

VR DAKSHIN PRIVATE LIMITED

(formerly Sugam Vanijya Holdings Private Limited)

Regd Office: VR Bengaluru, Plot No. 11B, Sy No. 40/9, Dyvasandra

Industrial Area Stage II, KR Puram Hobli

Bengaluru -560 048. Karnataka

CIN No: U74899KA1987PTC070519

Website: www.vrbengaluru.com; Phone No. 080-67234313

Date: May 20, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400-001.

Dear Sir,

Ref: Security Code: 951654, 958505, 958506
ISIN: INE084S08013, INE084S07015, INE084S07023

Sub: Disclosure under regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015

Pursuant to Regulations 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today has, inter alia, considered and approved the Unaudited Financial Results for the quarter and half year ended September 30, 2021.

A copy of the above Unaudited Financial Results and the Limited Review Report, as received from the Statutory Auditors, viz; M/s. S.R Batliboi & Associates LLP, is enclosed for your information and record.

The Board meeting commenced at 1.40 p.m. and concluded at 2.02 p.m.

We request you to take the above on record.

Thanking you,

For VR Dakshin Private Limited



Rajendra Pai
Chief Financial Officer

VR Dakshin Private Limited
(formerly known as Sugam Vanija Holdings Private Limited)
 Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR, Puram Hobli, Bengaluru, Karnataka - 560048

Statement of Unaudited Financial Results for the quarter and half-year ended September 30, 2021

a. Statement of financial results						(Rs. in millions)
	Particulars	Quarter ended September 30, 2021	Preceding Quarter ended June 30, 2021	Year to date figures for the current period ended September 30, 2021	Year to date figures for the corresponding period ended September 30, 2020	Previous year ended March 31, 2021
		[Unaudited]	[Unaudited] (refer note 3)	[Unaudited]	[Unaudited]	[Audited]
1	Income					
	Revenue from operations	347.03	236.90	583.93	247.03	1,155.90
	Other Income	2.50	3.99	6.49	5.72	20.54
	Finance Income	20.51	2.36	22.87	22.34	55.16
	Total Income	370.05	243.25	613.29	275.09	1,231.60
2	Expenses					
	Employee benefits expense	21.26	19.00	40.26	45.33	98.08
	Depreciation and amortization expense	98.91	103.60	202.51	205.99	414.40
	Finance costs	406.02	396.65	802.67	746.45	1,455.98
	Other expenses	213.55	206.87	420.43	245.04	580.10
	Total Expenses	739.75	726.12	1,465.87	1,242.81	2,548.56
3	Loss before tax (1-2)	(369.70)	(482.87)	(852.57)	(967.72)	(1,316.96)
4	Tax expense					
	(i) Current tax	-	-	-	-	-
	(ii) Deferred tax charge/(credit)	(0.59)	(0.11)	(0.70)	27.87	57.62
	Total	(0.59)	(0.11)	(0.70)	27.87	57.62
5	Loss for the year/period (3-4)	(369.11)	(482.76)	(851.87)	(995.60)	(1,374.59)
6	Other comprehensive income (net of tax expenses)	-	-	-	-	0.92
7	Total comprehensive income for the year/period (5+6)	(369.11)	(482.76)	(851.87)	(995.60)	(1,373.67)
8	Paid-up equity share capital (Face value per share - Rs. 10)	0.20	0.20	0.20	0.20	0.20
9	Reserves and Surplus (included under Other Equity)	(3,373.84)	(3,004.73)	(3,373.84)	(2,143.89)	(2,521.97)
10	Net worth (refer Note 7 below)	(3,373.64)	(3,004.53)	(3,373.64)	(2,143.69)	(2,521.77)
11	Paid-up debt capital (refer note 7)	14,008.80	14,102.30	14,008.80	14,223.82	14,054.38
12	Earnings Per Share (EPS) - (In Rs.) (not annualised, face value Rs.10)					
	a) Basic	(16,860)	(22,052)	(38,912)	(45,477)	(62,789)
	b) Diluted	(16,860)	(22,052)	(38,912)	(45,477)	(62,789)
13	Capital Redemption Reserve (CRR)	-	-	-	-	-
14	Debenture redemption reserve (DRR)	-	-	-	-	-
15	Ratios (not annualised) (refer Note 7 below)					
	a) Debt equity ratio	(4.15)	(4.69)	(4.15)	(6.64)	(5.57)
	b) Debt service coverage ratio (DSCR)	0.07	(0.28)	(0.05)	(0.28)	0.08
	c) Interest service coverage ratio (ISCR)	0.09	(0.22)	(0.05)	(0.30)	0.10
	d) CRR/DRR	-	-	-	-	-
	e) Current ratio	0.33	0.32	0.33	0.46	0.42
	f) Long term debt to working capital	(8.01)	(9.13)	(8.01)	(13.89)	(11.93)
	g) Bad debts to account receivable ratio	0.33	0.44	0.80	0.55	0.58
	h) Current liability ratio	0.14	0.12	0.14	0.11	0.11
	i) Total debts to total assets	0.99	0.99	0.99	0.97	0.97
	j) Debtors turnover	1.72	0.95	2.63	1.66	5.30
	k) Inventory turnover	0.14	0.22	0.36	0.30	0.81
	l) Operating margin %	4.56%	(37.39%)	(12.46%)	(98.61%)	7.25%
	m) Net profit margin %	(106.36%)	(203.78%)	(145.89%)	(403.03%)	(118.92%)

VR Dakshin Private Limited
(formerly known as Sugam Vanija Holdings Private Limited)
 Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli, Bengaluru, Karnataka - 560048

b. Statement of assets and liabilities		(Rs. In millions)	
	Particulars	As at September 30, 2021 (Unaudited)	As at March 31, 2021 (Audited)
1	ASSETS		
	Non-current Assets		
	Property, plant and equipment	617.15	637.61
	Investment property	12,094.32	12,270.26
	Capital work-in-progress	2.76	1.58
	Financial Assets		
	Investments	0.01	0.01
	Other financial assets	52.47	69.55
	Assets for Current tax (net)	310.72	481.55
	Other non-current assets	193.61	196.21
	Sub total	13,271.03	13,656.77
	Current Assets		
	Inventories	20.10	17.86
	Financial assets		
	Loans	0.50	0.50
	Trade receivables	174.92	269.50
	Cash and cash equivalents	217.81	92.43
	Bank balances other than Cash and cash equivalents	307.48	312.48
	Other current financial assets	59.33	83.42
	Other current assets	38.09	36.34
	Sub total	818.24	812.53
	Total Assets	14,089.27	14,469.29
2	EQUITY AND LIABILITIES		
	Equity		
	Equity share capital	0.20	0.20
	Other equity	(3,373.84)	(2,521.97)
	Sub total	(3,373.64)	(2,521.77)
	Non-Current Liabilities		
	Financial liabilities		
	Borrowings	13,064.94	13,364.27
	Lease liabilities	41.87	41.31
	Other non-current financial liabilities	1,484.50	1,223.25
	Deferred revenue	15.61	22.08
	Long term provisions	2.76	2.76
	Deferred tax liabilities (net)	403.70	404.40
	Sub total	15,013.37	15,058.06
	Current Liabilities		
	Financial liabilities		
	Borrowings	943.86	690.11
	Lease liabilities	4.73	4.73
	Trade payables		
	i) total outstanding dues of micro enterprises and small enterprises	-	-
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises	349.11	239.78
	Other current financial liabilities	1,106.05	950.48
	Other current liabilities	28.16	23.71
	Deferred revenue	15.53	21.96
	Provisions	2.09	2.23
	Sub total	2,449.54	1,933.00
	Total equity and liabilities	14,089.27	14,469.29

a

VR Dakshin Private Limited
(formerly known as Sugam Vanija Holdings Private Limited)
 Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli, Bengaluru, Karnataka - 560048

c. Statement of cash flows (Rs. In millions)

	Particulars	Year to date figures for the current period ended September 30, 2021 (Unaudited)
1	Cash flows from operating activities	
	Loss before tax	(852.57)
	<i>Adjustments to reconcile loss before tax to net cash flows:</i>	
	Depreciation on property, plant and equipment & investment property	202.51
	Finance income	(22.87)
	Finance costs	801.88
	Impairment of trade receivables and contract assets	177.34
	Operating profit before working capital changes	306.29
	Working capital adjustments:	
	(Increase)/ decrease in trade receivables	(82.76)
	(Increase)/ decrease in inventories	(2.24)
	(Increase)/ decrease in other financial assets	44.22
	(Increase)/ decrease in other assets	(2.41)
	Increase/ (decrease) in trade payables and other financial liabilities	233.62
	Increase/ (decrease) in provisions	(0.14)
	Increase/ (decrease) in other liabilities	4.45
	Cash generated from operations	501.03
	Income Tax Paid (net of Refund)	170.83
	Net cash flows from operating activities (A)	671.86
2	Cash flows from investing activities	
	Additions to Property, plant and equipment and investment property (including Capital work in progress)	(10.89)
	Investment in fixed deposits	(25.00)
	Redemption of bank deposits	30.00
	Interest received	19.82
	Net cash flows from investing activities (B)	13.93
3	Cash flows from financing activities	
	Repayment of term loans from banks & financial institutions	(172.02)
	Proceeds from short term borrowings	67.69
	Inter corporate deposit taken during the year	58.75
	Interest paid	(514.84)
	Net cash flows used in financing activities (C)	(560.42)
4	Net Increase in cash and cash equivalents (A + B + C)	125.37
	Cash and cash equivalents at the beginning of the period	92.43
	Cash and cash equivalents at the end of the period	217.81

		(Rs. in millions)	
	Components of cash and cash equivalents	As at September 30, 2021 (Unaudited)	As at March 31, 2021 (Audited)
1	Balance with banks		
	- on current accounts	215.64	91.13
	Cash on hand	2.17	1.30
	Total cash and cash equivalents as reported in Balance Sheet	217.81	92.43

VR Dakshin Private Limited
(Formerly known as Sugam Vanijya Holdings Private Limited)
Agreed upon procedures for Asset Coverage Ratio

Annexure I
Statement of calculation of Asset Coverage Ratio as at September 30, 2021 in relation to Unsecured, Rated, Listed Redeemable and Non-Convertible debentures

Sl. No	Particulars		Amount Rs. in millions (1)
i	Net assets of the Company available for unsecured lenders as at September 30, 2021 (refer Schedule 1)	A	11,699.51
ii	Total Borrowings (unsecured) as at September 30, 2021 (refer Schedule 2)	B	6,441.03
iii	Assets Coverage Ratio	(A/B)	182%

Notes

1 Schedule 1 - Net assets of the Company available for unsecured lenders as at September 30, 2021

Sl. No	Particulars	Amount Rs. in millions
(a)	Fair value of Property Plant & Equipment and Investment Property (excluding intangible assets and prepaid expenses)	22,610.00
(b)	Investments	0.01
(c)	Cash & Bank Balances	525.29
(d)	Other current/ Non-current assets excluding deferred tax assets	849.74
(e)	Total assets available for secured lenders/creditors on pari passu/exclusive charge basis under the heads (a) to (d) above	8,849.58
(f)	Unsecured current/ non-current liabilities	1,818.25
(g)	Interest accrued/ payable on unsecured borrowings	1,617.70
	Net assets of the Company available for unsecured lenders as at September 30, 2021 [(a) + (b) + (c) + (d) - (e) - (f) - (g)]	11,699.51

2 Schedule 2 - Total Borrowings (unsecured) as at September 30, 2021

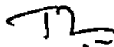
Sl. No	Particulars	Amount Rs. in millions
(a)	Term loan	-
(b)	Non-convertible Debt Securities	4,480.00
(c)	CC/ OD Limits	-
(d)	Inter corporate deposit	58.75
(e)	Other Borrowings *	638.63
(f)	IND - AS adjustment for effective Interest rate on unsecured borrowings **	1,263.64
	Total Borrowings (unsecured) as at September 30, 2021 [(a) + (b) + (c) + (d) + (e)]	6,441.03

* Liability component of Fully Convertible Compulsorily Convertible Debentures (FCCD).

** Derived amount being difference between face value of FCCD and liability component of FCCD

We confirm that the aforesaid information is true and correct.

For VR Dakshin Private Limited



Tariq Chiny
Director

Place: Mumbai, India
Date: May 19, 2022

VR Dakshin Private Limited
(formerly known as Sugam Vanijya Holdings Private Limited)
Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli, Bengaluru, Karnataka - 560048

Notes to the financial results for the quarter and half-year ended September 30, 2021

- 1 VR Dakshin Private Limited (formerly known as Sugam Vanijya Holdings Private Limited) ('the Company') had issued 448 redeemable non-convertible debentures ('NCD') of Rs.10,000,000 each on February 04, 2015, which were listed on BSE Limited ('BSE') on February 04, 2015. Further, the Company had issued 4,725 secured redeemable non-convertible bonds of Rs.1,000,000 each on December 20, 2018, which were listed on BSE Limited ('BSE') on January 09, 2019.
- 2 The above unaudited financial results of the Company for the quarter and half-year ended September 30, 2021 have been reviewed by and taken on record at the meeting of the Board of Directors of the Company held on May 19, 2022. The statutory auditors of the company have carried out limited review of the above unaudited financial results of the Company for the quarter and half-year ended September 30, 2021.
- 3 The financial information for the preceding quarter ended June 30, 2021 included in the Statement of Financial Results have been approved by the Board of Directors of the Company and have not been subjected to any audit/review by the auditors.
- 4 The financial information for the corresponding quarter ended September 30, 2020 and half year ended September 30, 2020 to be included in the Statement of Financial Results and the Statement of Cash Flows, respectively, have not been furnished by the Company in the accompanying Statement pursuant to the relaxation provided in the SEBI Circular SEBI/HO/DDHS/CIR/2021/000000637 dated October 5, 2021.
- 5 The Company is engaged in carrying on the business of real estate development, leasing and hospitality and related services. As such, the Company operates in single business and geographical segment and hence disclosing information as per requirements of Ind AS 103 "Operating Segments" is not required.
- 6 a) In March 2014, the Tehsildar of East Taluk, K.R. Puram, Bengaluru, had issued a notice to the Company to stop the construction of the VR Mall, Bengaluru at Dyvasandra Village, Bengaluru East Taluk, citing inaccurate allegations against the Company when the mall was under construction. The Tehsildar was of the contention that the Company had build the compound area in the encroached land ("the disputed land").

The Company filed a writ petition in Honourable High Court of Karnataka ("the High Court") against the said notice issued by the Tehsildar. A stay was granted by the High Court vide its order dated March 15, 2014 and also directed the Government of Karnataka to file its reply. The Government of Karnataka had filed its reply thereon. The High Court of Karnataka in its judgement dated February 16, 2016 had vacated the stay granted earlier and stated that the Government will take into consideration all the documents produced by the Company and would proceed further only after looking at all the documents. The High Court has also stated that the Company shall not be dispossessed of the disputed land otherwise other than under the process of law. On September 03, 2015, the Company had obtained final occupancy certificate for the Mall.

A new order was passed by the Assistant Commissioner, Bengaluru North, sub-division dated March 08, 2017 stating that the disputed land possessed by the Company was encroached Government land reserved for public purpose. The Commissioner ordered to evict the Company from an extent of 4045.86 square meters of land and directed the Tehsildar, Bengaluru East Taluk to take action to evict the Company from the said land, resume it to Government and safeguard the same as 'Government Property'. The Company had challenged the said order in the High Court of Karnataka. The High Court of Karnataka admitted the writ petition, granted a stay vide its order dated March 24, 2017 and has also directed the Government of Karnataka to file its reply. The Government of Karnataka and other respondents have not filed their objection till date. The Company has also filed a contempt petition on March 20, 2017 stating that new order issued by the Assistant Commissioner was against the earlier order issued by the High Court of Karnataka.

During the year ended March 31, 2018, a Special court, had initiated a suo moto proceedings against the Company. On February 27, 2018, the said Court has dismissed the proceedings and released the Company from the said proceedings.

In order to safeguard its interest, Company has kept the writ petition open and the management of the Company does not expect any bearing on the matter whatsoever.

- 7 (a) Debt equity ratio = Paid-up debt capital [(long-term borrowings + short-term borrowings) / Total equity (Net worth) [equity share capital+other equity].
(b) DSCR = Profit or loss before finance cost and tax expenses / (Finance cost + Principal repayment).
(c) ISCR = Profit or loss before finance cost and tax expenses / Finance cost.
(d) CRR/DRR = Capital Redemption Reserve (CRR) / Debenture redemption reserve (DRR).
(e) Current ratio = Total current assets / Total current liabilities.
(f) Long term debt to working capital = Non-current borrowings / Working capital [current assets-current liabilities].
(g) Bad debts to account receivable ratio = Bad debts incurred during the period / Average of opening and closing balances of Trade Receivables.
(h) Current liability ratio = Total current liabilities / Total liabilities.
(i) Total debts to total assets = Total debt [(long-term borrowings + short-term borrowings) / Total assets.
(j) Debtors turnover = Revenue from operations / Average of opening and closing balances of Trade Receivables.
(k) Inventory turnover = Cost of materials consumed / Average of opening and closing balances of Inventories.
(l) Operating margin % = Operating profit [Loss before tax - Other income + Finance cost] / Revenue from operations.
(m) Net profit margin % = Profit/(loss) for the year (before OCI) / Revenue from operations.

VR Dakshin Private Limited
(formerly known as Sugam Vanija Holdings Private Limited)
Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli, Bengaluru, Karnataka - 560048

- 8 The outbreak of COVID-19 pandemic globally and in India has caused significant disturbance and slowdown of economic activities. Due to the lock down announced by the Government, the Company's operations were slowed down/ suspended for part of the current period and accordingly the accompanying financial results are adversely impacted and not fully comparable with those of the earlier periods.

The Company's management has considered the possible effects that may result from the COVID-19 pandemic on the carrying value of its assets including property, plant and equipment, investment property, capital work in progress, inventories, loans and receivables. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial results has used internal and external sources of information to assess the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on the current estimates, the Company expects that the carrying amount of these assets, as reflected in the balance sheet as at September 30, 2021, are fully recoverable. The management has also estimated the future cash flows with the possible effects that may result from the COVID-19 pandemic and does not foresee any adverse impact on realising its assets and in meeting its liabilities as and when they fall due. The actual impact of the COVID-19 pandemic may be different from that estimated as at the date of approval of these financial results. Further as at September 30, 2021, the Company is not in compliance with some of the financial covenants in relation to listed & tradable redeemable non-convertible bonds as specified in clause 2.3 of schedule 3 of Debenture Trust Deed dated December 03, 2018. The management of the Company doesn't foresee any material impact which requires adjustments to financial statements.

During the period ended September 30, 2021, the leasing and hospitality operations of the Company was impacted due to COVID-19 restrictions. Due to the prevailing circumstances, the Company has recognized revenue for the period and the underlying receivables after having regard to the Company's ongoing discussions with certain customers on best estimate basis.

- 9 The Metrozone ("Chennai project") is a mixed use of residential cum commercial project being developed by Ozone Projects Private Limited (OPPL) and VR Dakshin Private Limited ("VR Dakshin" or "the Company"). The residential portion is to be developed by OPPL and the commercial portion is to be developed by VR Dakshin. As per the agreement executed between OPPL and VR Dakshin, OPPL was required to construct a retention wall in order to facilitate the commercial development undertaken by VR Dakshin. OPPL expressed its inability to construct the said retention wall and further OPPL requested VR Dakshin to bear the costs of construction of retention wall along with any incidental expenses and the same is refundable by OPPL. In view of above arrangement, the Company had incurred expenditure towards the construction of retention wall amounting to Rs. 152.09 million and the Company has further given bank guarantee of Rs.96.73 million in favour of Chennai Metropolitan Development Authority on behalf of OPPL. The Company had demanded for the payment of the said amount during the year ended March 31, 2019 and had shown the said amount as good recoverable based on their arrangement with OPPL.

The Company was in advance stages of finalising a plan to recover the above amount through transfer of certain units in the residential project of OPPL by OPPL and accordingly the Company, during the year ended March 31, 2021 had obtained possession of certain units pending for registration. Subsequent to period ended September 30, 2021, the Company has issued notice for execution of registration and possession of remaining units. Based on Company's future plans the said amount has been classified under capital advances. The management of the Company is confident that the said amount would be recoverable based on their arrangement with OPPL.

- 10 The accumulated losses of the Company as of September 30, 2021 have exceeded its paid up capital and reserves. The Company has incurred net loss for the quarter and half year ended September 30, 2021 and the Company's current liabilities exceeded its current assets as at that date indicating uncertainty about company's ability to continue as going concern. However, the Company has obtained a support letter from its Parent indicating that the Parent will take necessary actions to organize for any shortfall in liquidity during the period of 12 months from the balance sheet date. Based on the above, the Company is confident of its ability to meet the funds requirement and to continue its business as a going concern and accordingly, the financial results have been prepared on that basis.

- 11 Total non-convertible debentures and non-convertible bonds of the Company outstanding as on September 30, 2021 are Rs. 8,886.06 million out of which, secured non-convertible bonds are Rs. 4,406.06 million. The secured non-convertible bonds of the Company aggregating to Rs. 4,406.06 million as on September 30, 2021 are secured by way of exclusive mortgage on the property and exclusive charge by way of hypothecation on certain assets in relation to property.

The asset cover as on September 30, 2021 is 1.63 times the principal amount of the said secured non-convertible bonds.

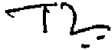
During the period April 2021 to September 2021, the Company has redeemed listed secured non-convertible bonds amounting to Rs. 106.31 million.

VR Dakshin Private Limited
(formerly known as Sugam Vanjiya Holdings Private Limited)
Corporate Identity Number (CIN): U74899KA1987PTC070519

Registered Office: VR Bengaluru, No. 11B, Sy No. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli, Bengaluru, Karnataka - 560048

- 12 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been Issued. The Company will assess the Impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- 13 Figures pertaining to previous period have been regrouped or reclassified, wherever necessary, to conform to the classification adopted in the current period.

For and on behalf of the Board of Directors of
VR Dakshin Private Limited



Tariq Chinoy
Director
DIN: 08830666

Place : Mumbai, India
Date : May 19, 2022

VR Dakshin Private Limited ("the Company")
(formerly known as Sugam Vaultva Holdings Private Limited)

Statement showing 'Asset Cover as per the terms of Debenture Trust Deed and Compliance with Covenants'

This statement contains details of maintenance of security/ asset cover, including compliance with all the covenants as at and for the half-year ended September 30, 2021 in respect of a) Secured, Rated, Listed, Redeemable and Non-Convertible debentures; and b) Unsecured, Rated, Listed Redeemable and Non-Convertible debentures (hereinafter together referred to as the "Debentures") issued by the Company with particular reference to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter 'SEBI Regulations') read with the Bond Trust Deed dated December 03, 2018 and first supplemental deed to the bond trust deed dated January 27, 2020 entered between the Company and Catalyst Trusteeship Limited ("DTD dated December 03, 2018") in relation to 3,050 fully secured, rated, listed, redeemable and non-convertible debentures (Series 1 bonds), having face value of Rs. 1 million each amounting to Rs. 3,050 million and 1,675 fully secured, rated, listed, redeemable and non-convertible debentures (Series 2 bonds), having face value of Rs. 1 million each amounting to Rs. 1,675 million (hereinafter together referred to as "Secured bonds") and Debenture Trust Deed dated January 28, 2015 entered between the Company and IDBI Trusteeship Services Limited ("DTD dated January 28, 2015") in relation to 448 unsecured, rated, listed redeemable and non-convertible debentures having face value of Rs. 10 million each amounting to Rs. 4,480 million (hereinafter referred to as "Unsecured NCDs").

A. Maintenance of security/ asset cover

I. Asset cover calculation in relation to Secured bonds

DTD dated December 03, 2018, pursuant to which Secured bonds have been issued, requires the company to maintain a minimum of 100% asset cover at all times during the tenure of bonds in respect of outstanding bonds. However, the term asset cover is not defined in DTD dated December 2018. The following is the calculation of asset cover ratio in relation to Secured bonds.

Since the term asset cover is not defined in SEBI Regulations, the following formula is used to calculate asset cover ratio of the Company in relation to Secured bonds:

$$\text{Asset cover ratio} = \frac{\text{Value of assets provided as security}}{\text{Total outstanding nominal value of the Secured bonds and accrued but unpaid interest}}$$

$$\text{Asset cover ratio} = \frac{(A)}{(B)} = 163.12\%$$

Value of assets provided as security as at September 30, 2021 is as under:

Particulars	Amounts in Rs. million	
	Amount	
Aggregate value of the LRD Property ("VR Chennai")	6,862.21	
Cash & Bank Balances including fixed deposits	207.66	
Receivables	117.34	
Value of assets provided as security = (A)	7,187.21	

Total outstanding nominal value of the secured bonds and accrued but unpaid interest as at September 30, 2021 is as under:

Particulars	Amounts in Rs. million	
	Amount	
3,050 fully secured, rated, listed, redeemable and non-convertible debentures (Series 1 bonds)	2,844.13	
1,675 fully secured, rated, listed, redeemable and non-convertible debentures (Series 2 bonds)	1,561.94	
Accrued but unpaid interest as at September 30, 2021	-	
Total outstanding nominal value of the secured bonds and accrued but unpaid Coupon = (B)	4,406.06	

Asset cover ratio as at September 30, 2021 as calculated above 167.09% is more than the minimum asset cover of 100% required to be maintained by the Company.

2. Asset cover calculation in relation to Unsecured NCDs

Unsecured NCDs issued are unsecured and there is no requirement regarding maintenance of security/ asset cover, as at September 30, 2021.

VR Dalshin Private Limited ("the Company")
(formerly known as Sugam Vanitya Holdings Private Limited)
Statement showing 'Asset Cover as per the terms of Debenture Trust Deed and Compliance with Covenants'

B. Compliance with all the covenants

(a) Compliance with financial covenants

1. Compliance with financial covenants in respect of Secured Bonds as per DTD dated January 28, 2015

As per terms of clause 2 of Schedule 3 of DTD dated December 03, 2018, the financial covenants required to be complied with by the Company are as under:

1. Minimum Debt Service Coverage Ratio of 1.15

Calculation of Debt Service Coverage Ratio as per definitions para of DTD dated December 03, 2018

$$\text{DSCR on any date} = \frac{(A)}{(B)} = 0.56$$

(A): Net Operating Income for the period April 1, 2021 to September 30, 2021 is calculated as under:

Particulars	Amount
Gross Lease Rentals, together with CAM Income	486.28
reduced by	
- Statutory Expenses	(3.19)
- CAM Expense	(214.11)
- Property Tax	(12.18)
Net Operating Income for the period April 1, 2021 to September 30, 2021 = (A)	256.80

(B): Principal amount and interest paid on the loan and face value redeemed and interest paid on bonds for the immediately preceding six months period i.e. October 01, 2020 to March 31, 2021 is calculated as under:

Particulars	Amount
Principal amount paid on the term loan taken from HDFC Bank for the period October 1, 2020 to March 31, 2021	17.85
Total interest paid on the term loan taken from HDFC Bank for the period October 1, 2020 to March 31, 2021	62.08
Principal amount paid on the OD facility taken from Standard Chartered Bank for the period October 1, 2020 to March 31, 2021	83.38
Total interest paid on the the OD facility taken from Standard Chartered Bank for the period October 1, 2020 to March 31, 2021	10.03
Face value redeemed of the Series 1 bonds payable to Standard Chartered Bank for the period October 1, 2020 to March 31, 2021	55.94
Total interest paid on the Series 1 bonds payable to Standard Chartered Bank for the period October 1, 2020 to March 31, 2021	128.05
Face value redeemed of the Series 2 bonds payable to Deutsche Bank for the period October 1, 2020 to March 31, 2021	30.72
Total interest paid on the Series 2 bonds payable to Deutsche Bank for the period October 1, 2020 to March 31, 2021	70.61
Principal amount and interest paid on the loan and face value redeemed and interest paid on bonds for the immediately preceding six months period i.e. October 01, 2020 to March 31, 2021 (B)	458.65

Debt Service Coverage Ratio as calculated above 0.56 times is less than required DSCR of 1.15 times as specified in clause 2.1 of Schedule 3 of DTD dated December 03, 2018.

VR Daishin Private Limited ("the Company")
(formerly known as Sugam Yanjiva Holdings Private Limited)
Statement showing 'Asset Cover as per the terms of Debenture Trust Deed and Compliance with Covenants'

II. Loan to Value Ratio shall not be greater than 57% at all times

Calculation of Loan to Value ratio as per definitions para of DTD dated December 03, 2018

$$\text{Loan to Value Ratio} = \frac{\text{the aggregate of outstanding principal amount payable on loans and outstanding face value payable on the secured bonds}}{\text{Valuation}}$$

$$\text{Loan to Value Ratio} = \frac{(A)}{(B)} = 36.17\%$$

(A) = Aggregate of outstanding principal amount payable on loans and outstanding face value payable on secured bonds as at September 30, 2021 is calculated as under

Particulars	Amounts in Rs. million	
	Amount	
Outstanding principal amount payable on term loan to HDFC Bank as at September 30, 2021	1,450.83	
Outstanding principal amount payable on OD facility to Standard Chartered Bank as at September 30, 2021	265.57	
Outstanding face value payable on Series 1 bonds to Standard Chartered Bank as at September 30, 2021	2,844.13	
Outstanding face value payable on Series 2 bonds to Deutsche Bank as at September 30, 2021	1,561.94	
Aggregate of outstanding principal amount payable on loans and outstanding face value payable on secured bonds = (A)	6,122.46	

(B) = Valuation

Valuation as per clause 1 of Schedule 8 of bond trust deed dated December 03, 2018 are as under

Particulars	Amounts in Rs. million	
	Amount	
Value of VR Chennai property situated in Chennai as reflected in the valuation report of a Loan valuer as at July 1, 2021 dated September 15, 2021	16,925.00	
Valuation = (B)	16,925.00	

Loan to Value Ratio as at September 30, 2021 as calculated above 36.17% is within the maximum limit of 57% as specified in clause 2.2 of schedule 3 of DTD dated December 03, 2018

VR Dakshin Private Limited ("the Company")
(formerly known as Sugam Vanijya Holdings Private Limited)
Statement showing 'Asset Cover as per the terms of Debeniture Trust Deed and Compliance with Covenants'

III. Net Operating Income shall not be less than the limits set out for each half year ended

Net operating Income as as specified in clause 2.3 of schedule 3 of DTD dated December 03, 2018 for the current half year ended September 2021 is Rs. 672.64 million.

Actual Net Operating Income is Rs. 256.80 million . Refer calculation under B(a)(1)(f) above

Actual Net Operating Income as calculated above Rs. 256.80 million is less than required Net Operating Income as clause 2.3 of schedule 3 of DTD dated December 03, 2018

2. Compliance with financial covenants in respect of Unsecured NCDs as per DTD dated January 28, 2015

DTD dated January 28, 2015 does not prescribe any financial covenants to be complied with by the Company and hence, no such covenant is applicable and need to be disclosed in this Statement.

(b) Compliance with all covenants other than financial covenants

The Company has complied with all other affirmative and informative covenants as prescribed in the DTD dated December 03, 2018 and the DTD dated January 28, 2015.

We confirm that the aforesaid information is true and correct.

For VR Dakshin Private Limited



Tariq Chinoy
Director

Place: Mumbai, India
Date: May 19, 2022

VR Dakshin Private Limited
(formerly known as Sugam Vanijya Holdings Private Limited)
Agreed upon procedures for Asset Coverage Ratio

Annexure I
Statement of calculation of Asset Coverage Ratio as at September 30, 2021 in relation to Unsecured, Rated, Listed Redeemable and Non-Convertible debentures

Sl. No	Particulars	Amount Rs. in millions (I)
i	Net assets of the Company available for unsecured lenders as at September 30, 2021 (refer Schedule 1)	A 11,699.51
ii	Total Borrowings (unsecured) as at September 30, 2021 (refer Schedule 2)	B 6,441.03
iii	Assets Coverage Ratio	(A/B) 182%

Notes

1 Schedule 1 - Net assets of the Company available for unsecured lenders as at September 30, 2021

Sl. No	Particulars	Amount Rs. in millions
(a)	Fair value of Property Plant & Equipment and Investment Property (excluding intangible assets and prepaid expenses)	22,610.00
(b)	Investments	0.01
(c)	Cash & Bank Balances	525.29
(d)	Other current/ Non-current assets excluding deferred tax assets	849.74
(e)	Total assets available for secured lenders/creditors on pari passu/exclusive charge basis under the heads (a) to (d) above	8,849.58
(f)	Unsecured current/ non-current liabilities	1,818.25
(g)	Interest accrued/ payable on unsecured borrowings	1,617.70
	Net assets of the Company available for unsecured lenders as at September 30, 2021 [(a) + (b) + (c) + (d) - (e) - (f) - (g)]	11,699.51

2 Schedule 2 - Total Borrowings (unsecured) as at September 30, 2021

Sl. No	Particulars	Amount Rs. in millions
(a)	Term loan	-
(b)	Non-convertible Debt Securities	4,480.00
(c)	CC/ OD Limits	-
(d)	Inter corporate deposit	58.75
(e)	Other Borrowings *	638.63
(f)	IND - AS adjustment for effective Interest rate on unsecured borrowings **	1,263.64
	Total Borrowings (unsecured) as at September 30, 2021 [(a) + (b) + (c) + (d) + (e)]	6,441.03

* Liability component of Fully Convertible Compulsorily Convertible Debentures (FCCD).

** Derived amount being difference between face value of FCCD and liability component of FCCD

We confirm that the aforesaid information is true and correct.

For VR Dakshin Private Limited

Tariq Chinoy
Director

Place: Mumbai, India
Date: May 19, 2022

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results of the Company Pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to****The Board of Directors****VR Dakshin Private Limited** (formerly known as Sugam Vanijya Holdings Private Limited)

1. We have reviewed the accompanying statement of unaudited financial results of VR Dakshin Private Limited (formerly known as Sugam Vanijya Holdings Private Limited) (the "Company") for the quarter ended September 30, 2021 and year to date from April 01, 2021 to September 30, 2021 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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 Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons 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 Standards on Auditing 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. Emphasis of Matter
 - a) We draw attention to Note 6 to the statement which states that the Company is in legal dispute in relation to a portion of its land, alleged to be encroached land reserved for public purposes. Our conclusion is not modified in respect of this matter.
 - b) We draw attention to Note 8 to the Statement, which describes the management's evaluation of COVID-19 impact on the future business operations and future cash flows of the Company and its consequential effects on the carrying value of its assets as at September 30, 2021. In view of the uncertain economic conditions, the management's evaluation of the impact on the subsequent periods is highly dependent upon conditions as they evolve. Our conclusion is not modified in respect of this matter.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

6. Other matters

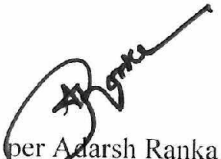
- a) The financial information for the preceding quarter ended June 30, 2021 included in the accompanying Statement have been approved by the Board of Directors of the Company and have not been subjected to any audit/review by us.
- b) The financial information for the corresponding quarter ended September 30, 2020 and half year ended September 30, 2020 to be included in the Statement of Financial Results and the Statement of Cash Flows respectively, have not been furnished by the Company in the accompanying Statement pursuant to the relaxation provided in the SEBI Circular SEBI/HO/DDHS/CIR/2021/0000000637 dated October 5, 2021.

Our conclusion is not modified in respect of these matters.

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004


per Adarsh Ranka
Partner

Membership No.: 209567

UDIN: 22209567AJFONA8212



Place: Bengaluru, India

Date: May 19, 2022