



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN TEXTILES LIMITED

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E: secretarial.lud@vardhman.com

Ref. VTL:SCY:MAY:2024-25

Dated: 09-May-2024

BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code: 502986 (EQUITY)	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
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SUB: DISCLOSURE UNDER REGULATION 30, 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Dear Sir,

Pursuant to Regulation 30 read with Part A of Schedule III, Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, we are enclosing herewith Audited Financial Results of the Company for the financial year ended 31st March, 2024 together with Auditors' Report as approved by Board of Directors in its meeting held on 09th May, 2024.

The Board of Directors has recommended a dividend of Rs. 4 per share on fully paid up equity shares of the Company. The payment of dividend is subject to approval by the Members of the Company and shall be paid/ dispatched tentatively within five days of the conclusion of the Annual General Meeting.

The Report of Auditors is with unmodified opinion with respect to the Audited Financial Results of the Company for the financial year ended 31st March, 2024.

The meeting of the Board of Directors commenced at 10:00 a.m. and concluded at 02:10 pm.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)
COMPANY SECRETARY

YARNS | FABRICS | GARMENTS | THREADS | FIBRES | STEELS

VARDHMAN TEXTILES LIMITED

Registered Office : Chandigarh Road, Ludhiana-141010

Standalone Audited Financial Results for the Quarter and Year Ended March 31, 2024

Corporate Identity Number (CIN): L17111PB1973PLC003345, PAN: AACBM4692E

Website:www.vardhman.com Email: secretarial.lud@vardhman.com

(Rs. In Crores)

S.No.	Particulars	Quarter Ended March 31, 2024	Quarter Ended December 31, 2023	Quarter Ended March 31, 2023	Year Ended March 31, 2024	Year Ended March 31, 2023
		Unaudited (Refer Note-8)	Unaudited	Unaudited (Refer Note-8)	Audited	Audited
I.	Revenue from operations	2,413.23	2,288.79	2,428.43	9,298.68	9,840.79
II.	Other income	64.50	86.32	73.46	333.54	192.80
III.	Total income from operations (I+II)	2,477.73	2,375.11	2,501.89	9,632.22	10,033.59
IV.	Expenses					
	Cost of materials consumed	1,325.86	1,344.59	1,434.60	5,392.18	5,765.98
	Purchase of stock- in trade	0.76	0.46	0.01	1.62	0.14
	Change in inventories of finished goods and works -in progress	51.83	(27.51)	67.18	99.17	9.34
	Employee benefits expense	204.49	225.22	191.11	820.61	749.98
	Finance cost	28.39	19.34	30.34	101.99	101.86
	Depreciation and amortisation expense	95.45	97.95	102.55	398.96	388.95
	Other expenses	527.27	508.57	477.41	2,026.71	2,030.30
	Total Expenses	2,234.05	2,168.62	2,303.20	8,841.24	9,046.55
V.	Profit before tax (III-IV)	243.68	206.49	198.69	790.98	987.04
VI.	Tax expense					
	Current tax	54.71	49.54	48.15	177.44	224.98
	Deferred tax	2.34	(4.17)	0.13	5.91	12.99
VII.	Profit after tax (V-VI)	186.63	161.12	150.41	607.63	749.07
VIII.	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	(a) (i) Remeasurements of the defined benefits plans	4.95	-	3.52	4.95	3.52
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(1.25)	-	(0.89)	(1.25)	(0.89)
	(b) (i) Equity instruments through other comprehensive income	0.14	-	0.17	0.14	0.17
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.03)	-	(0.04)	(0.03)	(0.04)
	Total Other Comprehensive Income	3.81	-	2.76	3.81	2.76
IX.	Total Comprehensive income (VII+VIII)	190.44	161.12	153.17	611.44	751.83
X.	Earnings Per Share (in Rs.) (not annualized except for the year ended)					
	(a) Basic	6.45	5.57	5.20	21.01	25.91
	(b) Diluted	6.45	5.57	5.20	21.01	25.90
XI.	Paid up Equity Share Capital (Face value per share Rs. 2 each)	57.83	57.83	57.82	57.83	57.82
XII.	Paid up Debt Capital *	-	150.00	345.00	-	345.00
XIII.	Other Equity	8,747.12	8,556.77	8,236.17	8,747.12	8,236.17

* Paid up Debt Capital comprises of listed non-convertible debentures only.



VARDHMAN TEXTILES LIMITED
Regd. Office : Chandigarh Road, Ludhiana-141010
Standalone Audited Balance Sheet as at March 31, 2024

(Rs. In Crores)

Sr. No.	Particulars	As at	As at
		March 31 ,2024	March 31 ,2023
		Audited	Audited
	ASSETS		
1	Non-current assets		
	(a) Property, plant and equipment	3,693.35	3,870.76
	(b) Right of Use Asset	8.24	8.37
	(c) Capital work-in-progress	60.78	47.09
	(d) Intangible assets	9.18	1.37
	(e) Financial assets		
	-Investments	1251.13	1,225.27
	-Loans	1.27	1.25
	-Other financial assets	16.36	39.03
	(f) Income tax asset (net)	52.28	23.73
	(g) Other non-current assets	175.52	85.87
	Total Non-current assets	5,268.11	5,302.74
2	Current assets		
	(a) Inventories	4,106.96	2,312.16
	(b) Financial assets		
	-Investments	111.04	1,021.25
	-Trade receivables	1,205.38	1,179.08
	-Cash and cash equivalents	33.00	74.66
	-Bank Balance other than above	50.70	295.58
	-Loans	2.33	2.51
	-Other financial assets	15.22	28.74
	(c) Other current assets	693.70	644.00
	(d) Assets held-for-sale	0.08	0.16
	Total current assets	6,218.41	5,558.14
	Total Assets	11,486.52	10,860.88
	EQUITY AND LIABILITIES		
	Equity		
	(a) Equity share capital	57.83	57.82
	(b) Other equity	8,747.12	8,236.17
	Total equity	8,804.95	8,293.99
1	Liabilities		
	Non-current liabilities		
	(a) Financial liabilities		
	-Borrowings	413.13	931.35
	-Lease liability	0.18	0.17
	-Other financial liabilities	0.64	3.50
	(b) Provisions	17.78	16.95
	(c) Deferred tax liabilities (net)	248.75	242.81
	(d) Other non-current liabilities	13.28	14.80
	Total Non-current liabilities	693.76	1,209.58
2	Current liabilities		
	(a) Financial Liabilities		
	-Borrowings	1376.91	745.76
	-Trade payables		
	(i) Total outstanding dues of micro enterprises and small enterprises	23.77	23.33
	(ii) Total outstanding dues of trade payables other than micro enterprises and small enterprises.	293.61	283.92
	-Other financial liabilities	199.33	198.55
	(b) Other current liabilities	74.59	85.96
	(c) Provisions	3.31	3.29
	(d) Current tax liabilities (net)	16.29	16.50
	Total Current liabilities	1,987.81	1,357.31
	Total Equity and Liabilities	11,486.52	10,860.88



VARDHMAN TEXTILES LIMITED
**Cash Flow Statement for the year ended March 31, 2024
(All amounts in Rs. Crores, unless otherwise stated)**

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	790.98	987.04
Adjustments for:		
Finance costs	88.84	87.77
Fair valuation gain on investment	(84.19)	(40.37)
Subsidy from Government	(1.58)	(1.90)
Interest income	(53.56)	(37.15)
Dividend on investments	(25.22)	(12.22)
Net gain on sale / discarding of property, plant and equipment (Profit)/Loss on sale of Investments (Net)	(7.39)	(4.17)
Provision no longer required written back (net)	(16.87)	(4.32)
Assets written off	2.52	1.49
Bad debt written off	0.94	1.45
Allowances for doubtful trade receivables and advances written back (net)	-	1.65
Depreciation and amortisation	398.96	388.95
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets :-		
Trade receivables	(27.24)	128.50
Inventories	(1,794.81)	494.52
Loans	0.16	(0.89)
Other assets (Current)	(49.70)	97.62
Others financial assets (Current)	2.62	125.79
Others financial assets (Non Current)	0.08	0.12
Other assets (Non-current)	(64.21)	16.79
Adjustments for increase / (decrease) in operating liabilities :-		
Trade payables	27.00	(37.03)
Provisions (Non Current)	0.83	0.97
Provisions (Current)	0.02	0.52
Others financial liabilities (Current)	18.38	(69.68)
Others financial liabilities (Non-Current)	(2.85)	(1.90)
Other liabilities (Non-current)	-	0.18
Other liabilities (Current)	(6.17)	(15.76)
Cash generated from/ (used) in operations	(855.00)	2,069.80
Income taxes paid (net of refund received)	(207.45)	(254.99)
Net cash generated by operating activities	(1,062.45)	1,814.81
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of investments (non-current)	-	(651.48)
Proceeds from sale of Investments (non-current)	-	535.88
Proceeds from/(Purchase) of current investments (net)	1,021.22	(594.35)
Interest received	66.80	32.48
Payment for purchase of property, plant and equipment, capital work in progress and other intangible assets	(281.06)	(613.71)
Bank balances not considered as cash and cash equivalents	265.13	(133.10)
Proceeds from disposal of property, plant and equipment	9.52	6.50
Dividend on subsidiaries, associates and other investments	25.22	12.22
Net cash generated from/ (used) in investing activities	1,106.83	(1,405.56)
C CASH FLOW FROM FINANCING ACTIVITIES*		
Proceeds from equity share capital/share application	0.74	3.03
Proceeds from borrowings (non-current)	20.68	410.56
Repayment of borrowings (non-current)	(402.16)	(462.84)
Proceeds/Repayment of borrowings (current) (net)	494.66	(250.92)
Dividends on equity share capital paid	(101.39)	(0.40)
Finance costs paid	(98.57)	(96.08)
Net cash used in financing activities	(86.04)	(396.65)
Net increase / (decrease) in cash and cash equivalents	(41.66)	12.60
Cash and cash equivalents at the beginning of the year	74.66	62.06
Cash and cash equivalents at the end of the year	33.00	74.66

* There are no non cash changes arising from financing activities.



VARDHMAN TEXTILES LIMITED

Registered Office : Chandigarh Road, Ludhiana-141010

Notes to Audited Standalone Financial Results:

- 1 The Financial Results has been prepared in accordance with the recognition and measurement principles as laid down in the Indian Accounting Standards ("Ind AS") 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended.
- 2 The Company is primarily in the business of manufacturing and sales of textile products (i.e., Yarns and Fabrics). The Chief Operating Decision Maker (CODM), the Chairman & Managing Director, performs a detailed review of the operating results, take decisions about the allocation of resources based on the analysis of the various performance indicators of the Company as a whole. Therefore, there is only one operating segment namely, "Textiles".
- 3 (a) The Company had issued secured, rated listed Redeemable Non-convertible Debentures ('NCDs') aggregating to Rs. 195.00 Crores for cash at par on private placement basis on June 1, 2020. The NCDs were listed at the Bombay Stock Exchange of India (BSE) and repayable at the end of 36 months from the date of allotment and had a yield of 6.83% per annum.
- During the current year, the foreaid NCDs had been repaid by the Company on June 01, 2023 along with interest. The Company has received the No Objection Certificate for release of charge from SBICAP Trustee Company Limited on July 28, 2023.
- (b) The Company had issued unsecured, rated listed Redeemable Non-convertible Debentures ('NCDs') aggregating to Rs. 150.00 Crores for cash at par on private placement basis on March 20, 2023. The NCDs were listed at the Bombay Stock Exchange of India (BSE) and repayable on March 27, 2024 and had a yield of 7.70% per annum payable at the time of maturity of NCDs.
- During the current year, the foreaid NCDs had been repaid by the Company on March 27, 2024 along with interest. Post repayment of the non-convertible debentures the Company applied for delisting in accordance with the Delisting Regulations. The final approval for delisting was received from Bombay Stock Exchange Limited on April 15, 2024. The Company has also received the No Objection Certificate from SBICAP Trustee Company Limited on April 25, 2024.
- Consequent to redemption of secured NCDs, Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 is not applicable to the Company as on reporting date i.e. March 31, 2024.

- 4 The Company had entered into derivative contracts at an International Commodity Exchange. 'Other Expenses' include below mentioned amounts pertaining to these derivative contracts:

Particulars	Quarter Ended March 31, 2024	Quarter Ended December 31, 2023	Quarter Ended March 31, 2023	Year Ended March 31, 2024	(Rs. in crores)
					Year Ended March 31, 2023
Cotton hedging derivative loss/ (gain) (including marked to	-	(13.19)	0.52	4.89	40.77

- 5 The Code on Social Security 2020 had been notified in the Official Gazette on September 29, 2020. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. Impact, if any, of the change will be assessed and accounted in the period in which said Code becomes effective and the rules framed thereunder are published.
- 6 During the year ended March 31, 2024, the Company has issued 47,750 equity shares having face value of Rs.2 under Employee Stock Options Scheme. As a result of above, the paid up equity share capital of the Company has increased from Rs. 57.82 crores to Rs. 57.83 crores.
- 7 The above Audited Financial Results have been reviewed by the Audit Committee at its meeting held on May 08, 2024 and approved by the Board of Directors at its meeting held on May 09, 2024. The statutory auditors have expressed an unmodified opinion on the aforesaid results.
- 8 The figures for the quarter ended March 31, 2024 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto December 31, 2023.
- 9 The Board of directors has recommended a dividend of Rs. 4 per share on fully paid up equity shares of the company.
- 10 The disclosure as per SEBI Circular SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023 and e-mail communication received from stock exchange which required to provide the following details along with the Annual financial results for the financial year ending 31 March 2024: -

Sr. No.	Particulars	Details
1	Outstanding Qualified Borrowings at the start of the financial year (Rs. In Crores)	1285.32*
2	Outstanding Qualified Borrowings at the end of the financial year (Rs. In Crores)	919.24*
3	Highest credit rating of the company	Long Term: CRISIL AA+/Stable
4	Incremental borrowing done during the year (qualified borrowing) (Rs. In Crores)	20.68
5	Borrowings by way of issuance of debt securities during the year (Rs. In Crores)	Nil

*Excluding Short term borrowing.

For and on behalf of Board of Directors of Vardhman Textiles Limited

S.P. Oswal
Chairman & Managing DirectorPlace : Ludhiana
Date : 09-05-2024

**INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE
FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF
VARDHMAN TEXTILES LIMITED**

Opinion and Conclusion

We have (a) audited the Standalone Financial Results for the year ended March 31, 2024 and (b) reviewed the Standalone Financial Results for the quarter ended March 31, 2024 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Standalone Financial Results for the Quarter and Year Ended March 31, 2024" ("the Statement") of **Vardhman Textiles Limited** ("the Company"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Standalone Financial Results

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended March 31, 2024:

- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended.

**(b) Conclusion on Unaudited Standalone Financial Results for the quarter ended
March 31, 2024**

With respect to the Standalone Financial Results for the quarter ended March 31, 2024, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Results for the quarter ended March 31, 2024, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Standalone Financial Results for the year ended March 31, 2024

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. 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 Standalone Financial Results for the year ended March 31, 2024 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Standalone Financial Results for the year ended March 31, 2024 has been compiled from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2024 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder 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 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 the 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 Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are 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.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities

(a) Audit of the Standalone Financial Results for the year ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the year ended March 31, 2024 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 SAs 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 Standalone Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Standalone Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 ability of the Company 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 Annual Standalone Financial Results, including the disclosures, and whether the Annual Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the Company to express an opinion on the Annual Standalone Financial Results.

Materiality is the magnitude of misstatements in the Annual Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Standalone Financial Results.

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.

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.

(b) Review of the Standalone Financial Results for the quarter ended March 31, 2024

We conducted our review of the Standalone Financial Results for the quarter ended March 31, 2024 in accordance with the Standard on Review Engagements ("SRE") 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Other Matters

- The Statement includes the results for the Quarter ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us. Our report on the Statement is not modified in respect of this matter.

For **Deloitte Haskins & Sells LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Rajesh
Kumar
Agarwal

Digitally signed by
Rajesh Kumar
Agarwal
Date: 2024.05.09
13:36:05 +05'30'

Rajesh Kumar Agarwal

(Partner)

(Membership No. 105546)

(UDIN 24105546BKEPCF5024)

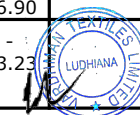
Place: Gurugram

Date: May 09, 2024

(Rs. In crores)

S.No	Particulars	Quarter Ended March 31, 2024	Quarter Ended December 31, 2023	Quarter Ended March 31, 2023	Year Ended March 31, 2024	Year Ended March 31, 2023
		Unaudited (Refer Note-8)	Unaudited	Unaudited (Refer Note-8)	Audited	Audited
I.	Revenue from operations	2,459.41	2,329.51	2,485.61	9,504.68	10,137.49
II.	Other income	67.15	74.94	75.14	325.94	191.95
III.	Total income (I+II)	2,526.56	2,404.45	2,560.75	9,830.62	10,329.44
IV.	Expenses					
	Cost of materials consumed	1,341.17	1,360.72	1,461.82	5,495.80	5,914.65
	Purchase of stocks- in trade	0.76	0.46	0.01	1.62	1.77
	Change in inventories of finished goods and Works -in progress	55.76	(30.11)	67.04	96.40	13.45
	Employee benefits expenses	209.66	230.12	195.77	839.98	767.23
	Finance cost	28.52	19.37	30.42	102.28	102.15
	Depreciation and amortisation expense	96.80	99.41	103.90	404.59	394.43
	Other expenses	543.86	524.11	499.00	2,097.67	2,116.40
	Total Expenses	2,276.53	2,204.08	2,357.96	9,038.34	9,310.08
V	Share of Profit of Associates	14.04	11.14	8.24	42.65	40.55
VI.	Profit before tax (III-IV+V)	264.07	211.51	211.03	834.93	1,059.91
VII.	Tax expense					
	Current tax	56.18	50.44	49.88	181.51	235.96
	Deferred tax	5.76	(0.79)	1.28	16.72	19.20
VIII.	Profit after tax (VI-VII)	202.13	161.86	159.87	636.70	804.75
IX.	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	(a) (i) Remeasurements of the defined benefits plans	4.88	-	3.40	4.88	3.40
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(1.27)	-	(0.86)	(1.27)	(0.86)
	(b) Share of other comprehensive income from associates, to the extent not be reclassified to profit and loss	-	(0.02)	(0.06)	(0.06)	(0.06)
	(c) (i) Equity instruments through other comprehensive income	0.37	-	0.44	0.37	0.44
	(ii) Income taxes relating to items that will not be reclassified to profit or loss	(0.03)	-	(0.04)	(0.03)	(0.04)
	Total Other Comprehensive Income	3.95	(0.02)	2.88	3.89	2.88
X.	Total Comprehensive Income (VIII+IX)	206.08	161.84	162.75	640.59	807.63
XI.	Profit/(Loss) for the period attributable to :					
	Owners of the Company	200.59	160.23	158.74	631.59	795.16
	Non Controlling Interest	1.54	1.63	1.13	5.11	9.59
		202.13	161.86	159.87	636.70	804.75
XII.	Other Comprehensive Income for the period attributable to :					
	Owners of the Company	3.90	(0.02)	2.83	3.84	2.83
	Non Controlling Interest	0.05	-	0.05	0.05	0.05
		3.95	(0.02)	2.88	3.89	2.88
XIII.	Total Comprehensive Income/ (expenditure) for the period attributable to :					
	Owners of the Company	204.49	160.21	161.57	635.42	797.99
	Non Controlling Interest	1.59	1.63	1.18	5.17	9.64
		206.08	161.84	162.75	640.59	807.63
XIV.	Earnings Per Share (in Rs)					
	(not annualized except for the year ended)					
	(a) Basic	7.05	5.63	5.58	22.20	27.96
	(b) Diluted	7.05	5.63	5.58	22.20	27.95
XV.	Paid up equity share capital (face value per share Rs.2)	56.90	56.89	56.89	56.90	56.89
XVI.	Paid up Debt Capital*	-	150.00	345.00	-	345.00
XVII.	Other equity	9,043.23	8,822.48	8,506.55	9,043.23	8,506.55

* Paid up Debt Capital comprises of listed debentures only



VARDHMAN TEXTILES LIMITED
Registered Office : Chandigarh Road, Ludhiana-141010
Consolidated Audited Balance Sheet as at March 31, 2024

(Rs. In Crores)

S. No.	Particulars	As at	As at
		March 31, 2024	March 31, 2023
		Audited	Audited
	ASSETS		
1	Non-current assets		
	(a) Property, Plant and Equipment	3,737.54	3,913.75
	(b) Capital work-in-progress	60.79	51.02
	(c) Right to Use Asset	19.38	19.40
	(d) Intangible Assets	9.64	1.82
	(e) Goodwill	2.46	2.46
	(f) Financial Assets		
	-Investment in associates	219.49	188.38
	-Investments	1,253.45	1,219.37
	-Loans	1.27	1.25
	-Other financial assets	16.72	39.29
	(g) Income tax assets (net)	52.91	24.21
	(h) Other non-current assets	175.55	87.09
	Total Non-current assets	5,549.20	5,548.04
2	Current assets		
	(a) Inventories	4,179.89	2,392.68
	(b) Financial Assets		
	-Investments	226.12	1,141.09
	-Trade receivables	1,220.26	1,190.99
	-Cash and cash equivalents	34.30	75.60
	-Bank balance other than above	53.49	298.62
	-Loans	2.24	2.58
	-Other financial assets	15.46	28.93
	(c) Current tax assets (net)	-	-
	(d) Other current assets	699.75	653.87
	(e) Assets held-for-sale	0.08	0.16
	Total Current assets	6,431.59	5,784.52
	TOTAL ASSETS	11,980.79	11,332.56
	EQUITY AND LIABILITIES		
1	Equity		
	(a) Equity Share capital	56.90	56.89
	(b) Other Equity	9,043.23	8,506.55
	(c) Non controlling interest	87.91	88.52
	Total Equity	9,188.04	8,651.96
2	Liabilities		
	Non-current liabilities		
	(a) Financial Liabilities		
	-Borrowings	413.13	931.35
	-Other financial liabilities	0.18	3.50
	-Lease liability	0.76	0.17
	(b) Provisions	18.31	17.48
	(c) Deferred tax liabilities (Net)	285.01	268.29
	(d) Other non-current liabilities	13.28	14.97
	Total Non-current liabilities	730.67	1,235.76
3	Current liabilities		
	(a) Financial Liabilities		
	-Borrowings	1,378.04	746.11
	-Trade payables		
	(i) Total outstanding dues of micro enterprises and small enterprises	24.04	24.04
	(ii) Total outstanding dues of trade payables other than micro enterprises and small enterprises.	334.33	335.87
	-Other financial liabilities	205.86	206.66
	(b) Other current liabilities	76.24	87.79
	(c) Provisions	3.76	3.38
	(d) Current tax liabilities (Net)	39.81	40.99
	Total Current liabilities	2,062.08	1,444.84
	TOTAL EQUITY AND LIABILITIES	11,980.79	11,332.56



VARDHMAN TEXTILES LIMITED

Consolidated Cash Flow Statement for the Year ended March 31, 2024

(All amounts in Rs. Crores, unless otherwise stated)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	834.93	1,059.91
Adjustments for:		
Share of profit of associates	(42.65)	(40.55)
Finance costs	88.92	87.79
Fair valuation gain on investment	(94.65)	(47.27)
Subsidy from Government	(1.58)	(1.90)
Interest income	(53.69)	(37.31)
Dividend on current investments	(0.22)	(0.30)
Net gain on sale / discarding of property, plant and equipment (Profit)/Loss on sale of Investments (Net)	(7.35)	(4.19)
Provision no longer required written back(Net)	(58.31)	(42.12)
Asset written off	(17.02)	(4.41)
Bad debt written off	2.70	1.65
Allowances for doubtful trade receivables and advances	0.94	1.50
Depreciation and amortisation expense	0.13	1.64
	404.59	394.43
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets :-		
Trade receivables	(30.34)	127.11
Inventories	(1,787.21)	489.61
Loans	0.32	(0.79)
Other assets (Current)	(45.87)	106.12
Other assets (Non-current)	(63.02)	15.61
Others financial assets (Current)	2.53	125.81
Others financial assets (Non Current)	0.07	0.12
Adjustments for increase / (decrease) in operating liabilities :-		
Trade payables and other liabilities	15.47	(31.24)
Provisions (Non Current)	0.83	1.50
Provisions (Current)	0.38	0.05
Others financial liabilities (Current)	16.77	(67.39)
Others financial liabilities (Non-Current)	(2.73)	(1.91)
Other liabilities (Non-current)	(0.17)	0.35
Other liabilities (Current)	(6.31)	(15.67)
Cash generated from operations	(842.54)	2,118.15
Income taxes paid	(212.65)	(265.31)
Net cash generated by operating activities	(1,055.19)	1,852.84
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of investments (non-current)	-	(677.44)
Proceeds from sale of Investments (non-current)	-	555.03
Proceeds from/Purchase of current investments (net)	1,045.39	(605.04)
Interest received	66.97	32.62
Payment for purchase of property, plant and equipment, capital work in progress and other intangible assets	(284.03)	(621.74)
Bank balances not considered as cash and cash equivalents	265.29	(134.96)
Proceeds from disposal of property, plant and equipment	9.76	6.53
Dividend on associates, other investments	0.22	0.30
Net cash used in investing activities	1,103.60	(1,444.70)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from equity share capital/share application	0.73	3.04
Proceeds from borrowings (non-current)	20.68	410.56
Repayment of borrowings (non-current)	(402.29)	(462.84)
Proceeds/Repayment of borrowings (current)	495.46	(253.29)
Dividends on equity share capital paid	(105.63)	(0.54)
Finance costs paid	(98.66)	(96.10)
Net cash generated/(used) in financing activities	(89.71)	(399.17)
Net increase / (decrease) in cash and cash equivalents	(41.30)	8.97
Cash and cash equivalents at the beginning of the year	75.60	66.63
Cash and cash equivalents at the end of the year	34.30	75.60



VARDHMAN TEXTILES LIMITED
Regd. Office : Chandigarh Road, Ludhiana-141010
Statement of Segment Information

(Rs. In Crores)

Particulars	Quarter Ended March 31, 2024	Quarter Ended December 31, 2023	Quarter Ended March 31, 2023	Year Ended March 31, 2024	Year Ended March 31, 2023
	Unaudited (Refer Note-8)	Unaudited	Unaudited (Refer Note-8)	Audited	Audited
I. Segment Revenue					
Textiles	2,413.23	2,288.79	2,428.43	9,298.68	9,840.79
Acrylic Fibre	68.38	61.89	80.60	297.48	426.66
Total	2,481.61	2,350.68	2,509.03	9,596.16	10,267.45
Less : Inter Segment Revenue	22.20	21.17	23.42	91.48	129.96
Net Revenue from operations	2,459.41	2,329.51	2,485.61	9,504.68	10,137.49
II. Segment Results					
Profit before tax & interest from each segment					
Textiles	261.34	200.80	201.75	784.59	1,055.00
Acrylic Fibre	3.76	3.64	1.80	9.61	35.41
Total	265.10	204.44	203.55	794.20	1,090.41
Less : (a) Interest	28.52	19.37	30.42	102.28	102.15
(b) Other un-allocable expenditure / (income) (Net of un-allocable (income)/expenditure)	(13.45)	(15.30)	(29.66)	(100.36)	(31.10)
Add: Share of Profit of Associates	14.04	11.14	8.24	42.65	40.55
Total Profit before tax	264.07	211.51	211.03	834.93	1,059.91
Tax expenses	61.94	49.65	51.16	198.23	255.16
Net Profit after tax	202.13	161.86	159.87	636.70	804.75
Less: Non Controlling Interest	1.54	1.63	1.13	5.11	9.59
Net Profit after taxes, non controlling interest and Share of profit of Associates	200.59	160.23	158.74	631.59	795.16
III. Segment Assets					
Textiles*	9,953.90	9,058.86	8,090.65	9,953.90	8,090.65
Acrylic Fibre	155.09	125.91	168.97	155.09	168.97
Total Segment Assets	10,108.99	9,184.77	8,259.62	10,108.99	8,259.62
Un-allocated	1,871.80	2,308.82	3,072.94	1,871.80	3,072.94
Total Assets	11,980.79	11,493.59	11,332.56	11,980.79	11,332.56
IV. Segment Liabilities**					
Textiles	521.94	603.13	542.25	521.94	542.25
Acrylic Fibre	75.13	54.49	64.98	75.13	64.98
Total Segment Liabilities	597.07	657.62	607.23	597.07	607.23
Un-allocated	119.50	96.28	127.63	119.50	127.63
Total Liabilities	716.57	753.90	734.86	716.57	734.86
* Includes Capital Work in Progress and Capital Advances	98.97	82.40	65.46	98.97	65.46
**excludes borrowings, deferred tax liabilities					



VARDHMAN TEXTILES LIMITED**Registered Office : Chandigarh Road, Ludhiana-141010****Notes to Audited Consolidated Financial Results:**

- 1** The consolidated financial results includes result of all its -
 (i) Parent - Vardhman Textiles Limited
 (ii) Subsidiaries - viz Vardhman Acrylics Limited, VTL Investments Limited and
 (iii) Associates - viz Vardhman Yarns and Threads Limited, Vardhman Special Steels Limited and Vardhman Spinning and General Mills Limited
 The Parent and its subsidiaries together referred to as "the group".
- 2** The Financial Results has been prepared in accordance with the recognition and measurement principles as laid down in the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended.
- 3** (a) The Parent Company had issued secured, rated listed Redeemable Non-convertible Debentures ('NCDs') aggregating to Rs. 195.00 Crores for cash at par on private placement basis on June 1, 2020. The NCDs were listed at the Bombay Stock Exchange of India (BSE) and repayable at the end of 36 months from the date of allotment and had a yield of 6.83% per annum.
 During the current year, the aforeaid NCDs have been repaid by the Parent Company on June 01, 2023 along with interest. The Parent Company has received the No Objection Certificate for release of charge from SBICAP Trustee Company Limited as on July 28, 2023.
- (b) The Parent Company had issued unsecured, rated listed Redeemable Non-convertible Debentures ('NCDs') aggregating to Rs. 150.00 Crores for cash at par on private placement basis on March 20, 2023. The NCDs were listed at the Bombay Stock Exchange of India (BSE) and repayable on March 27, 2024 and had a yield of 7.70% per annum payable at the time of maturity of NCDs.
 During the current year, the aforeaid NCDs had been repaid by the Parent Company on March 27, 2024 along with interest. Post repayment of the non-convertible debentures the Parent Company applied for delisting in accordance with the Delisting Regulations. The final approval for delisting was received from Bombay Stock Exchange Limited on April 15, 2024. The Parent Company has also received the No Objection Certificate from SBICAP Trustee Company Limited as on April 25, 2024.
- Consequent to redemption of secured NCDs, Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 is not applicable to the Parent Company as on reporting date i.e. March 31, 2024.
- 4** The Parent Company had entered into derivative contracts at an international Commodity Exchange. 'Other Expenses' include below mentioned amounts on these derivative contracts:

Particulars	Rs. In crores				
	Quarter Ended March 31, 2024	Quarter Ended December 31, 2023	Quarter Ended March 31, 2023	Year Ended March 31, 2024	Year Ended March 31, 2023
Cotton hedging derivative loss/ (gain) (including marked to market gain/loss)	-	(13.19)	0.52	4.89	40.77

- 5** The Code on Social Security 2020 had been notified in the Official Gazette on September 29, 2020. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. Impact, if any, of the change will be assessed and accounted in the period in which said Code becomes effective and the rules framed thereunder are published.
- 6** During the year ended March 31, 2024, the Parent Company has issued 47,750 equity shares having face value of Rs.2 under Employee Stock Options Scheme. As a result of above, the paid up equity share capital of the Company has increased from Rs. 56.89 crores to Rs. 56.90 crores.
- 7** The above Audited Financial Results have been reviewed by the Audit Committee at its meeting held on May 08, 2024 and approved by the Board of Directors at its meeting held on May 09, 2024. The statutory auditors have expressed an unmodified opinion on the aforeaid results.
- 8** The figures for the quarter ended March 31, 2024 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto December 31, 2023.
- 9** The board of directors has recommended a dividend of Rs. 4 per share on fully paid up equity shares of the company.
- 10** The disclosure as per SEBI Circular SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023 and e-mail communication received from stock exchange which required to provide the following details along with the Annual financial results for the financial year ending 31 March 2024: -

Sr. No.	Particulars	Details
1	Outstanding Qualified Borrowings at the start of the financial year (Rs. In Crores)	1285.32*
2	Outstanding Qualified Borrowings at the end of the financial year (Rs. In Crores)	919.24*
3	Highest credit rating of the company	Long Term: CRISIL AA+/Stable
4	Incremental borrowing done during the year (qualified borrowing) (Rs. In Crores)	20.68
5	Borrowings by way of issuance of debt securities during the year (Rs. In Crores)	Nil

*Excluding Short term borrowing.

The amount mentioned above pertains to Parent Company only as there is no borrowing in Subsidiary Companies of the group.

For and on behalf of Board of Directors of Vardhman Textiles Limited**S.P. Oswal
Chairman & Managing Director****Place : Ludhiana
Date : 09-05-2024**

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF VARDHMAN TEXTILES LIMITED

Opinion and Conclusion

We have (a) audited the Consolidated Financial Results for the year ended March 31, 2024 and (b) reviewed the Consolidated Financial Results for the quarter ended March 31, 2024 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Consolidated Financial Results for the Quarter and Year Ended March 31, 2024" of **VARDHMAN TEXTILES LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive income of its associates for the quarter and year ended March 31, 2024, ("the Statement") being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Consolidated Financial Results

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 audit reports of the other auditors on separate financial statements of the subsidiaries and associates referred to in Other Matters section below, the Consolidated Financial Results for the year ended March 31, 2024:

- (i) includes the results of the following entities:

Name of the Entity	Relationship
Vardhman Textiles Limited	Parent
VTL Investments Limited	Wholly owned subsidiary company
Vardhman Acrylics Limited	Subsidiary company
Vardhman Yarns and Threads Limited	Associate Company
Vardhman Special Steels Limited	Associate Company
Vardhman Spinning and General Mills Limited	Associate Company

- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group for the year ended March 31, 2024.

(b) Conclusion on Unaudited Consolidated Financial Results for the quarter ended March 31, 2024

With respect to the Consolidated Financial Results for the quarter ended March 31, 2024, based on our review conducted and procedures performed as stated in paragraph (b) of Auditor's Responsibilities section below and based on the consideration of the review reports of the other auditors referred to in Other Matters section below, nothing has come to our attention that causes us to believe that the Consolidated Financial Results for the quarter ended March 31, 2024, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2024

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group and its associates 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 Consolidated Financial Results for the year ended March 31, 2024 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Results is the responsibility of the Parent's Board of Directors and has been approved by them for the issuance. The Consolidated Financial Results for the year ended March 31, 2024, has been compiled from the related audited consolidated financial statements. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and year ended March 31, 2024 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group including its associates in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates 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 the 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 respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of

preparation of this Consolidated Financial Results by the Directors of the Parent, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the respective entities 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 either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibilities

(a) Audit of the Consolidated Financial Results for the year ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2024 as a whole are 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 SAs 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 Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Consolidated Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required

Deloitte Haskins & Sells LLP

to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Results 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 and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the entities within the Group and its associates to express an opinion on the Annual Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of entities included in the Annual Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Annual Consolidated Financial Results, 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.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Consolidated Financial Results.

We communicate with those charged with governance of the Parent and such other entities included in the Consolidated Financial Results of which we are the independent auditors 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.

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.

(b) Review of the Consolidated Financial Results for the quarter ended March 31, 2024

We conducted our review of the Consolidated Financial Results for the quarter ended March 31, 2024 in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to

obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

The Statement includes the results of the entities as listed under paragraph (a)(i) of Opinion and Conclusion section above.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

Other Matters

- The Statement includes the results for the Quarter ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us. Our report is not modified in respect of this matter.
- We did not audit/reviewed the financial statements of two subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs. 391.42 crores as at March 31, 2024 and total revenues of Rs. 69.61 crores and Rs. 303.50 crores for the quarter and year ended March 31, 2024 respectively, total net profit after tax of Rs. 6.66 crores and Rs. 23.29 crores for the quarter and year ended March 31, 2024 respectively and total comprehensive income of Rs. 6.84 crores and Rs. 23.46 crores for the quarter and year ended March 31, 2024 respectively and net cash inflows of Rs. 0.11 crores for the year ended March 31, 2024, as considered in the Statement. The consolidated financial results also includes the Group's share of profit after tax of Rs. 14.04 crores and Rs. 42.65 crores for the quarter and year ended March 31, 2024 respectively and Total comprehensive income of Rs. 14.30 crores and Rs. 42.85 crores for the quarter and year ended March 31, 2024 respectively, as considered in the Statement, in respect of three associates whose financial statements have not been audited by us. These financial statements have been audited/ reviewed, as applicable, by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh Kumar
Agarwal

Digitally signed by
Rajesh Kumar Agarwal
Date: 2024.05.09
13:37:37 +05'30'

Rajesh Kumar Agarwal
Partner
(Membership No. 105546)
(UDIN: 24105546BKEPCG4551)

Place: Gurugram
Date : May 09, 2024