

## **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](http://www.vrbengaluru.com); Phone No. 080-67234313

To,  
The Manager,  
Listing Department,  
Debt Market,  
BSE Ltd,  
PJ Towers, Dalal Street,  
Mumbai – 400 001

Date: 30<sup>th</sup> June, 2021

Dear Sir/Ma'am,

**Reference: Sugam Vanijya Holdings Private Limited - Script Code: 951654, 958505, 958506**

**Subject: Submission of Standalone Audited Financial Results under regulation 52 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.**


Pursuant to Regulation 52 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 ("Listing Regulation"), we wish to inform you that the Board of Directors at its meeting held on 30<sup>th</sup> June, 2021 has approved the Audited Standalone Financial Results for the year 31<sup>st</sup> March, 2021.

Accordingly, we are enclosing the followings:

1. A copy of standalone Audited Financial Results of the Company for the year ended 31<sup>st</sup> March, 2021;
2. Audit Report on Standalone Financial Results of the Company for the year ended 31<sup>st</sup> March, 2021, issued by Statutory Auditors S.R. Batliboi & Associates LLP, Chartered Accountants;
3. Declaration pursuant to Regulation 52(3) of the Listing Regulations regarding audit reports with unmodified opinion for the standalone financial year ended 31<sup>st</sup> March, 2021;
4. Disclosures pursuant to Regulation 52(4) of the Listing Regulations; and
5. Statement pursuant to Regulation to Regulation 52(7) of the Listing Regulations;

The meeting of the Board of Directors commenced at 3:00 PM and concluded at 7:00 PM Kindly acknowledge the receipt of the same and make these available to the public at large.

Thanks & Regards,  
For **Sugam Vanijya Holdings Private Limited**



**Rajendra Pai**  
(Chief Financial Officer)  
Place: Bangalore

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Date: 30<sup>th</sup> June 2021

To,  
The Manager,  
Listing Department, Debt Market,  
BSE Ltd,  
PJ Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir/Ma'am,

**Reference: Sugam Vanijya Holdings Private Limited - Script Code: 951654, 958505, 958506**

**Subject: Declaration regarding Audit Report with Unmodified Opinion for the Financial Year ended 31<sup>st</sup> March, 2021 in pursuant to Regulation 52(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.**

Pursuant to the requirement of Regulation 52(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, as amended from time to time, we hereby declare that M/s S.R. Batliboi & Associates LLP, Chartered Accountants, Statutory Auditors of the Company have submitted the Audit Report with unmodified opinion for Audited Standalone Financial Results of the Company for the Financial year ended 31<sup>st</sup> March, 2021.

We request you to take the above on records.

Thanks & Regards,  
For **Sugam Vanijya Holdings Private Limited**



**Rajendra Pai**  
(Chief Financial Officer)  
Place: Bangalore

Statement of Audited Financial results for the Year Ended March 31, 2021

(Rs. in millions)					
a. Statement of profit and loss					
	Particulars	Current 6	Corresponding 6	Current year	Previous year
		months ended	months ended in	ended	ended
		31/03/2021	the previous year	31/03/2021	31/03/2020
		[Refer Note 8]	[Refer Note 8]	[Audited]	[Audited]
1	Income				
	Revenue from operations	908.87	1,227.87	1,155.90	2,479.75
	Other income	47.64	25.68	75.70	55.18
	<b>Total Income</b>	<b>956.51</b>	<b>1,253.55</b>	<b>1,231.60</b>	<b>2,534.93</b>
2	Expenses				
	Employee benefits expense	52.75	67.92	98.08	166.58
	Depreciation and amortization expense	208.41	201.88	414.40	400.13
	Finance costs	709.53	768.65	1,455.98	1,530.10
	Other expenses	335.07	543.88	580.10	1,017.24
	<b>Total Expenses</b>	<b>1,305.75</b>	<b>1,582.33</b>	<b>2,548.56</b>	<b>3,114.05</b>
3	Loss before exceptional items and tax (1-2)	(349.24)	(328.78)	(1,316.96)	(579.12)
4	Exceptional items (refer note 6)	-	220.18	-	220.18
5	Loss before tax (3-4)	(349.24)	(548.95)	(1,316.96)	(799.29)
6	Tax expense				
	(i) Current tax	-	-	-	-
	(ii) Deferred tax charge/(credit)	29.75	25.79	57.62	50.71
	<b>Total</b>	<b>29.75</b>	<b>25.79</b>	<b>57.62</b>	<b>50.71</b>
7	Loss for the year/period (5-6)	(378.99)	(574.74)	(1,374.59)	(850.00)
8	Other comprehensive income (net of tax expenses)	0.92	0.84	0.92	0.84
9	<b>Total comprehensive income for the year/period (7+8)</b>	<b>(378.07)</b>	<b>(573.90)</b>	<b>(1,373.67)</b>	<b>(849.16)</b>
10	Paid-up equity share capital (Face value per share - Rs. 10)	0.20	0.20	0.20	0.20
11	Paid-up debt capital (refer note 5)	14,054.38	14,100.56	14,054.38	14,100.56
12	Reserves and Surplus [included under Other Equity]	(2,521.97)	(1,148.30)	(2,521.97)	(1,148.30)
13	Earnings Per Share (EPS) - (in Rs.) (not annualised, face value Rs.10)				
	a) Basic	(17,312)	(26,253)	(62,789)	(38,826)
	b) Diluted	(17,312)	(26,253)	(62,789)	(38,826)
14	Debt equity ratio (refer note 5)	(5.57)	(12.28)	(5.57)	(12.28)
15	Debt service coverage ratio (DSCR) (refer note 5)	0.42	0.07	0.08	0.18
16	Interest service coverage ratio (ISCR) (refer note 5)	0.51	0.29	0.10	0.48

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

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b. Balance Sheet

(Rs. in millions)

Particulars		As at	As at
		31/03/2021	31/03/2020
		[Audited]	[Audited]
1	<b>ASSETS</b>		
	Non-current Assets		
	Property, plant and equipment	637.61	629.45
	Investment property	12,270.26	12,565.93
	Capital work-in-progress	1.58	25.39
	Financial Assets		
	Investments	0.01	0.01
	Other financial assets	69.55	64.69
	Assets for Current tax (net)	481.55	538.61
	Other non-current assets	196.21	221.27
	Sub total	13,656.77	14,045.35
	Current Assets		
	Inventories	17.86	20.57
	Financial assets		
	Loans	0.50	0.50
	Trade receivables	269.50	166.64
	Cash and cash equivalents	92.43	501.51
	Bank balances other than Cash and cash equivalents	312.48	339.59
	Other current financial assets	83.42	63.16
	Other current assets	36.34	36.01
	Sub total	812.53	1,127.97
	<b>Total Assets</b>	<b>14,469.29</b>	<b>15,173.33</b>
2	<b>EQUITY AND LIABILITIES</b>		
	Equity		
	Equity share capital	0.20	0.20
	Other equity	(2,521.97)	(1,148.30)
	Sub total	(2,521.77)	(1,148.10)
	<b>LIABILITIES</b>		
	Non-Current Liabilities		
	Financial liabilities		
	Borrowings	13,364.27	13,564.60
	Other non-current financial liabilities	1,264.56	846.02
	Deferred revenue	22.08	43.55
	Long term provisions	2.76	3.72
	Deferred tax liabilities (net)	404.40	346.45
	Sub total	15,058.06	14,804.34
	Current Liabilities		
	Financial liabilities		
	Borrowings	271.37	298.45
	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	239.78	184.16
	Other current financial liabilities	1,373.95	955.40
	Other current liabilities	23.71	35.45
	Deferred revenue	21.96	41.17
	Provisions	2.23	2.44
	Sub total	1,933.00	1,517.08
	<b>Total equity and liabilities</b>	<b>14,469.29</b>	<b>15,173.33</b>

Notes to the financial results for the year ended March 31, 2021

- 1 Sugam Vanijya Holdings Private Limited ('the Company' or 'Sugam') 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 audited financial results of the Company for the year ended March 31, 2021 have been reviewed and taken on record at the meeting of the Board of Directors of the Company held on June 30, 2021. The statutory auditors of the Company have audited the annual financial results of the Company for the year ended March 31, 2021.
- 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 / equity (Net worth)  
Equity (Net worth) = Equity share capital + Other equity (including retained earnings and securities premium)  
Paid up debt capital = Long term borrowings + current maturities of long term borrowings + short term borrowings.
  - b) Debt Service Coverage Ratio (DSCR) = Profit or loss before finance cost and tax expense / (Finance costs + Principal repayment)
  - c) Interest Service Coverage Ratio (ISCR) = Profit or loss from operations before finance cost and tax expense / Finance costs.
- 6 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 March 31, 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.

During the year ended March 31, 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 year and the underlying receivables after having regard to the Company's ongoing discussions with certain customers on best estimate basis. During the year ended March 31, 2020, an impairment loss of Rs. 220.18 million had been recognised in the statement of profit and loss, which represented the write-down value of certain property, plant and equipment to the recoverable amount as a result of the impact of COVID-19 pandemic.

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- 7 The financial results indicate that the Company has accumulated losses amounting to Rs. 2,521.97 million , its net worth has been fully eroded and current liability exceeds current assets by Rs. 1,120.48 million as at March 31, 2021.

These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and therefore the Company may be unable to realize its assets and discharge its liabilities. The financial results of the Company have been prepared on a 'Going Concern' basis, based on the letter of support from its Parent Company for a period of at least 1 year.

- 8 The figures for the half year ended March 31, 2021 and March 31, 2020 are the derived balancing figures between audited figures in respect of full financial year ended March 31, 2021 and March 31, 2020 respectively and the unaudited figures in respect of half year ended September 30, 2020 and September 30, 2019 (restated) respectively.
- 9 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.
- 10 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  
Sugam Vanijya Holdings Private Limited



Tariq Chinoy  
Director  
DIN: 08830666

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BHUSHAN

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Date: 2021.06.30  
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Amit Bhushan  
Director  
DIN: 01910476

Place : New Delhi, India  
Date : June 30, 2021

**Independent Auditor's Report On the Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended****To  
The Board of Directors of  
Sugam Vanijya Holdings Private Limited****Report on the audit of the Financial Results****Opinion**

We have audited the accompanying statement of financial results of Sugam Vanijya Holdings Private Limited (the "Company"), for the year March 31, 2021 ("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").

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

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2021.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter**

We draw to 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 opinion is not modified in respect of this matter.

We draw attention to Note 6 to the statement for the year ended March 31, 2021, which describes the management's evaluation of COVID-19 impact on the business operations and future cash flows of the Company and its consequential effects on the carrying value of its assets as at March 31, 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 opinion is not modified in respect of this matter.

**Management's Responsibilities for the Financial Results**

The Statement has been prepared on the basis of the annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibilities for the Audit of the Financial Results**

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

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

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



evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

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

### **Other matters**

Further, we report that the figures for the half year ended March 31, 2021 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2021 and the published unaudited figures for the half year ended September 30, 2020, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**ADARSH  
RANKA**

Digitally signed by

ADARSH RANKA

Date: 2021.06.30

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per Adarsh Ranka

Partner

Membership No.: 209567

UDIN: 21209567AAAAEK5913

Place: Bengaluru, India

Date: June 30, 2021

## **SUGAM VANIJYA HOLDINGS PRIVATE LIMITED**

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Website: [www.vrbengaluru.com](http://www.vrbengaluru.com); Phone No. 080-67234313

Date: 30<sup>th</sup> June 2021

To,  
The Manager,  
Listing Department, Debt Market,  
BSE Ltd,  
PJ Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir/Ma'am,

**Reference: Sugam Vanijya Holdings Private Limited - Script Code: 951654, 958505, 958506**

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

We wish to inform you that the proceeds raised from the issue of 448 Non-Convertible Debenture (NCDs) & 4725 Bonds 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 half year ended 31<sup>st</sup> March, 2021

We request you to take the above information on records.

Thanks & Regards,  
For **Sugam Vanijya Holdings Private Limited**



**Rajendra Pai**  
(Chief Financial Officer)  
Place: Bangalore