(Formerly Sugam Vanijya Holdings Private Limited) Corporate Identity Number: U74899KA1987PTC070519

Date: February 23, 2023

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

Dear Sir,

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

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

Dear Sir,

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 i.e February 23<sup>rd</sup>, 2023, has, inter alia, considered and approved the Unaudited Financial Results for the quarter ended September 30, 2022.

Accordingly, we are enclosing the followings:

1. A copy of the Financial Results of the Company for the quarter ended September 30<sup>th</sup>, 2022.

2. Limited review report issued thereon, by Statutory Auditors S.R. Batliboi & Associates, LLP, Chartered Accountant.

- 3. Disclosures pursuant to Regulation 52(4) of the Listing Regulations.
- 4. Statement pursuant to Regulation 52(7) of the Listing Regulations.
- 5. Certificate pursuant to Regulation 56 of the Listing Regulations.

Kindly acknowledge receipt of the same and make these available to the public at large.

Thanking you,

Yours faithfully, For VR Dakshin Private Limited

For VR DAKSHIN PRIVATE LIMITED.

Authorized Signatory Rajendra Pai (Chief Financial Officer)

(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

#### Statement of Unaudited Financial results for the quarter and year to date ended September 30, 2022

a. S	tatement of financial results		ing the set of the state				(Rs. in millions)
	Particulars	Quarter ended September 30, 2022	Preceding Quarter ended June 30, 2022	Corresponding Quarter ended September 30, 2021	Year to date figures for current period ended September 30, 2022	Year to date figures for previous period ended September 30, 2021	Previous year ended March 31, 2022
		[Unaudited]	[Unaudited]	[Unaudited]	[Unaudited]	[Unaudited]	[Audited]
1	Income			Sec. Same	Sector Constant	a hard a sugar	
2.5	Revenue from operations	510.49	540.47	245.00			
2	Other income	510.48 7.40	549.47 12.39	347.03 23.02	1,059.95	583.93	1,735.64
ei.		7.40	12.39	23.02	19.78	29.36	60.50
	Total Income	517.88	561.85	370.05	1,079.73	613,29	1,796.14
2	Expenses						
	Employee benefits expense	14.49	16.48	21.26	30,97	40.26	79.65
	Depreciation and amortization expense	95.84	95.03	98.91	190.87	202.51	403.58
	Finance costs	388.88	383.42	406.02	772.30	802.67	1,600.06
	Other expenses	287.09	287.96	213.55	575.05	420.43	690.28
	Total Expenses	786.30	782.89	720 75	1.5(0.10	4 449 99	
		700.50	102.05	739.75	1,569.19	1,465.87	2,773.57
3	Loss before tax (1-2)	(268.42)	(221.04)	(369.70)	(489.46)	(852.57)	(977.43)
4	Тах ехрепяе						
	(i) Current tax			1.1		_	
	(ii) Deferred tax charge/(credit)	0.54	1.22	(0.59)	1.76	(0.70)	(0.23)
	Total	0.54	1.22	(0.59)	1.76	(0.70)	(0.23)
5	Loss for the year/period (3-4)	(268.97)	(222.26)	(369.11)	(491.22)	(851.87)	(977.20)
6	Other comprehensive income (net of tax expenses)		- 100	-		- · · ·	0.54
7	Total comprehensive income for the year/period (5+6)	(268.97)	(222.26)	(369.11)	(491.22)	(851.87)	(976.66)
8	Paid-up equity share capital (Face value per share - Rs. 10)	0.20	0.20	0.20	0.20	0.20	0.00
9	Reserves and Surplus [included under Other Equity]	(3,989.85)	(3,720.89)	(3,373.84)	0.20 (3,989.85)	0.20	0.20
10	Net worth (refer Note 5 below)	(3,989.65)	(3,720.70)	(3,373.64)	(3,989.65)	(3,373.84) (3,373.64)	(3,498.63)
11	Paid-up debt capital (refer note 5)	13,497.71	13,634.13	14,008.80	13,497.71	14,008.80	(3,498.43)
12	Earnings Per Share (EPS) - (in Rs.) (not annualised, face value Rs. 10)	10,17711	15,05 1.15	14,000.00	13,471.11	14,008.80	13,657.25
	a) Basic	(12,286)	(10,153)	(16,860)	(22,438)	(38,912)	(44,637)
	b) Diluted	(12,286)	(10,153)	(16,860)	(22,438)	(38,912)	(44,637)
13	Capital Redemption Reserve (CRR)		·	1997 (1998 <del>-</del> 19	-	-	-
14	Debenture redemption reserve (DRR)					-	mineral and the second
15	Ratios (not annualised) (refer Note 5 below)				A. Langers T.		
	a) Debt equity ratio	(3.38)	(3.66)	(4.15)	(3.38)	(4.15)	(3.90)
	b) Debt service coverage ratio (DSCR)	0.52	0.30	0.07	0.26	(0.05)	0.31
	c) Interest service coverage ratio (ISCR)	0.31	0.42	0.09	0.37	(0.06)	0.39
	d) CRR/DRR e) Current ratio	-	-	-	-		
	f) Long term debt to working capital	0.28	0.33	0.33	0.28	0.33	0.37
	g) Bad debts to account receivable ratio	(5.93) 0.57	(6.80) 0.51	(8.01)	(5.93)	(8.01)	(7.86)
	h) Current liability ratio	0.37	0.51	0.33 0.14	1.15	0.80	0.60
	i) Total debts to total assets	0.10	0.18	0.14	0.16 0.97	0.14 0.99	0.15
	j) Debtors turnover	3.38	2.52	1.72	6.14	2.63	0.97
	k) Inventory turnover	0.32	0.49	0.14	0.14	0.36	6.81 0.92
	1) Operating margin %	23.60%	29.55%	4.56%	26.68%	(12.46%)	35.87%
	m) Net profit margin %	(52.69%)	(40.45%)	(106.36%)	(46.34%)	(145.89%)	(56.27%)

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				(Rs. in millions
	Particulars		As at September 30,	As at March 31, 2022
			2022	[A., J'a. 3]
			[Unaudited]	[Audited]
P	ASSETS			
r	Non-current Assets			
F	Property, plant and equipment	1.55	660.77	605.69
	nvestment property		11,789.00	11,939.56
	Capital work-in-progress		8.43	1.82
F	Financial Assets			
	Investments		0.01	0.01
	Other financial assets		54.17	47.83
	Assets for Current tax (net)	î î î	360.85	296.97
P	Other non-current assets		195.48	195.76
		Sub total	13,068.71	13,087.64
C	Current Assets			
Ь	nventories		19.13	18.36
F	inancial assets			
	Trade receivables		105.46	240.03
	Cash and cash equivalents		61.39	91.99
	Bank balances other than Cash and cash equivalents		338.99	338.99
8	Other current financial assets	24 13 44	236.91	209.16
C	Other current assets		61.84	46.93
		Sub total	823.72	945.46
Т	Total Assets		13,892.43	14,033.10
Е	QUITY AND LIABILITIES	14-1-64		
			2 T T T T T T T T T T T T T T T T T T T	
E	quity			
	quity quity share capital		0.20	0.20
E			0.20 (3,989.85)	0.20 (3,498.63)
E O	quity share capital		(3N) 0010(0)	(3,498.63)
E O T	quity share capital hher equity otal Equity		(3,989.85)	(3,498.63)
E O T L	quity share capital hther equity otal Equity IABILITIES		(3,989.85)	(3,498.63)
E O T L N	quity share capital wher equity otal Equity JABILITIES Ion-Current Liabilities		(3,989.85)	(3,498.63)
E O T L N	quity share capital wher equity otal Equity IABILITIES Ion-Current Liabilities inancial liabilities		(3,989.85) (3,989.65)	(3,498.63) (3,498.43)
E O T L N	quity share capital wher equity otal Equity JABILITIES Ion-Current Liabilities		(3,989.85) (3,989.65) 12,478.53	(3,498.63) (3,498.43) 12,731.56
E O T L N Fi	quity share capital wher equity otal Equity IABILITIES Ion-Current Liabilities inancial liabilities Borrowings		(3,989.85) (3,989.65) 12,478.53 41.74	(3,498.63) (3,498.43) 12,731.56 41.75
E O T L N Fi	quity share capital wher equity otal Equity IABILITIES Ion-Current Liabilities inancial liabilities Borrowings Lease Liabilities		(3,989.85) (3,989.65) 12,478.53 41.74 2,012.29	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72
E O T L N Fi	quity share capital wher equity otal Equity JABILITIES Jon-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities		(3,989.85) (3,989.65) 12,478.53 41.74	(3,498.63) (3,498.43) 12,731.56 41.75
E O T L N Fi D	quity share capital ther equity otal Equity IABILITTES ion-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue		(3,989.85) (3,989.65) 12,478.53 41.74 2,012.29 14.46	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61
E O T L N Fi D	quity share capital ther equity <b>JABILITIES</b> <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions	Sub total	(3,989.85) (3,989.65) 12,478.53 41.74 2,012.29 14.46 2.79	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79
E O T L N Fi D L D	quity share capital ther equity <b>JABILITIES</b> <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions	Sub total	(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98
E O T L N Fi D L D C	quity share capital ther equity <b>JABILITIES</b> <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net)	Sub total	(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98
E O T L N Fi D L D C Fi	quity share capital ther equity <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) urrent Liabilities	Sub total	(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98
E O T L N Fi D L D C Fi I I	quity share capital ther equity total Equity IABILITIES ion-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) urrent Liabilities Borrowings Lease Liabilities	Sub total	(3,989.85) (3,989.65) (2,478.53 41.74 2,012.29 14.46 2.79 405.74 14,955.55	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98 14,965.41
E O T L N Fi D L D C Fi I I	quity share capital wher equity otal Equity <b>IABILITIES</b> fon-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) urrent Liabilities Borrowings	Sub total	(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74 14,955.55 1,019.17	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98 14,965.41 925.68
E O T L N Fi D L D C Fi I I	quity share capital ther equity total Equity IABILITIES ion-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) urrent Liabilities Borrowings Lease Liabilities		(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74 14,955.55 1,019.17	(3,498.63) (3,498.43) 12,731.56 41.75 1,765.72 19.61 2.79 403.98 14,965.41 925.68
E O T L N Fi D L D C Fi I I	quity share capital ther equity <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) <b>urrent Liabilities</b> Borrowings Lease Liabilities Borrowings Lease Liabilities Frade payables i) total outstanding dues of micro enterprises and sm enterprises i) total outstanding dues of creditors other than mic	nall	(3,989.85) (3,989.65) (12,478.53 41.74 2,012.29 14.46 2.79 405.74 14,955.55 1,019.17	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (4,75 (4,75) (1,765.72) (19,61) (2,79) (403.98) (4,965.41) (925.68) (4,42)
E O T L N Fi D L D C Fi I I J	quity share capital ther equity <b>istal Equity</b> <b>IABILITIES</b> <b>ion-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions efferred tax liabilities (net) <b>urrent Liabilities</b> Borrowings Lease Liabilities Borrowings Lease Liabilities Erade payables i) total outstanding dues of micro enterprises and sm enterprises i) total outstanding dues of creditors other than mic enterprises and small enterprises	nall	(3,989.85) (3,989.65)	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (4,75 (4,75) (1,765.72) (19.61) (2,79) (40,98) (14,965.41) (925.68) (4,42) (16.59) (245.47)
E O T L N Fi D L D C Fi H I J	quity share capital ther equity <b>JABILITIES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) <b>urrent Liabilities</b> Borrowings Lease Liabilities Borrowings Lease Liabilities Frade payables i) total outstanding dues of micro enterprises and sm enterprises i) total outstanding dues of creditors other than mic	nall	(3,989.85) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (1,012.29 (14,46 (2,79) (405.74) (14,46 (2,79) (405.74) (14,955.55) (1,019.17) (4,42) (- (3,62,40) (1,468.63)	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (41.75 1,765.72 19.61 2.79 403.98 14,965.41 925.68 4.42 16.59 245.47 1,290.93
E O T L N Fi D L D C Fi I I 1 1	quity share capital ther equity <b>JABILITTES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) <b>urrent Liabilities</b> Inancial liabilities Borrowings Lease Liabilities Frade payables i) total outstanding dues of micro enterprises and sm enterprises ii) total outstanding dues of creditors other than mic enterprises and small enterprises Dther current financial liabilities	nall	(3,989.85) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (12,478.53 41,74 2,012.29 14.46 2,79 405.74 14,955.55 1,019.17 4.42 - 362.40 1,468.63 55.97	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (1,765.72 19,61 2.79 403.98 14,965.41 925.68 4.42 16.59 245.47 1,290.93 64.74
E OT L N FF D L D C FF I I I I O D O D	quity share capital ther equity <b>JABILITTES</b> <b>Jon-Current Liabilities</b> inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) <b>urrent Liabilities</b> Inancial liabilities Borrowings Lease Liabilities Frade payables i) total outstanding dues of micro enterprises and sm enterprises i) total outstanding dues of creditors other than mic enterprises and small enterprises Dther current financial liabilities	nall	(3,989.85) (3,989.65)	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (1,765.72 (1,765.72 (1,965.72) (1,965.41) (2,79) (4,79) (4,74) (1,290.93) (6,74) (15,94)
E O T L N F i D L D C F i I I I I I O O D o	quity share capital ther equity <b>JABILITIES</b> fon-Current Liabilities inancial liabilities Borrowings Lease Liabilities Other non-current financial liabilities eferred revenue ong term provisions eferred tax liabilities (net) urrent Liabilities inancial liabilities Borrowings Lease Liabilities Frade payables i) total outstanding dues of micro enterprises and sm enterprises i) total outstanding dues of creditors other than mic enterprises and small enterprises Dther current financial liabilities ther current liabilities	nall	(3,989.85) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (3,989.65) (12,478.53 41,74 2,012.29 14.46 2,79 405.74 14,955.55 1,019.17 4.42 - 362.40 1,468.63 55.97	(3,498.63) (3,498.43) (3,498.43) (3,498.43) (3,498.43) (1,765.72 19,61 2.79 403.98 14,965.41 925.68 4.42 16.59 245.47 1,290.93 64.74

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c. S	tatement of cash flows		(Rs. in millions)
	Particulars	As at September 30, 2022	As at March 31 2022
	. 김 . 강영영영 등의 경기 방법이 하지?	[Unaudited] [Unaudited]	[Audited]
1	Cash flows from operating activities		
	Loss before tax	(489.46)	(977.43)
	Adjustments to reconcile loss before tax to net cash flows:		1
	Depreciation on property, plant and equipment & investment property	190.87	403.58
	Finance income	(19.78)	(38.07)
	Finance costs	771.24	1,596.30
	Impairment of trade receivables and contract assets	197.98	151.72
	Re-measurement gains/ (losses) on defined benefit plan	17 C	0.54
	Share of (profit)/ loss from investment in partnership firm	(0.00)	(0.00)
	Operating profit before working capital changes	650.84	1,136.64
	Working capital adjustments:		
	(Increase)/ decrease in trade receivables	(63.40)	(122.26)
	(Increase)/ decrease in investments	(0.00)	(0.00)
	(Increase)/ decrease in inventories	(0.77)	(0.50)
	(Increase)/ decrease in other financial assets	(14.38)	(105.72)
	(Increase)/ decrease in other assets and loans	(16.45)	(11.79)
	Increase/ (decrease) in trade payables and other financial liabilities	130.94	94.85
	Increase/ (decrease) in provisions	-	0.15
	Increase/ (decrease) in other liabilities	(8.69)	38.31
	Cash generated from operations	678.07	1,029.66
	Income Tax Paid (net of Refund)	(63.88)	1,025.00
	Net cash flows from operating activities (A)	614.19	1,214.05
	Cash flows from investing activities		
	Purchase of property, plant and equipment & Investment Property (including capital work-in-progress and capital advances)	(100.14)	(59.85)
	Investments in fixed deposits		(69.61)
	Redemption of fixed deposits	위험 방법에 들었다.	42.73
	Interest received	0.08	39.76
	Net cash flows used in investing activities (B)	(100.06)	(46.96)
	Cash flows from financing activities		
	Proceeds from short-term borrowings	54.17	36.90
	Proceeds from issue of non-convertible debentures	130.00	- 1991 - <b>-</b> 19
	Repayment of term loan from banks & financial institutions	(143.80)	(153.66)
	Repayment of non-convertible bonds issued to banks	(199.91)	(267.34)
	Repayment of short-term borrowings	1 . J	(12.74)
	Interest paid (gross)	(385.18)	(770.69)
	Net cash flows used in financing activities (C)	(544.72)	(1,167.53)
	Net increase in cash and cash equivalents (A + B + C)	(30.60)	(0.44)
	Cash and cash equivalents at the beginning of the period	91.99	92.43
	Cash and cash equivalents at the end of the period	61.39	91.99

	Components of cash and cash equivalents	As at September 30, 2022 [Unaudited]	As at March 31, 2022 [Audited]
1	Balance with banks		
	- On current accounts	57.45	90.50
	Cash on hand	3.95	1.49
	Total cash and cash equivalents as reported in Balance Sheet	61.39	91.99

(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, 2022

- 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, 2022 have been reviewed and taken on record at the meeting of the Board of Directors of the Company held on February 23, 2023. 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, 2022.
- 3 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 108 "Operating Segments" is not required.
- 4 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 4046.86 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.

- 5 Assumptions to financial ratios:
  - (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.

(1) 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.

6 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. During the period ended September 30, 2022, 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.

The accumulated losses of the Company as of September 30, 2022 have exceeded its paid up capital and reserves. The Company has incurred net loss for the quarter ended September 30, 2022 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.



(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

8 Total non-convertible debentures and non-convertible bonds of the Company outstanding as on September 30, 2022 are Rs. 8,525.12 million out of which, secured non-convertible bonds are Rs. 4,045.12 million. The secured non-convertible bonds of the Company aggregating to Rs. 4,045.12 million as on September 30, 2022 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, 2022 is 1.72 times the principal amount of the said secured non-convertible bonds. During the period April 2022 to September 2022, the Company has redeemed listed secured non-convertible bonds amounting to Rs. 199.91 million.

9 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

51

Tariq Chinoy Director DIN: 08830666

Place : Mumbai Date : February 23, 2023



# 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 (the "Company") for the quarter ended September 30, 2022 and year to date from April 01, 2022 to September 30, 2022 (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.

#### S.R. BATLIBOI & ASSOCIATES LLP Chartered Accountants

#### 5. Emphasis of Matter

We draw attention to Note 4 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.

For S.R. BATLIBOI & ASSOCIATES LLP Chartered Accountants ICAI Firm Registration Number: 101049W/E300004



per Adarsh Ranka Partner Membership No.: 209567

UDIN: 23209567BGXVXK2723

Place: Bengaluru, India Date: February 23, 2023

(Formerly Sugam Vanijya Holdings Private Limited) Corporate Identity Number: U74899KA1987PTC070519

Date: 23<sup>rd</sup> February, 2023

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

#### Script Code: 951654, 958505, 958506 ISIN: INE084S08013, INE084S07015, INE084S07023

### <u>Sub:</u> Submission of additional information pursuant to Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period ended September 30, 2022.

Dear Sir/Madam,

With reference to captioned subject, we are enclosing herewith the additional information in **Annexure-A** pursuant to Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period ended September 30, 2022.

We request you to please take the information on record.

Thanking you,

Yours faithfully, For VR Dakshin Private Limited

For VR DAKSHIN PRIVATE LIMITED. Authorized Signatory

Mr. Rajendra Pai Chief Financial Officer

(Formerly Sugam Vanijya Holdings Private Limited) Corporate Identity Number: U74899KA1987PTC070519

### ANNEXURE-A

As per requirement of Regulation 52(4) of SEBI (LODR) Regulations 2015, we give below the following information in respect of the Secured, Non-Convertible, Debentures issued by the Company as on 30<sup>th</sup> September, 2022:

S. No	Particulars	Details
1	Debt- Equity Ratio (Times)	(3.38)
2	Debt Service Coverage Ratio (Times)	0.52
3	Interest Service Coverage Ratio	0.31
4	Current Ratio	0.28
5	Long Term Debt to Working Capital Ratio	(5.93)
6	Bad Debts to Account Receivable Ratio	0.57
7	Current Liability Ratio	0.16
8	Total Debts to Total Assets Ratio	0.97
9	Debtors' Turnover Ratio	3.38
10	Inventory Turnover Ratio	0.32
11	Operating Margin (%)	23.60%
12	Net Profit Margin (%)	(52.69%)
13	Outstanding Redeemable Preference Shares (Quantity & Value)	NA
14	Debenture Redemption Reserve (In Rs.)	-
15	Net Worth (In Rs.)	(3,989.65)
16	Net Profit / (Loss) After Tax (In Rs.)	(268.97)
17	Earnings / (Loss) Per Share	(12,286)

#### For VR Dakshin Private Limited

For VR DAKSHIN PRIVATE LIMITED. Authorized Signatory

Mr. Rajendra Pai Chief Financial Officer

(Formerly Sugam Vanijya Holdings Private Limited) Corporate Identity Number: U74899KA1987PTC070519

Date: February 23, 2023

To, General Manager Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400-001, Maharashtra.

Dear Sir,

<u>Reference: VR Dakshin Private Limited (formerly Sugam Vanijya Holdings Private Limited)</u> <u>Script Code: 951654, 958505, 958506</u> <u>ISIN: INE084S08013, INE084S07015, INE084S07023</u>

### Sub: Submission of Statement under Regulation 52(7) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Dear Sir,

Pursuant to regulation 52(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that the proceeds of the below-mentioned NCDs have been utilized for the purpose as mentioned in the offer document/disclosure document and there are no material deviations in the utilization of such proceeds during the quarter ended September 30<sup>th</sup>, 2022.

S.No	Name & Type of Debentures/Bonds	Name of Debenture holder(s)/Bond holder(s)	Issue Size	BSE Script Code	ISIN	Trustee
1.	448 Unsecured Redeemable NCDs Fully paid	Robusta Holdings Pte Limited	4480000000	951654	INE084 S08013	IDBI Trusteeship Services Limited
2.	3050 Secured Rated Listed Redeemable Non-Convertible Debenture /Bonds Series -1	Standard Chartered Bank	3050000000	958505	INE084 S07015	Catalyst Trusteeship Limited
3.	1675 Secured Rated Listed Redeemable Non-Convertible Debentures/Bonds Series -2	Deutsche Bank AG	1675000000	958506	INE084 S07023	Catalyst Trusteeship Limited

(Formerly Sugam Vanijya Holdings Private Limited) Corporate Identity Number: U74899KA1987PTC070519

There was no issue in the quarter ended September 30<sup>th</sup>, 2022, hence there is no utilization.

We request you to take the above information on records.

Thanking you,

Yours faithfully, For VR Dakshin Private Limited

Authorized Signatory Rajendra Pai (Chief Financial Officer)

### S.R. BATLIBOI & ASSOCIATES LLP

12<sup>th</sup> Floor "UB City" Canberra Block No.24, Vittal Mallya Road Bengaluru-560 001, India Tel: +91 80 6648 9000

Chartered Accountants

Independent Auditor's Report on Security Cover, Compliance with all Covenants and book value of assets as at September 30, 2022 pursuant to Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and SEBI Circular dated May 19, 2022 for submission to Catalyst Trusteeship Limited and IDBI Trusteeship Services Limited (the **'Debenture Trustee'**)

To The Board of Directors, VR Dakshin Private Limited (Formerly known as Sugam Vanijya Holdings Private Limited) VR Bengaluru, No. 11B, Survey No. 49/9, Dyvasandra Industrial Area, 2nd stage, K.R Puram, Bengaluru- 560048

- 1. This Report is issued in accordance with the terms of the service scope letter and master engagement agreement with VR Dakshin Private Limited (hereinafter the "Company").
- 2. We S.R. Batliboi & Associates LLP, Chartered Accountants, are the Statutory Auditors of the Company and have been requested by the Company to examine the accompanying Statement showing 'Security Cover as per the terms of Debenture Trust Deed and Compliance with Covenants and book value of assets for 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") as at September 30, 2022 (hereinafter the "Statement") which has been prepared by the Company from the unaudited financial results and other relevant records and documents maintained by the Company as at and for the period ended September 30, 2022 pursuant to the requirements of the Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and SEBI Circular dated May 19, 2022 on Revised format of Security Cover certificate, monitoring and revision in timelines (hereinafter the "SEBI Regulations and SEBI Circular"), and has been initialed by us for identification purpose only.

This Report is required by the Company for the purpose of submission with Catalyst Trusteeship Limited and IDBI Trusteeship Services Limited (hereinafter the "Debenture Trustees") of the Company to ensure compliance with the SEBI Regulations and SEBI Circular in respect of its Debentures having face value of Rs. 1 million in case of secured, rated listed & tradable redeemable non-convertible debentures (hereinafter referred to as "Secured bonds") and Rs. 10 million in case of listed & tradable redeemable non-convertible debentures (hereinafter referred to as "Unsecured NCD's"). The Company has entered into an agreement with the Debenture Trustees vide Bond Trust Deed dated December 03, 2018, first supplemental deed to the bond trust deed dated January 27, 2020 entered between the Company and Catalyst Trusteeship Limited and e-mail clarification obtained from the lenders dated February 06, 2023 ("DTD dated December 03, 2018") and Debenture Trust Deed dated January 28, 2015 entered between the Company and IDBI Trusteeship Services Limited ("DTD dated January 28, 2015") in respect of such Debentures.

Chartered Accountants

#### Management's Responsibility

- 3. The preparation of the Statement is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management of the Company is responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and SEBI Circular including maintenance of Security Cover as per the terms of Debenture Trust Deed. The management is also responsible for providing all relevant information to the Debenture Trustees and for complying with all the covenants as prescribed in the Debenture Trust Deed dated December 03, 2018 and DTD dated January 28, 2015 entered into between the Company and the Debenture Trustees ('Trust Deeds').

#### Auditor's Responsibility

- 5. It is our responsibility to provide a limited assurance and conclude as to whether the:
  - (a) Company has maintained hundred percent security cover or security cover as per the terms of the Debenture Trust deed; and
  - (b) Company is in compliance with all the covenants (including financial covenants) as mentioned in the Debenture Trust Deed as on September 30, 2022.
  - (c) Book values of assets as included in Column 'B' of Annexure I to the Statement are in agreement with the books of account underlying the unaudited financial results of the company as at September 30, 2022.
- 6. We have performed a limited review of the unaudited financial results of the Company for the half year ended September 30, 2022, prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified conclusion dated February 23, 2023. Our review of these financial results was conducted in accordance with the 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 ("ICAI").
- 7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
- 9. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.

#### S.R. BATLIBOI & ASSOCIATES LLP Chartered Accountants

- 10. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 5 above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, our procedures included the following in relation to the Statement:
  - Obtained and read the Debenture Trust Deeds pursuant to which Secured bonds and Unsecured a) NCD's respectively have been issued:
    - i. We noted that DTD dated December 03, 2018 pursuant to which Secured bonds have been issued, requires the company to maintain a minimum of 100% security cover at all times during the tenure of bonds in respect of outstanding bonds.
    - ii. We noted that DTD dated January 28, 2015 pursuant to which Unsecured NCD's have been issued, there is no requirement regarding maintenance of security cover as they were unsecured.
  - b) Obtained the Board approved unaudited financial results of the Company for the period ended September 30, 2022.
  - Traced and agreed the principal amount and the interest thereon of the Secured bonds c) outstanding as on September 30, 2022 to the Board approved unaudited financial results of the Company and the underlying books of account maintained by the Company as on September 30, 2022.
  - d) Obtained and read the list of Security cover in respect of Secured bonds outstanding as per the Statement. Traced the value of assets from the Statement to the unaudited financial results of the Company as on September 30, 2022 and books of account maintained by the Company as on September 30, 2022.
  - e) In relation to "Value of assets provided as security" used in the calculation of Security cover ratio in the Statement, we have traced the underlying components of the said amount to the unaudited financial results of the Company and books of account maintained by the Company as on September 30, 2022. As regards "Aggregate value of the LRD Property ("VR Chennai")", the management has considered the proportionate amount available to Secured Bonds in comparison with other loans/ borrowings having same LRD Property as security
  - f) Obtained the list of security created in the register of charges maintained by the Company and 'Form No. CHG-1' filed with Ministry of Corporate Affairs ('MCA'). Traced the value of charge created against Assets to the calculation of Security Cover in the Statement.
  - Obtained the list and value of assets placed under lien or encumbrance for the purpose of g) obtaining any other loan and determined that such assets are not included in the calculation of Security Cover in respect of Secured bonds.
  - Examined and verified the arithmetical accuracy of the computation of Security Cover in the h) accompanying Statement.

- i) Obtained the Security Cover as determined by the management and evaluated whether the listed entity is required to maintain hundred percent security cover or higher security cover required to be maintained as per Trust Deeds.
- j) With respect to compliance with covenants (including financial, affirmative, informative and negative covenants) included in the Statement, we have performed following procedures:
  - i. Obtained and verified the computation of Minimum Debt Service Coverage Ratio, Loan to Value Ratio and Net Operating Income as defined in the Statement. In relation to computation of Minimum Debt Service Coverage Ratio, Loan to Value Ratio and Net Operating Income we have traced the underlying components of the said amount to the unaudited financial results of the Company and books of account maintained by the Company as on September 30, 2022.
  - ii. In relation to "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 1, 2022 to March 31, 2022", used in the calculation of Minimum Debt Service Coverage Ratio, we have obtained the bank statements and traced the payments pertaining to principal and interest on loan and payments pertaining to redemption and interest on bonds for the period October 1, 2022 to March 31, 2022.
  - iii. In relation to "Valuation", used in the calculation of Loan to Value Ratio, we obtained valuation report as at June 30, 2022 dated August 11, 2022 issued by Cushman & Wakefield Private Limited pertaining to VR Chennai.
- k) With respect to covenants other than those mentioned in paragraph 10(j) above, the management has represented and confirmed that the Company has complied with all the other covenants including affirmative, informative, and negative covenants, as prescribed in the Debenture Trust Deed, as at September 30, 2022. We relied on the same and not performed any independent procedures in this regard.
- 1) Traced the book value of assets mentioned in Column 'B' of Annexure I to the Statement from the books of accounts of the company underlying the Board approved unaudited financial results as at September 30, 2022.
- m) Performed necessary inquiries with the Management and obtained necessary representations.

#### Conclusion

- 11. Based on the procedures performed by us, as referred to in paragraph 10 above and according to the information and explanations received and management representations obtained, nothing has come to our attention that causes us to believe that the:
  - a) Company has not maintained security cover as per the terms of the Debenture Trust deed;
  - b) Company is not in compliance with all the covenants (including financial covenants) as mentioned in the Debenture Trust Deed as on September 30, 2022.
  - c) Book values of assets as mentioned in Column 'B' of Annexure I to the Statement are not in agreement with the books of account underlying the unaudited financial results of the company as at September 30, 2022.

#### **Restriction on Use**

12. The Report has been issued at the request of the Company, solely in connection with the purpose mentioned in paragraph 2 above and to be submitted with the accompanying Statement to the Debenture Trustees and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this Report for events and circumstances occurring after the date of this report.

For S.R. Batliboi & Associates LLP **Chartered Accountants** ICAI Firm Registration Number:101049W/E300004



ADARSH RANKA Date: 2023.02.23 19:31:53 +05'30'

per Adarsh Ranka Partner Membership Number: 209567

UDIN: 23209567BGXVXL6477

Place of Signature: Bengaluru, India Date: February 23, 2023

#### (Formerly known as Sugam Vanijya Holdings Private Limited) Statement showing 'Asset Cover as per the terms of Debenture Trust Deed, Compliance with all Covenants and book value of assets as at September 30, 2022.

This statement contains details of maintenance of security/ asset cover, including compliance with all the covenants and books value of assets as at and for the half-year ended Septmeber 30, 2022 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 as amended and SEBI Circular dated May 19, 2022 on Revised format of security cover certificate, monitoring and revision in timelines (hereinafter 'SEBI Regulations' and "SEBI Circular") read with the Bond Trust Deed dated December 03, 2018, first supplemental deed to the bond trust deed dated January 27, 2020 entered between the Company and Catalyst Trusteeship Limited and email clarification obtained from lenders dated February 6, 2023 ("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. 1,675 fully secured, rated, listed, referred to as "Secured bods") 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

#### 1. 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:

Asset cover ratio =	Value of assets provided as security				
	Total outstanding nominal value of the Secured bonds and accrued but unpaid interest				

Asset cover ratio =

= 172.32%

B Value of assets provided as security as at September 30, 2022 is as under

(1	(Amount Rs. in millions)			
Particulars	Amount			
Aggregate value of the LRD Property ("VR Chennai")	6,753.25			
Cash & Bank Balances including fixed deposits	168.57			
Receivables	48.59			
Value of assets provided as security = (A)	6,970.41			

Total outstanding nominal value of the secured bonds and accrued but unpaid interest as at September 30, 2022 is as under

	s. in millions)	
Particulars	Amount	
3,050 fully secured, rated, listed, redeemable and non-convertible debentures (Series 1 bonds)	2,611.14	
1,675 fully secured, rated, listed, redeemable and non-convertible debentures (Series 2 bonds)	1,433.98	
Accrued but unpaid interest as at September 30, 2022		
Total outstanding nominal value of the secured bonds and accrued but unpaid	2	
Coupon = (B)	4,045.12	

Asset cover ratio as at September 30, 2022 as calculated above 172.32% 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, 2022

(Formerly known as Sugam Vanijya Holdings Private Limited)

### Statement showing 'Asset Cover as per the terms of Debenture Trust Deed , Compliance with all Covenants and book value of assets as at September 30, 2022.

of assets as a

#### B. Compliance with all the covenants

#### (a) Compliance with financial covenants

#### 1. Compliance with finacial covenants in respect of Secured Bonds as per DTD dated December 03, 2018

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:

#### I. Minimum Debt Service Coverage Ratio of 1.15

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

DSCR on any date

$$=$$
  $\frac{(A)}{(B)}$   $=$  1.49

(A) : Net Operating Income for the period April 01, 2022 to September 30, 2022 in relation to LRD property located in Chennai is calculated as under:

Particulars	Amount
Gross Lease Rentals, together with CAM Income	943.36
reduced by	-
- Statutory Expenses	(3.88)
- CAM Expense	(236.05)
- Property Tax	(27.27)
Net Operating Income for the period April 01, 2022 to September 30, 2022 = (A)	676.16

(B): Principal amount and interest paid on the loan and face value redeemed and interest paid on bonds for period i.e. October 1 2021 to March 31, 2022 is calculated as under:

(Amounts in	Rs. Million)
Particulars	Amount
Principal amount paid on the term loan taken from HDFC Bank for the period October 1 2021 to	50.27
Total interest paid on the term loan taken from HDFC Bank for the period October 1 2021 to March	56.63
Principal amount paid on the OD facility taken from Standard Chartered Bank for the period October 1 2021 to March 31, 2022	-
Total interest paid on the the OD facility taken from Standard Chartered Bank for the period October 1 2021 to March 31, 2022	6.46
Face value redeemed of the Series 1 bonds payable to Standard Chartered Bank for the period October 1 2021 to March 31, 2022	103.94
Total interest paid on the Series 1 bonds payable to Standard Chartered Bank for the period October 1 2021 to March 31, 2022	116.38
Face value redeemed of the Series 2 bonds payable to Deutsche Bank for the period October 1 2021 to March 31, 2022	57.08
Total interest paid on the Series 2 bonds payable to Deutsche Bank for the period October 1 2021 to March 31, 2022	63.79
Principal amount and interest paid on the loan and face value redeemed and interest paid on bonds for immediately preceding six months period i.e. October 1 2021 to March 31, 2022	454.55

Debt Service Coverage Ration as calculated above 1.32 times is more than the minimum DSCR of 1.15 times as specified in clause 2.1 of Schedule 3 of DTD dated December 03, 2018.



(Formerly known as Sugam Vanijya Holdings Private Limited)

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

of assets as at September 30, 2022.

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

#### the aggregate of outstanding principal amount payable on loans and outstanding face value neverble on the

Loan to Value Ratio	=	value payable on the secured bonds					
					Valuation		
Loan to Value Ratio	=	(A) (B)	=	28.43%			

(A) = Aggregate of outstanding principal amount payable on loans and outstanding face value payable on secured bonds as at September 30, 2022 is calculated as under

s in Rs. Million
Amount
1,353.1
234.4
2,611.14
1,433.9
5,632.65

#### (B) = Valuation

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

(Amounts	ounts in Rs. Million)		
Particulars	Amount		
Value of VR Chennai property situated in Chennai as reflected in the valuation report of a Loan valuer as at June 30, 2022 dated August 11, 2022	19,810.00		
Valuation = (B)	19,810.00		

Loan to Value Ratio as at September 30, 2022 as calculated above 28.43% is within the maximum limit of 57% as specified in clause 2.2 of schedule 3 of DTD dated December 03, 2018.

#### 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 2022 is Rs. 672.45 million.

Actual Net Operating Income is Rs. 676.16 million . Refer calculation under B(a)(1)(I)(A) above.

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#### (Formerly known as Sugam Vanijya Holdings Private Limited)

### Statement showing 'Asset Cover as per the terms of Debenture Trust Deed , Compliance with all Covenants and book value of assets as at September 30, 2022.

#### 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.

#### C. Book value of assets

The Financial information as at September 30, 2022 has been extracted from the books of accounts for the half year ended September 30, 2022 and other relevant records of the Company. Please refer Annexure I to the statement for details on book value of assets.

We confirm that the aforesaid information is true and correct.

For VR Dakshin Private Limited

Tariq Chinoy Director

Place: Mumabi, India Date: February 23, 2023

#### Annexure I to the Statement on book value of assets

Annexure I to the Statement	On DOOK Value	01 435015											(Amount R	s. in millions)
	A	В	С	D	E	F	G	Н	I	J	К	L	М	N
Particulars	Description	Exclusive	Exclusive	Pari- Passu	Pari- Passu	Pari- Passu	Assets not	Elimination	(Total B to	Rela	ïcate			
	of asset for	Charge	Charge	Charge	Charge	Charge	offered as	(amount in	H)					
	which this	Dabt fan arbiek	Other	Dahtfan	A anada a barrad	Other create	Security	negative)		Maulut	Commission	Maulut	Commission	Tetal
1	certificate	Debt for which this certificate	Other Secured	Debt for which this	Assets shared	Other assets on which		debt amount		Market Value for	Carrying	Market	Carrying	Total
1	relate	being issued	Debt	certificate	by pari passu debt holder	there is pari-		considered			/book value for exclusive	Value for Pari passu	value/book	Value(=J+K +L+M)
		being issued	Debt	being	(includes debt	Passu charge		more than once (due to		Assets charged on		charge	value for pari passu charge	+L+M)
				issued	for which this	(excluding		exclusive plus		Exclusive	charge assets where market		assets where	
				issucu	certificate is	items covered		pari passu		basis	value is not	Assets	market value is	
1				1	issued & other	in column E)		charge)		Dasis	ascertainable	Assets	not	
					debt with pari-	in column E)		charge)			or applicable		ascertainable	
					nassu charge)						(For Eg.		or applicable	
												Relating	to Column E	
400000		Book Value	Book Value	Ycs/No	Book Value	Book Value								
ASSETS Property, plant and equipment	VR Chennai	166.43	69.57				424.77		660.77	# 421.02				421.02
Capital work-in-progress	VIC Chemian	5.95	2.48				-0		8.43	# 421.02				5.95
(including Investment	VR Chennai	5.75	2.40				-0		0.45		5,95			5.75
property under construction)											5.75			
Investment property	VR Chennai	6,615.00	2,765.00				2,409.00		11,789.00	13,549.47				13,549,47
Other intangible assets									-					
Investments							0.01		0.01					
Loans							•							
Other financial assets							54.17		54.17					
Deferred tax assets (net)							-		260.05					
Income tax assets (net) Other non-current assets							360.85 195.48		360.85 195.48					
Trade receivables	VR Chennai	48,59	20.31				36.56		195.48		48,59			48,59
Inventories	VIC Chemiai	40.07	20.51				19.13		19.13		46.57			40.57
Cash and cash equivalents		11.03	4.61				45.75		61.39		11.03			11.03
		1000-001000					115.60		338.99		00-00-0-000000			157.54
Other bank balances	VR Chennai	157.54	65.85								157.54			
Other financial assets							236.91		236.91					
Others assets							61.84		61.84					
Total		7,004.54	2,927.82	-	-	-	3,960.07		13,892.43	13,970.49	223.11		-	14,193.59
LIABILITIES														
Debt securities to which this							1		5,398.23					
certificate pertains*		4,045.12	1,353.11						0,000.20	1 C C				
Other debt sharing pari-														
passu charge with above														
Other Debt			234.42						234.42					
Subordinated debt														
Borrowings														
Bank		not to be filled												
Debt Securities														
Others														
Trade payables														
Lease liabilities Provisions														
Others														
Total		4,045.12	1,587.53	-		-	-	-	5,632.65					
Exclusive security Cover on														
Book Value														
Cover on standalone basis									1.73					
Cover on Consolidated basis														
Exclusive security Cover on														
Market Value								ų.	3.51					
(On Consolidated basis) Cover on book value		1.73							3.31					
Cover on market value		3.51												
Sole on manet faint	1	5.51												

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\*includes Rs. Nil interest accrued/payable on secured Debt Securities as on September 30, 2022, # Includes certain capital advances with book value of Rs. 155 million

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