

# Walker Chandiook & Co LLP

**Walker Chandiook & Co LLP**  
(Formerly Walker, Chandiook & Co)  
21st Floor, DLF Square  
Jacaranda Marg, DLF Phase II  
Gurgaon 122002  
India

T +91 124 462 8000  
F +91 124 462 8001

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

### **To the Board of Directors of V-Mart Retail Limited**

1. We have audited the financial results of V-Mart Retail Limited ('the Company') for the year ended 31 March 2017, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to Note 3 to the financial results regarding the figures for the quarter ended 31 March 2017 as reported in these financial results, which are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit. These financial results are based on the financial statements for the year ended 31 March 2017 prepared in accordance with the accounting principles generally accepted in India, including Accounting Standards ('AS') prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and published year to date figures up to the end of the third quarter of the financial year prepared in accordance with the recognition and measurement principles laid down in AS 25, Interim Financial Reporting, prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of the financial statements for the year ended 31 March 2017 and our review of financial results for the nine months period ended 31 December 2016.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



# Walker Chandio & Co LLP

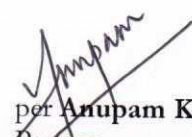
3. In our opinion and to the best of our information and according to the explanations given to us, the financial results:
- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016 in this regard; and
  - (ii) give a true and fair view of the net profit and other financial information in conformity with the accounting principles generally accepted in India for the year ended 31 March 2017.

*Walker Chandio & Co LLP*

For **Walker Chandio & Co LLP**

Chartered Accountants

Firm Registration No.: 001076N/N500013

  
per **Anupam Kumar**

Partner

Membership No. 501531



**Place:** Gurugram

**Date:** 03 May 2017

**V-Mart Retail Limited**

Regd. Office : 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi – 110 092

**Audited financial results for the quarter and year ended 31 March 2017**

₹ in lacs (except per share data)

| Particulars                                                                                        | Quarter ended              |                           |                            | Year ended              |                         |
|----------------------------------------------------------------------------------------------------|----------------------------|---------------------------|----------------------------|-------------------------|-------------------------|
|                                                                                                    | 31.03.2017<br>(See Note 2) | 31.12.2016<br>(Unaudited) | 31.03.2016<br>(See Note 2) | 31.03.2017<br>(Audited) | 31.03.2016<br>(Audited) |
| I. Revenue from operations                                                                         | 25,181.66                  | 32,675.76                 | 17,793.75                  | 100,172.55              | 80,925.41               |
| II. Other income                                                                                   | 76.79                      | 36.14                     | 11.61                      | 308.99                  | 117.13                  |
| <b>III. Total Revenue (I + II)</b>                                                                 | <b>25,258.45</b>           | <b>32,711.90</b>          | <b>17,805.36</b>           | <b>100,481.54</b>       | <b>81,042.54</b>        |
| <b>IV Expenses</b>                                                                                 |                            |                           |                            |                         |                         |
| Cost of materials consumed                                                                         | -                          | -                         | -                          | 19.31                   | 2.18                    |
| Purchase of stock-in-trade                                                                         | 23,950.90                  | 15,182.14                 | 13,412.41                  | 76,732.40               | 59,242.89               |
| Changes in inventories of stock-in-trade                                                           | (5,595.12)                 | 6,803.58                  | (489.57)                   | (6,474.84)              | (2,124.62)              |
| Employee benefits expenses                                                                         | 1,945.71                   | 2,156.23                  | 1,608.84                   | 7,771.40                | 6,225.42                |
| Finance costs                                                                                      | 85.97                      | 110.75                    | 70.98                      | 352.42                  | 311.48                  |
| Depreciation and amortization expense                                                              | 573.81                     | 569.50                    | 488.02                     | 2,202.02                | 1,901.44                |
| Other expenses                                                                                     | 3,547.06                   | 3,717.44                  | 2,752.84                   | 13,866.09               | 11,376.74               |
| Prior period items (net)                                                                           | -                          | -                         | 3.29                       | -                       | 19.46                   |
| <b>Total Expenses</b>                                                                              | <b>24,508.33</b>           | <b>28,539.64</b>          | <b>17,846.81</b>           | <b>94,468.80</b>        | <b>76,954.99</b>        |
| <b>V Profit before extra-ordinary items and tax (III - IV)</b>                                     | <b>750.12</b>              | <b>4,172.26</b>           | <b>(41.45)</b>             | <b>6,012.74</b>         | <b>4,087.55</b>         |
| <b>VI Extraordinary items [income/(expense)]</b>                                                   | -                          | -                         | 143.65                     | -                       | 143.65                  |
| <b>VII Profit before tax</b>                                                                       | <b>750.12</b>              | <b>4,172.26</b>           | <b>102.20</b>              | <b>6,012.74</b>         | <b>4,231.20</b>         |
| <b>VIII Tax expense:</b>                                                                           |                            |                           |                            |                         |                         |
| - Current tax                                                                                      | 359.29                     | 1,516.13                  | 133.22                     | 2,369.68                | 1,817.34                |
| - Income tax-earlier years                                                                         | (22.36)                    | -                         | 8.38                       | (27.44)                 | 8.38                    |
| - Deferred tax credit                                                                              | (86.32)                    | (64.47)                   | (87.72)                    | (282.20)                | (357.77)                |
| <b>Total tax expense</b>                                                                           | <b>250.61</b>              | <b>1,451.66</b>           | <b>53.88</b>               | <b>2,060.04</b>         | <b>1,467.95</b>         |
| <b>IX Profit for the year (VII - VIII)</b>                                                         | <b>499.51</b>              | <b>2,720.60</b>           | <b>48.32</b>               | <b>3,952.70</b>         | <b>2,763.25</b>         |
| <b>X Paid up equity share capital (Face value of ₹10 per share)</b>                                | <b>1,806.82</b>            | <b>1,806.82</b>           | <b>1,806.67</b>            | <b>1,806.82</b>         | <b>1,806.67</b>         |
| <b>XI Reserves excluding revaluation reserves as per balance sheet of previous accounting year</b> | -                          | -                         | -                          | 25,227.06               | 21,265.30               |
| <b>XII Earnings per share (before extraordinary items) (of ₹10 each) (not annualised)</b>          |                            |                           |                            |                         |                         |
| (a) Basic                                                                                          | 2.76                       | 15.06                     | (0.25)                     | 21.88                   | 14.79                   |
| (b) Diluted                                                                                        | 2.76                       | 15.06                     | (0.25)                     | 21.82                   | 14.79                   |
| <b>XIII Earnings per share (after extraordinary items) (of ₹10 each) (not annualised)</b>          |                            |                           |                            |                         |                         |
| (a) Basic                                                                                          | 2.76                       | 15.06                     | 0.27                       | 21.88                   | 15.31                   |
| (b) Diluted                                                                                        | 2.76                       | 15.06                     | 0.27                       | 21.82                   | 15.31                   |


 SIGNED FOR  
IDENTIFICATION  
PURPOSE ONLY


**V-Mart Retail Limited**

Regd. Office: 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi – 110 092  
Audited financial results for the quarter and year ended 31 March 2017

**Notes:****1. Statement of Assets and Liabilities:**

| Particulars                                                                            | As at 31 March 17<br>(Audited)<br>(₹ in lacs) | As at 31 March 16<br>(Audited)<br>(₹ in lacs) |
|----------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------------|
| <b>A. EQUITY AND LIABILITIES</b>                                                       |                                               |                                               |
| <b>1. Shareholder's funds</b>                                                          |                                               |                                               |
| (a) Share capital                                                                      | 1,806.82                                      | 1,806.67                                      |
| (b) Reserves and surplus                                                               | 25,227.06                                     | 21,265.30                                     |
|                                                                                        | <b>27,033.88</b>                              | <b>23,071.97</b>                              |
| <b>2. Non-current liabilities</b>                                                      |                                               |                                               |
| (a) Long-term borrowings                                                               | 59.71                                         | -                                             |
| (b) Other long-term liabilities                                                        | 1,183.84                                      | 838.68                                        |
| (c) Long-term provisions                                                               | 292.12                                        | 212.84                                        |
|                                                                                        | <b>1,535.67</b>                               | <b>1,051.52</b>                               |
| <b>3. Current liabilities</b>                                                          |                                               |                                               |
| (a) Short-term borrowings                                                              | 3,487.04                                      | 2,691.13                                      |
| (b) Trade payables                                                                     |                                               |                                               |
| Total outstanding dues of Micro Enterprises and Small Enterprises                      | -                                             | -                                             |
| Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | 15,990.29                                     | 9,564.66                                      |
| (c) Other current liabilities                                                          | 1,396.30                                      | 1,334.46                                      |
| (d) Short-term provisions                                                              | 460.04                                        | 606.13                                        |
|                                                                                        | <b>21,333.67</b>                              | <b>14,196.38</b>                              |
| <b>TOTAL- EQUITY AND LIABILITIES</b>                                                   | <b>49,903.22</b>                              | <b>38,319.87</b>                              |
| <b>B. ASSETS</b>                                                                       |                                               |                                               |
| <b>1. Non-current assets</b>                                                           |                                               |                                               |
| 1. Fixed assets                                                                        |                                               |                                               |
| Tangible assets                                                                        | 12,750.83                                     | 10,755.33                                     |
| Intangible assets                                                                      | 274.19                                        | 274.78                                        |
| Capital work-in-progress                                                               | 122.06                                        | 234.56                                        |
| (b) Non-current investments                                                            | 575.84                                        | 1,303.00                                      |
| (c) Deferred tax assets (net)                                                          | 704.26                                        | 422.05                                        |
| (d) Long term loans and advances                                                       | 1,735.40                                      | 1,684.10                                      |
| (e) Other non-current assets                                                           | 2.91                                          | 9.61                                          |
|                                                                                        | <b>16,165.49</b>                              | <b>14,683.43</b>                              |
| <b>2. Current assets</b>                                                               |                                               |                                               |
| (a) Current investments                                                                | 6,185.86                                      | 1,933.70                                      |
| (b) Inventories                                                                        | 26,917.55                                     | 20,442.71                                     |
| (c) Cash and bank balances                                                             | 292.02                                        | 427.92                                        |
| (d) Short-term loans and advances                                                      | 341.14                                        | 822.66                                        |
| (e) Other current assets                                                               | 1.16                                          | 9.45                                          |
|                                                                                        | <b>33,737.73</b>                              | <b>23,636.44</b>                              |
| <b>TOTAL- ASSETS</b>                                                                   | <b>49,903.22</b>                              | <b>38,319.87</b>                              |



SIGNED FOR  
IDENTIFICATION  
PURPOSE ONLY



**V-Mart Retail Limited**

**Regd. Office: 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi – 110 092**

**Audited financial results for the quarter and year ended 31 March 2017**

2. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 03 May 2017 and have been audited by the statutory auditors of the Company.
3. Amounts for the quarters ended 31 March 2017 and 2016 represents the balancing amounts between the audited amounts for the full financial year and the published year to date amounts upto the third quarter of the respective financial year which were subjected to limited review.
4. The financial results have been prepared to comply with the Accounting Standards referred to in the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013.
5. The Company is primarily engaged in the business of retail trade through chain of stores, which constitute single reportable business segment. The Company is operating only in India and there is no other significant geographical segment.
6. The weighted average number of equity shares outstanding during the period has been considered for calculating the Basic and Diluted Earning Per Share (not annualised) in accordance with AS – 20 “Earnings per share”.
7. During the quarter, as per the Employee Stock Option Scheme 2012 (“Scheme”):
  - a) On 30 January 2017, the Company has further granted 80,090 employee stock options (“ESOP”) as per Scheme at an exercise price of ₹470 per option with graded vesting (i.e., 24,027 options vesting after 12 months from the date of grant, 24,027 options vesting after 24 months from the date of grant and 32,036 options vesting after 36 months from the date of grant). The granted options can be exercised after vesting at any time before the expiry of 8 years from the grant date.
  - b) An amount of ₹1.97 lacs has been recorded as employee benefits expense, as the proportionate cost of Employee Stock Options granted.
8. The Board of Directors of the Company, in their meeting held on 03 May 2016, recommended a final dividend of ₹1.25 per fully paid up equity share of ₹10 each, aggregating to ₹225.85 lacs for the year ended 31 March 2017, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
9. Comparative amounts have been regrouped and reclassified, wherever necessary, to make them comparable with those of the current period.

For and on behalf of the Board of Directors of

**V-Mart Retail Limited**

  
**Lalit Agarwal**  
Managing Director

**Place:** Gurugram

**Date:** 03 May 2017

**SIGNED FOR  
IDENTIFICATION  
PURPOSE ONLY**

