources embodying economic benefits. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid amounts as provision or contingent liabilities as at 31 March 2022 in accordance with Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" and the consequential impact, if any, on the accompanying statements. Our opinion on the consolidated financial results for the year ended 31 March 2021 was also qualified in respect of this matter.

5. As described in Note 10 to the accompanying consolidated financial statements, the Parent Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Parent Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Parent Company in respect of property, plant and equipment with aggregate gross block of Rs 17,792.30 lakhs and net block of Rs 9,162.77 lakhs as at 31 March 2022. Pending completion of the said reconciliation, we are unable to comment on any adjustment that may be required to the carrying value of such Property, Plant and Equipment as at 31 March 2022.

6. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in *the Auditor's Responsibilities for the Audit of the Statement* section of our report. We are independent of the Groupin accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matters

7. We draw attention to Note 6 of the accompanying Statement, which describes the uncertainties relating to the effect of COVID-19 pandemic outbreak and the management's evaluation of the impact on the consolidated financial results of the Group as at the balance sheet date. The extent of the impact of these uncertainties on the Group's operations is significantly dependent on future developments.

8. We draw attention to Note 9 of the accompanying consolidated financial results, which describes that an advance amounting to Rs. 1,557.65 lacs (31 March 2021: Rs. 1,557.65 lacs) outstanding since April 2019, as included in Non-current assets as at March 31, 2022 has been considered good basis management's assessment of expected renewal of the underlying contract with Bennett, Coleman and Co. Limited ('BCCL') which will be valid till July 7, 2022, basis past experience and ongoing discussion with the BCCL for such renewal. Further, the management is confident of the utilisation of such advance against future advertisement services to be provided by BCCL within the extended period of the contract and hence, has considered the aforesaid balance as fully recoverable as on date.

   Our opinion is not modified in respect of these matters.

Responsibilities of Management and Those Charged with Governance for the Statement

9. The Statement, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net loss and other comprehensive income, and other financial information of the Group in accordance with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the

preparation of the Statement. Further, in terms of the provisions of the Act, the respective Board of Directors/ management of the companies included in the Group, , are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively, for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results, that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial results have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

10. In preparing the Statement, the respective Board of Directors of the companies included in the Group, are responsible for assessing the ability of the Group, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the respective Board of Directors/ management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

11. The respective Board of Directors of the companies included in the Group, are responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Statement

12. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act will always detect a material misstatement, when it exists. Misstatements can arise from fraud or error, and are considered material if, individually, or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

13. As part of an audit in accordance with the Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Statement, of which we are the independent auditors. For the other entities included in the Statement, which have

been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

14. We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

15. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

16. We also performed procedures in accordance with SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019, issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matters

17. We did not audit the annual financial results of 1 subsidiary included in the Statement whose financial information reflects total assets of ₹ 5,250.40 lacs as at 31 March 2022, total revenues of ₹ 9,603.79 lacs, total net profit after tax of ₹ 256.01 lacs, total comprehensive income of ₹ 255.93 lacs , and cash flows (net) of ₹ (615.98) lacs for the year ended on that date, as considered in the Statement. These annual financial results have been audited by other auditors whose audit report has been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the audit report of such other auditors, and the procedures performed by us as stated in paragraph 16 above.

    Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditor.

18. The Statement includes the consolidated financial results for the quarter ended 31 March 2022, being the balancing figures between the audited consolidated figures in respect of the full financial year and the published unaudited year-to-date consolidated figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

JYOTI VAISH
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Date: 2022.05.30 19:33:45 +05'30'

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 22096521AJWTGS1584

Place: New Delhi
Date: 30 May 2022

WALKER CHANDIOK & CO LLP ★ CHARTERED ACCOUNTANTS ★

V2 Retail Limited
Statement of consolidated financial results for the quarter and year ended 31 March 2022

(Rs. in lakhs, unless stated otherwise)

	Particulars	Quarter ended			Year ended	
		31 March 2022	31 December 2021	31 March 2021	31 March 2022	31 March 2021
		(Refer note 14)	(Unaudited)	(Refer note 14)	(Audited)	(Audited)
1	**Income**					
(a)	Revenue from operations	15,825.44	23,888.94	18,931.68	62,922.49	53,864.74
(b)	Other income (refer note 7)	365.55	106.57	841.05	1,588.90	2,296.54
	Total income	**16,190.99**	**23,995.51**	**19,772.73**	**64,511.39**	**56,161.28**
2	**Expenses**					
(a)	Purchases of stock-in-trade	12,738.39	10,931.10	20,372.50	39,090.41	44,465.13
(b)	Changes in inventories of stock-in-trade	(1,900.35)	4,213.98	(6,472.75)	1,149.95	(8,677.33)
(c)	Direct expenses	628.16	760.96	786.05	2,526.80	1,801.90
(d)	Employee benefits expense	1,870.92	1,906.54	1,786.19	6,300.30	5,068.42
(e)	Finance Costs	941.20	907.37	897.61	3,657.18	3,128.10
(f)	Depreciation and amortisation expense	1,366.05	1,508.82	1,464.51	5,883.08	5,551.32
(g)	Other expenses	1,840.87	2,089.10	2,215.04	7,389.53	6,352.84
	Total expenses	**17,485.24**	**22,317.87**	**21,049.15**	**65,997.25**	**57,690.38**
3	**Profit / (Loss) before tax (1-2)**	**(1,294.25)**	**1,677.64**	**(1,276.42)**	**(1,485.86)**	**(1,529.10)**
4	**Tax expense**					
(a)	Current tax	-			-	-
(b)	Deferred tax	(343.12)	448.93	(249.77)	(318.14)	(244.83)
	Total tax expense / (credit)	**(343.12)**	**448.93**	**(249.77)**	**(318.14)**	**(244.83)**
5	**Profit / (Loss) for the period/year (3-4)**	**(951.13)**	**1,228.71**	**(1,026.65)**	**(1,167.72)**	**(1,284.27)**
6	**Other comprehensive income**					
	(i) Items that will not be reclassified to the statement of profit and loss	1.57	(25.95)	2.47	(52.80)	(1.55)
	(ii) Income tax relating to items that will not be reclassified to the statement of profit and loss	-0.40	6.53	-0.66	13.28	0.37
	Total other comprehensive income	**1.17**	**(19.42)**	**1.81**	**(39.52)**	**(1.18)**
7	**Total comprehensive income for the period/year (comprising loss and other comprehensive income for the period/year) (5+6)**	**(949.96)**	**1,209.29**	**(1,024.84)**	**(1,207.24)**	**(1,285.45)**
8	Paid-up equity share capital (face value of Rs. 10 each)	**3,438.93**	**3,438.93**	**3,410.50**	**3,438.93**	**3,410.50**
9	Other equity				22,380.90	23,458.97
10	**Earnings per share (face value of Rs. 10 each):**	**(not annualised)**	**(not annualised)**	**(not annualised)**	**(annualised)**	**(annualised)**
(a)	Basic	**(2.77)**	**3.58**	**(3.01)**	**(3.40)**	**(3.77)**
(b)	Diluted	**(2.76)**	**3.58**	**(3.01)**	**(3.39)**	**(3.76)**

V2 Retail Limited
Statement of consolidated assets and liabilities

(Rs. in lakhs, unless stated otherwise)

Particulars	As at 31 March 2022 (Audited)	As at 31 March 2021 (Audited)
ASSETS		
Non-current assets		
a) Property, plant and equipment	10,290.22	10,491.21
b) Right of use assets	28,638.16	28,953.78
c) Other intangible assets	454.82	49.19
d) Intangible assets under development	-	462.47
e) Financial assets		
i) Other financial assets	801.91	718.21
f) Deferred tax assets (net)	2,741.30	2,409.88
g) Income tax assets (net)	180.09	221.66
h) Other non-current assets (refer note 9)	1,872.09	1,923.57
Total non-current assets	**44,978.59**	**45,229.97**
Current assets		
a) Inventories	29,077.63	30,176.57
b) Financial assets		
i) Trade receivables	94.16	65.81
ii) Cash and cash equivalents	653.86	2,192.77
iii) Bank balances other than (ii) above	85.71	66.85
iv) Other financial assets	145.83	140.90
c) Other current assets	4,182.53	3,436.97
Total current assets	**34,239.72**	**36,079.87**
TOTAL ASSETS	**79,218.31**	**81,309.84**
EQUITY AND LIABILITIES		
EQUITY		
a) Equity share capital	3,438.93	3,410.50
b) Other equity	22,380.90	23,458.97
Total equity	**25,819.83**	**26,869.47**
LIABILITIES		
Non-current liabilities		
a) Financial liabilities		
i) Borrowings	560.81	11.66
ii) Lease liabilities	30,885.08	30,936.12
iii) Other financial liabilities	14.74	13.84
b) Provisions (Employee benefit obligation)	403.59	279.57
Total non-current liabilities	**31,864.22**	**31,241.19**
Current liabilities		
a) Financial liabilities		
i) Borrowings	4,892.63	5,368.51
ii) Lease liabilities	3,421.64	3,309.71
iii) Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	462.55	249.91
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	11,491.48	12,894.49
iv) Other financial liabilities	868.37	1,010.74
b) Provisions (Employee benefit obligation)	225.22	218.91
c) Other current liabilities	172.37	146.91
Total current liabilities	**21,534.26**	**23,199.18**
TOTAL EQUITY AND LIABILITIES	**79,218.31**	**81,309.84**





V2 Retail Limited

Statement of Consolidated Cash flow for the period ended 31 March 2022

(Rs. in lakhs, unless stated otherwise)

Particulars	For the year ended 31 March 2022 (Audited)	For the year ended 31 March 2021 (Audited)
A. Cash flow from operating activities		
Loss before tax	(1,485.86)	(1,529.10)
Adjustments for:		
Depreciation and amortisation expense	5,883.08	5,551.32
Interest income	(581.84)	(1,051.40)
Intangible assets under development written-off	51.00	
Rent concession on lease rentals	(865.98)	(1,101.48)
Finance charges	3,657.18	3,128.10
Profit on sale of property, plant and equipment (net)	(15.61)	-
Provision against inventory	628.10	838.89
Provision against advances	57.53	-
Balances written off	31.22	339.84
Share based payments expense	129.19	237.51
Operating profit before working capital changes	**7,488.01**	**6,413.68**
Movement in working capital		
Movement in trade payables	(1,190.39)	2,920.12
Movement in trade receivables	(28.35)	(65.12)
Movement in provisions	77.55	65.21
Movement in other liabilities	25.47	25.72
Movement in other financial liabilities	(43.58)	92.44
Movement in inventories	470.83	(9,497.10)
Movement in other financial assets	(33.99)	1,987.32
Movement in other assets	(945.73)	(1,578.90)
Cash flows generated from/(used in) operating activities post working capital changes	**5,819.82**	**363.37**
Income taxes paid (net)	41.58	(26.17)
Net cash flow generated from/(used in) operating activities (A)	**5,861.40**	**337.20**
B. Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work-in-progress and payable towards property, plant and equipment)	(1,608.47)	(2,706.22)
Sale of property, plant and equipment	121.45	-
Purchase of intangible assets	(68.05)	(52.30)
Investment in fixed deposits, net	(30.03)	636.95
Interest received	14.04	91.54
Net cash flows (used in)/generated from investing activities (B)	**(1,571.06)**	**(2,030.03)**
C. Cash flows from financing activities		
Proceeds from issuance of equity share		
Proceeds from money against share warrants		
Proceeds from issuance of equity shares	28.43	-
(Repayment of) / proceeds from current borrowings (net)	(475.88)	2,550.82
Proceeds from non-current borrowings	666.00	-
Repayment of non-current borrowings	(116.85)	(482.08)
Payment of lease liabilities	(5,468.50)	(4,114.68)
Interest paid	(462.45)	(117.68)
Net cash flows (used in) financing activities (C)	**(5,829.25)**	**(2,163.62)**
Net decrease in cash and cash equivalents (A+B+C)	(1,538.91)	(3,856.45)
Cash and cash equivalents at the beginning of the year	2,192.77	6,049.22
Cash and cash equivalents at the end of the year	**653.86**	**2,192.77**
Components of cash and cash equivalents at the end of the year		
Cash on hand	160.01	429.58
Cash management services (CMS) receivables		
Balance with banks:		
-in current accounts	493.85	1,763.19
Total	**653.86**	**2,192.77**

Note:

The cash flow has been prepared under the "Indirect method", as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.

Notes to consolidated audited financial results for the quarter and year ended 31 March 2022

1. The audited Consolidated Financial Results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30 May 2022. The statutory auditors have carried out audit for the quarter and year ended 31 March 2022, in accordance with Regulation 33 of the Securities and Exchange Board of India (Listing and other Disclosure Requirements) Regulation, 2015 and have issued a modified report.

2. The above consolidated financial results have been prepared in accordance with the recognition and measurement principles of the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended).

3. The Group's primary business segment is reflected based on principal business activities carried on by the Group. As per Ind AS 108, Operating Segments, the Group operates in one reportable business segment i.e., retail trade through chain of stores and is primarily operating in India and hence, considered as single geographical segment.

4. The Holding Company restructured its business in the financial year 2010-11 resulting in creation of Capital Reserve amounting to ₹ 60,523.24 lakhs. The aforementioned reserve has been reconciled to amount recognised in the books of accounts except for ₹ 365.36 lakhs which the Holding Company is in the process of reconciling. However, the management believes that there is no impact of same on Consolidated statement of profit and loss.

5. Out of contingent liabilities existing as at 31 March 2022, certain liabilities aggregating to Rs. 747.26 lakhs are under appeal with different authorities at different levels for which the Holding Company does not have all underlying orders/notices. Whilst the impact of contingent liabilities on these consolidated financial statements can only be ascertained on the settlement of such cases/disputes, management basis available information / documents has assessed that based on the merits of such cases, the Holding Company has reasonably good chances on succeeding and accordingly, no provision has been recognised in these consolidated financial statements.

6. World Health Organization (WHO) declared outbreak of Corona virus disease (COVID-19) a global pandemic in month of February 2020. Consequent to this, Government of India had declared lockdown i.e. 24 March 2020 which caused significant economic slowdown and disruptions of business operations. Subsequently, the second wave and third wave of COVID-19 had emerged in India, due to which various State Governments have also imposed lockdown in respective states. This had also temporarily impacted the business activities of the Group such as closure of stores and warehouse, disruption of supply chain, etc. consequent to uncertainites caused by COVID-19. The Group has prepared cash flow projections to assess the cash flow requirements and funds available from various sources including bank borrowings etc. for next 12 months. The management has also considered the possible effects of the pandemic on the carrying values of assets and the business forecasts. In developing the assumptions relating to the possible impacts of this pandemic and cash flow projections, the Group has used internal and external information up to the date of approval of these financial results and current indicators of future economic conditions. The Group expects to recover the carrying amount of these assets and have sufficient liquidity for business operations for at least another twelve months. Further, the Group has re-assessed valuation and recoverability of inventory. In its assessment the management has considered projected sales, purchase, discounts, promotion schemes, other logistic costs, etc. It has carried out sensitivity analysis and based on the same it is of the view that provision for markdown and shrink is sufficient and appropriate to cover any loss that may arise due to various uncertainties involved. The impact of the pandemic on the Group's financial results may differ from that estimated as at the date of approval of these Consolidated financial results and the management will continue to closely monitor any material changes arising of future economic conditions and impact on its business.

7. The Group had elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated 24 July 2020 and 18 June 2021 on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. Accordingly, it has accounted for Rs. 66.21 lakhs and Rs. 865.98 lakhs in quarter and year ended 31 March 2022 respectively, (Rs. 101.20 lakhs and Rs. 1101.48 lakhs in quarter and year ended 31 March 2021 respectively) under head other income with respect to unconditional rent concessions confirmed by the landlord.

8(a). Under the Employee Stock Option Scheme 2016 ("Scheme"), the Holding Company has allotted Nil and 2,84,315 equity shares of face value of Rs. 10 each to the eligible employees of the Holding Company during the quarter and year ended 31 March 2022 respectively.

8(b). During the quarter and year ended 31 March 2022, the Holding Company has granted Nil and 2,25,000 ESOP options respectively. An amount of Rs. 35.72 lakhs and Rs. 129.19 lakhs have been recorded as employee benefits expense for the quarter and year ended 31 March 2022 respectively as the cost of employee stock options granted.

9. The Parent Company executed an Advertisement contract dated 7 July 2015 for the period of 5 years with Bennet Coleman and Company Limited (BCCL), pursuant to which the parent Company has agreed to give advertisements of Rs. 5,000 lakhs, being the total commitment and BCCL has extended long-term credit facility amounting to Rs. 3,250 lakhs to be utilized in accordance with the terms of aforesaid agreement. The aforesaid agreement was further extended twice for a term of one year each and the management is confident of its renewal beyond July 7, 2022 basis its ongoing discussion with BCCL and past practice. The parent Company has paid Rs. 1,557.65 lakhs till year ended 31 March 2021 (outstanding since April, 2019) pursuant to this contract and disclosed this amount under "other non-current assets" as at 31 March 2022. Further, the management is confident of utilising the above advance with in the extended contractual period and therefore, has considered the aforesaid advance as good and recoverable.

10. The parent Company has performed physical verfication of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the parent Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the parent Company in respect of property, plant and equipment with aggregate gross block of Rs. 17,792.30 lakhs and net block of Rs. 9,162.77 lakhs as at 31 March 2022. However the management does not impact resultant adjustments to be material to the financial statements.

11. The figures for the quarter ended 31 March 2022 and the corresponding quarter ended 31 March 2021, as reported in these consolidated financial results, are the balancing figures in respect of full financial year and published year to date figures up to the end of third quarter of the relevant financial year. Also, the figures up to the end of third quarter had only been reviewed and not subject to audit.

12. The figures for the corresponding previous period/year have been regrouped/reclassified, wherever necessary including requirements of the amended schedule III to the Companies Act 2013.

For and on behalf of the Board of Directors

Ram Chandra Agarwal
Chairman & Managing Director
DIN: 00491885

Place: New Delhi
Date: 30 May 2022

ANNEXURE I

StatementonImpactofAuditQualifications(forauditreportwithmodifiedopinion)submitted alongwithAnnualAudited Consolidated FinancialResults

Figure in Rs. Lakh, except for per share data

Statement on impact of audit qualifications for the financial year ended 31 March 2022 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	S. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (as reported after adjusting for qualifications)
	1.	Turnover /total income	64,511.39	64,511.39
	2.	Total expenditure	65,997.25	65,997.25
	3.	Net (Loss)/profit for the period	(1,167.72)	(1,167.72)
	4.	Earnings per share	(3.40)	(3.40)
	5.	Total assets	79,218.30	79,218.30
	6.	Total liabilities	53,398.46	53,398.46
	7.	Net worth	25,819.84	25,819.84
	8.	Any other financial item (as felt appropriate by the management)	Nil	Nil

II.	**Audit qualification (each audit qualification separately)**
	a. Details of audit qualifications: The audit report of statutory auditors includes following qualifications on the audited consolidated financial statements/results for the year/quarter ended March 31, 2022: As stated in Note 4 to the accompanying consolidated financial results, the Holding Company's other equity as at 31 March 2022 includes an amount of ₹ 365.36 lakhs in the nature of capital reserve arising out of business restructuring carried out in earlier years, for which the Holding Company's management has not been able to provide necessary reconciliation and information. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid balance, and the consequential impact, if any, on the financial statements. Our opinion on the consolidated financial results for the previous year ended 31 March 2021 was also modified in respect of this matter. As stated in Note 5 to the accompanying consolidated financial results, the Holding Company's contingent liabilities as at 31 March 2022 include certain contingent liabilities aggregating to ₹ 747.26 lakhs pertaining to litigations pending with various authorities, for which the Holding Company's management has not been able to provide necessary evidence in relation to probability of outflow of resources embodying economic benefits. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness and classification of the aforesaid amounts as provision or contingent liabilities as at 31 March 2022 in accordance with Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" and the consequential impact, if any, on the accompanying statements. Our opinion on the consolidated financial results for the year ended 31 March 2021 was also qualified in respect of this matter. As described in Note 10 to the accompanying consolidated financial statements, the Parent Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the Parent Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the Parent Company in respect of property, plant and equipment with aggregate gross block of Rs 17,792.30 lakhs and net block of Rs 9,162.77 lakhs as at 31 March 2022. Pending completion of the said reconciliation, we are unable to comment on any adjustment that may be required to the carrying value of such Property, Plant and Equipment as at 31 March 2022.
	b. Type of audit qualification: Qualified Opinion/Disclaimer of Opinion/Adverse Opinion Qualified opinion
	c. Frequency of qualification: Whether appeared first time/repetitive/since how long continuing Repetitive- Qualification stated in (i) is continuing in the auditors' report of holding companyfrom the financial year ended 31 March 2011. Qualification stated in (ii) is continuing in the auditors' report of holding companyfrom the financial year ended 31 March 2012. However, the figure mentioned has been updated.



d. For audit qualification(s) where the impact is quantified by the auditor, Management's Views:

Management's view: not applicable

e. For audit qualification(s) where the impact is not quantified by the auditor:

(i) Management's estimation on the impact of audit qualification:

Not quantified

(ii) If management is unable to estimate the impact, reasons for the same:

a) The Holding Company restructured its business in the financial year 2010-11 resulting in creation of capital reserve amounting to Rs. 60,523.24 lakh. The aforementioned reserve has been reconciled except for Rs. 365.36 lakh which the Holding Company is in the process of reconciling. However, the management believes that there is no impact of the same on consolidated statement of profit and loss.

b) Out of contingent liabilities existing as at 31 March 2022, certain liabilities aggregating to Rs. 747.26 lakh are under appeal with different authorities at different levels. Whilst the impact of contingent liabilities on these results can only be ascertained on the settlement of such cases/disputes, management has broadly assessed basis available information/ documentation that based on the merits of such cases, the Holding Company has reasonably good chances on succeeding and accordingly, no provision has been recognised in these consolidated financial results.

c) The parent Company has performed physical verification of property, plant and equipment during the year ended 31 March 2022 in accordance with the phased program of conducting such verification over a period of 3 years. However, the parent Company is in process of performing related reconciliation of such physical verification with the underlying fixed asset register maintained by the parent Company in respect of property, plant and equipment with aggregate gross block of Rs. 17,792.30 lakhs and net block of Rs. 9,162.77 lakhs as at 31 March 2022. However the management does not impact resultant adjustments to be material to the financial statements.

(iii) Auditor's comments on (i) and (ii) above:

Since management could not ascertain the impact, the auditors have given qualifications in their auditor's report.

III Signatories:

Yours Sincerely,
For V2 Retail Limited

Ram Chandra Agarwal
Chairman & Managing Director
DIN00491885

AKASH AGARWAL
Digitally signed by AKASH AGARWAL
Date: 2022.05.30 18:11:27 +05'30'

Akash Agarwal
Chief Financial Officer

For Walker Chandiok& Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

JYOTI VAISH
Digitally signed by JYOTI VAISH
Date: 2022.05.30 19:27:19 +05'30'

Jyoti Vaish
Partner
Membership No. 096521

Sd/-
Lalit Kumar
Audit Committee Chairman

Place:New Delhi
Date:30 May 2022