

June 23, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 526235

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.
Scrip Code: MERCATOR

Dear Sir/Madam,

Sub: Outcome of the meeting pertaining to declaration of Financial Results
Ref.: Audited Financial Results for quarter and financial year ended 31st March 2021 of
Mercator Limited which is currently undergoing Corporate Insolvency Resolution
Process (CIRP)

This is in continuation to our letter dated June 16, 2021. As you are aware, Mercator Limited (“the Company”) is currently undergoing Corporate Insolvency Resolution Process (“CIRP”) vide Hon’ble National Company Law Tribunal, Mumbai Bench order dated February 08, 2021 (“Order”), in terms of the provisions of Insolvency and Bankruptcy Code, 2016 (‘IBC’) and the regulations framed thereunder. Pursuant to the said order and the provisions of IBC, the powers of the Board of Directors have been suspended and such powers are vested in Mr. Girish Siriram Juneja, in the capacity of Resolution Professional (‘RP’).

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we wish to inform you that the Resolution Professional (RP) has today i.e., Wednesday, June 23, 2021, *inter alia* considered and taken on record the following matters:

1. Audited Standalone and Consolidated Financial Results of the Company for the quarter and financial year ended March 31, 2021. In terms of Regulation 33 of the Listing Regulations, we are enclosing herewith the copy of the following:
 - a. Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2021;
 - b. Statement of Assets and Liabilities as on March 31, 2021;
 - c. Cash Flow Statement as on March 31, 2021;
 - d. Independent Auditors’ Report on Audited Financial Results for the quarter and financial year ended March 31, 2021; and
 - e. Statement on Impact of Audit Qualification for the financial year ended March 31, 2021.
2. Resignation of Mr. Subhash Kishan Kandrapu, Practicing Company Secretary as Secretarial Auditors of the Company for F.Y.2020-21.
3. Appointment of M/s. Shalinder Kaur & Associates, Company Secretaries, as Secretarial Auditors of the Company for the F.Y.2020-21 in place of outgoing Secretarial Auditor.

It may be noted that these Audited Financial Results for the quarter and financial year ended March 31, 2021 also pertains to the period prior to the commencement of the CIRP and the appointment of the Resolution Professional (RP). These financial results have been signed by the RP while exercising the powers of the Board of Directors of the Company, which has been conferred upon him in terms of the provisions of Section 17 of the IBC. The RP has not conducted any independent verification of these financial results. The RP has signed these financial results in good faith, solely for the purpose of

MERCATOR LIMITED
(CIN : L63090MH1983PLC031418)

compliance and discharging his duty under the IBC. The RP has relied upon the assistance provided by the members of the Audit Committee in review of the financial results and certifications, representations and statements made by the senior officials/management personnel of the Company in relation to these Audited Financial Results. The Audited financial results have been approved and taken on record by the members of the Board of Directors. The RP has accordingly taken these financial results on record.

Further, this is to inform you that the Statutory Auditors of the Company have issued an Audit Report with qualified opinion on the Annual Audited Financial Results of the Company for the financial year ended March 31, 2021 in terms of Regulation 33(3)(d) of the Listing Regulations. An extract of the above mentioned results would be published in the newspapers in accordance with Regulation 47 of the Listing Regulations.

The Company has also made necessary arrangements to publish the extracts of the financial results in newspapers pursuant to the requirements as prescribed under the Listing Regulations.

Further, please be noted that the Company has switched over from 'mercator.in' to 'mercator.co.in' and accordingly, pursuant to Regulation 46 of the Listing Regulations relating to maintenance of website, we wish to inform you that the website of the Company has now been updated to www.mercator.co.in. The Company is in process of bringing in the effect of the same in the Letterheads of the Company. We hereby request you to kindly take the same on record.

The meeting commenced at 5:00 P.M. and concluded at 5: 30 P.M.

It may please be noted that there is a delay in filing the outcome of meeting to the Stock exchanges due to delay in electronic transmission of documents for signing of financial results due to network connectivity issues and additional technical glitches amid the Covid situations.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **Mercator Limited**



Rajendra Kothari
Chief Financial Officer

Encl: A/a

(Mercator Limited is under Corporate Insolvency Resolution Process vide Hon'ble National Company Law Tribunal, Mumbai Bench order dated February 08, 2021, in terms of the provisions of Insolvency and Bankruptcy Code, 2016 ('IBC') and the regulations framed thereunder. Pursuant to the said order and the provisions of IBC, the powers of the Board of Directors have been suspended and such powers are vested in Mr. Girish Siriram Juneja, in the capacity of Resolution Professional.)

Mercator Limited CIN NO : L63090MH1983PLC031418 Regd. Office: 83-87, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333 Statement of Assets and Liabilities As at March 31, 2021 (Rs. in crore)		
Particulars	Consolidated	
	As at 31-Mar-2021 (Audited)	As at 31-Mar-2020 (Audited)
A ASSETS:		
1 Non-current assets:		
a) Property, plant and equipment	283.64	331.67
b) Capital work in progress	2.75	3.18
c) Investment property	-	-
d) Other Intangible assets	0.03	0.04
e) Deferred Tax Assets	1.46	1.49
f) Financial assets		
i) Investments	-	-
ii) Loans	3.65	3.37
iii) Other financial assets	204.64	204.64
g) Other non-current assets	15.15	37.73
h) Income tax assets (net)	55.64	80.38
	566.96	662.50
2 Current assets:		
a) Inventories	8.92	9.48
b) Financial assets		
i) Investments	61.04	86.03
ii) Trade receivables	136.71	100.55
iii) Cash and cash equivalent	26.81	31.49
iv) Bank balances other than cash and cash equivalents	5.22	0.68
v) Loans	24.57	16.06
vi) Other financial assets	64.17	59.35
c) Other current assets	72.35	38.72
Non Current Assets classified as Asset Held for Sale	252.00	288.69
	651.79	631.05
TOTAL ASSETS	1,218.75	1,293.55
B EQUITY AND LIABILITIES:		
1 Equity:		
a) Equity share capital	30.25	30.25
b) Other equity	(1,399.30)	(1,088.45)
Non Controlling Interest	116.63	104.14
	(1,252.42)	(954.06)
2 Non-current liabilities:		
a) Financial liabilities		
i) Borrowings	-	-
ii) Other financial liabilities	16.93	35.04
b) Provisions	5.43	4.41
c) Deferred Tax Liability (Net)	-	-
	22.36	39.45
3 Current liabilities:		
a) Financial liabilities		
i) Borrowings	674.74	669.54
ii) Trade payables		
- total outstanding dues of micro enterprises and small enterprises	0.35	0.35
- total outstanding dues of creditors other than micro enterprises and small enterprises	148.13	185.63
iii) Other financial liabilities	1,532.23	1,279.81
b) Other current liabilities	93.16	72.64
c) Provision	0.20	0.19
	2,448.81	2,208.16
TOTAL LIABILITIES	2,471.17	2,247.61
TOTAL EQUITY AND LIABILITIES	1,218.75	1,293.55



For and on behalf of the board

H. K. Mittal
Director
(DIN: 00007690)

Powers of the board are suspended
from the Insolvency Commencement
Date

Rajendra Kothari
Chief Financial Officer

Taken on record by
Girish Juneja
Resolution Professional

Place: Mumbai
Date: June 23, 2021

Mercator Limited						
CIN NO : L63090MH1983PLCO31418						
Regd. Office: 83-87, Mittal Tower, B-wing, Nariman Point, Mumbai - 400 021.						
Tel: 022-66373333						
Audited Financial Results For Quarter and Year Ended March 31, 2021						
(Rs. in crore)						
Particulars		Consolidated				
		Quarter Ended			Year ended	Year ended
		31-Mar-21	31-Dec-20	31-Mar-20	31-Mar-21	31-Mar-20
		Refer Note No 24	Unaudited	Refer Note No 24	Audited	Audited
1	Income					
	(a) Revenue from operations	3.97	144.88	165.62	373.78	638.61
	(b) Other income	7.15	6.75	13.61	38.81	15.38
	Total Income	11.12	151.63	179.23	412.59	653.99
2	Expenses					
	(a) Cost of services rendered	6.02	109.55	129.84	289.73	468.05
	(b) Employee benefits expense	0.71	7.50	5.91	22.89	33.72
	(c) Finance costs (incl. penal interest)	80.73	74.99	72.21	290.79	260.75
	(d) Depreciation and amortisation	0.62	14.22	70.83	39.45	141.42
	(e) Impairment Losses (net of reversal, if any)	22.98	(0.19)	(265.50)	26.63	41.04
	(f) Loss on Sale / Discard of Property, Plant and Equipment	2.24	-	233.87	2.26	233.87
	(g) Other expenses	3.96	8.29	13.50	44.93	93.01
	(h) Loss on Fair Value of Investment	-	-	105.47	-	105.47
	(i) Provision for doubtful debts / advances (net)	(0.02)	0.02	20.95	-	20.95
	Total expenses	117.24	214.38	387.08	716.68	1,398.28
3	Profit/(loss) from operations before exceptional items and tax (1-2)	(106.12)	(62.75)	(207.85)	(304.09)	(744.29)
4	Exceptional items	-	-	(47.20)	-	(154.19)
5	Profit/(loss) before tax from Continuing Operations (3-4)	(106.12)	(62.75)	(255.05)	(304.09)	(898.48)
6	Tax expense					
	Current tax (including earlier year adjustment)	(9.44)	(2.58)	(0.86)	(15.58)	(11.18)
	Deferred tax (net)	-	-	0.13	-	0.13
7	Net profit/(loss) after tax from Continuing Operations (5 - 6)	(115.56)	(65.33)	(255.78)	(319.67)	(909.53)
	Discontinued Operation					
	Net profit/(loss) before tax from discontinued Operation	-	-	(0.06)	-	(2.93)
	Tax (expenses) / benefit of discontinued operation	-	-	-	-	-
8	Net profit/(loss) after tax from Discontinued Operation	-	-	(0.06)	-	(2.93)
9	Net profit/(loss) after tax	(115.56)	(65.33)	(255.84)	(319.67)	(912.46)
10	Items that will not be reclassified to statement of profit and loss					
	Remeasurement gains /(loss) of defined benefit plans	-	-	0.95	-	0.81
	Total Other comprehensive income /(loss)	-	-	0.95	-	0.81
11	Total comprehensive income /(loss) for the period/year (comprising profits and other comprehensive income for the period / year) (9+10)	(115.56)	(65.33)	(254.89)	(319.67)	(911.65)



12	Profit/(Loss) attributable to for the period (net of tax)					
	Owners of the company	(115.44)	(72.43)	(259.29)	(332.17)	(926.09)
	Non controlling interest	(0.12)	7.10	3.45	12.50	13.63
13	Other comprehensive income/(loss) for the year (net of tax)					
	Owners of the company	-	-	0.95		0.81
	Non controlling interest		-	-	-	-
14	Total Comprehensive Income/(Loss) for the period / year attributable to					
	Owners of the company	(115.44)	(72.43)	(258.34)	(332.17)	(925.28)
	Non controlling interest	(0.12)	7.10	3.45	12.50	13.63
15	Paid up equity share capital (FV of Re.1 per share)	30.25	30.25	30.25	30.25	30.25
16	Basic and Diluted earnings per equity share from continuing operation	(3.82)	(2.39)	(8.57)	(10.98)	(30.52)
17	Basic and Diluted earnings per equity share from discontinued operation	-	-	(0.00)		(0.10)
18	Basic and Diluted earnings per equity share from continuing and discontinued operation	(3.82)	(2.39)	(8.57)	(10.98)	(30.62)
19	Debenture Redemption Reserve*	NA			25.00	25.00
20	Capital Redemption Reserve*				40.00	40.00
21	Net Worth*				(1,483.65)	(1,151.49)
22	Debt equity ratio*				(1.28)	(1.69)
23	Debt service coverage ratio (DSCR)*				0.02	(0.70)
24	Interest service coverage ratio (ISCR)*				0.18	(0.75)
25	Paid up debt capital @*				126.45	126.45

*Information provided pursuant to Chapter V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

@Paid up Debt Capital represents Unrated, Unlisted, Secured, Redeemable Non-Convertible Debentures issued on private placement basis.

ISCR = Cash Profit Before Finance Cost/ Finance cost; Debt Equity Ratio = Total Borrowings/ Total Equity; DSCR = Cash Profit before finance cost/(Finance Cost + Principal Repayments (excluding prepayments & paid on account of



For and on behalf of the board

H. K Mittal

Director

(DIN: 00007690)

Powers of the board are suspended from the Insolvency Commencement Date

Rajendra Kothari

Chief Financial Officer

Taken on record by

Girish Juneja

Resolution Professional

Place: Mumbai

Date: June 23, 2021

Mercator Limited
Statement of Consolidated Cash Flow for the year ended 31st March, 2021

Particulars	(Rs. in crore)	
	Year Ended 31-Mar-2021	Year Ended 31-Mar-2020
A Cash Flow from Operating Activities		
Net Profit / (Loss) Before Tax - continuing business	(304.09)	(898.48)
Net Profit / (Loss) Before Tax - discontinued business	-	(2.93)
<i>Adjustment for:</i>		
Depreciation & Amortisation	39.45	141.42
Impairment of Assets - continuing operation	26.63	41.04
Provision for doubtful debts/advances	-	3.48
Finance Costs	290.79	260.75
(Profit)/Loss on fixed assets sold / discarded (net)	2.26	233.87
Other income on account of accrual written back	(10.15)	(4.76)
Recycled through other equity	21.33	(92.85)
Interest income	(0.29)	(1.82)
Exceptional Item	-	154.19
Bad Debts and other amounts written off/(back)	(5.00)	37.59
Notional Income on Corporate guarantee	-	-
Unrealised (gain) / loss on Fair Value of Investment	(0.09)	105.47
Unrealised foreign exchange (gain) / loss (Net)	(20.90)	3.16
Operating profit before working capital changes	39.95	(19.86)
<i>Adjustment for:</i>		
Decrease/(Increase) in Other Financial and Current Assets	22.51	32.37
Decrease/(Increase) in Inventories	0.56	5.72
Decrease/(Increase) in Trade Receivables	(36.16)	(33.04)
Decrease/(Increase) in Current Financial Assets - Loans	(12.19)	7.32
Decrease/(Increase) in Current Other Financial Assets	-	10.31
Decrease/(Increase) in Other current assets	(0.06)	27.13
(Decrease)/Increase in Other Financials and Current Liabilities	40.56	(8.02)
(Decrease)/Increase in Provisions	1.02	(1.53)
(Decrease)/Increase in Trade Payables	(29.45)	(32.27)
Net Cash from Operating Activities	26.74	(11.88)
Direct taxes paid (Net of refund)	8.08	(23.22)
Net Cash from Operating Activities	34.82	(35.10)
B Cash Flow from Investing Activities		
Purchase of fixed assets including capital work in progress	-	(45.88)
(Increase) / Decrease in Capital advances/Capital creditors	(1.96)	7.32
Loan realization from / (given) to Subsidiaries	-	-
Proceeds from Sale of Fixed Assets	6.93	262.13
(Increase) / Decrease in Current Intercompany deposits	-	-
(Purchase) / Sale of Investments	0.27	-
Bank deposits (Placed) / redeemed with banks (Net)	(4.54)	44.16
Interest Income	0.28	2.74
Net Cash from Investing Activities	0.98	270.47
C Cash Flow from Financing Activities		
Proceeds from Borrowings	7.71	250.96
Repayment of Borrowings	(4.43)	(335.85)
Changes in the Non-Controlling Interest	-	(0.01)
Interest paid (Refer Note 1 below)	(43.76)	(132.27)
Net Cash from Financing Activities	(40.48)	(217.17)
Net Increase / (decrease) in cash and cash equivalents (A + B + C)	(4.68)	18.20
Cash and Cash Equivalents as at beginning of the year	31.49	13.29
Add: Unrealised Foreign Exchange Fluctuation on cash and cash equivalents	-	-
Cash and Cash Equivalents as at end of the year	26.81	31.49

Note 1: Due to non availability of relevant information from the subsidiaries, cash flow disclosures have been prepared based on limited facts available and may not depict correct facts for certain reporting done.



[Signature]
For and on behalf of the board
H. K. Mittal
Director
(DIN: 00007690)

**Powers of the board are
suspended from the Insolvency
Commencement Date**

[Signature]
Rajendra Kothari
Chief Financial Officer

Taken on record by
Girish Juneja

Resolution Professional
Place: Mumbai
Date: June 23, 2021

<p style="text-align: center;">MERCATOR LIMITED CIN NO : L63090MH1983PLCO31418 Regd. Office: 3rd Floor, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333</p>					
<p style="text-align: center;">SEGMENTWISE CONSOLIDATED AUDITED FINANCIAL RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER AND YEAR ENDED 31 MARCH, 2021 (Rs in crore)</p>					
Particulars	Quarter Ended			Year Ended	Year Ended
	31-Mar-21	31-Dec-20	31-Mar-20	31-Mar-21	31-Mar-20
	Refer Note No 24	(Unaudited)	Refer Note No 24	(Audited)	(Audited)
1. Segment Revenue (net sale/income from each segment should be disclosed under this head)					
(a) Shipping	(1.45)	4.95	29.38	6.85	132.16
(b) Coal (Mining, Procurement and Logistics)	5.42	139.93	136.25	366.93	504.44
(c) Others	-	-	(0.01)	-	2.01
Net sales/Income From Operations	3.97	144.88	165.62	373.78	638.61
2. Segment Results Profit /(Loss) before tax from each segment					
(a) Shipping	0.47	(2.65)	25.44	6.97	(319.71)
(b) Coal (Mining, Procurement and Logistics)	(24.91)	13.89	(138.04)	0.88	(114.22)
(c) Others	(0.95)	1.00	(23.04)	(21.15)	(49.61)
Less: Interest	(80.73)	(74.99)	(72.21)	(290.79)	(260.75)
Less: Exceptional items	-	-	(47.20)	-	(154.19)
Total Profit / (Loss) Before Tax from Continuing Operations	(106.12)	(62.75)	(255.05)	(304.08)	(898.48)
Net profit/(loss) before tax from discontinued Operation	-	-	(0.06)	-	(2.93)
Total Profit / (Loss) Before Tax	(106.12)	(62.75)	(255.11)	(304.08)	(901.41)
3. Segment Assets					
(a) Shipping	226.62	243.23	250.36	226.62	250.36
(b) Coal (Mining, Procurement and Logistics)	527.87	547.73	524.85	527.87	524.85
Total Segment Assets	754.49	790.96	775.21	754.49	775.21
Unallocable Assets	464.18	466.51	508.46	464.18	508.46
Discontinued operation	0.08	0.08	9.88	0.08	9.88
Total Assets	1,218.75	1,257.55	1,293.55	1,218.75	1,293.55
4. Segment Liabilities					
(a) Shipping	1,315.04	1,268.30	1,161.70	1,315.04	1,161.70
(b) Coal (Mining, Procurement and Logistics)	391.58	386.16	370.15	391.58	370.15
Total Segment Liabilities	1,706.62	1,654.46	1,531.85	1,706.62	1,531.85
Unallocable Liabilities	764.39	748.08	705.56	764.39	705.56
Discontinued operation	0.16	0.41	10.20	0.16	10.20
Total Liabilities	2,471.17	2,402.95	2,247.61	2,471.17	2,247.61



For and on behalf of the board

[Signature]
J. K. Mittal

Director
(DIN: 00007690)

**Powers of the board are
suspended from the Insolvency
Commencement Date**

[Signature]

Rajendra Kothari

Chief Financial Officer

[Signature]

Taken on record by
Girish Juneja
Resolution Professional

Place: Mumbai
Date: June 23, 2021

MERCATOR LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIALS FOR THE QUARTER AND YEAR
ENDED MARCH 31, 2021

1. A Corporate Insolvency Resolution Process (CIRP) has been initiated against the Mercator Limited vide an order no. CP(IB) 4404/2019 dated February 08, 2021 of the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') under the provisions of the Insolvency and Bankruptcy Code, 2016 ('Code'). Pursuant to the order, the powers of the Board of Directors stand suspended and are vested with Mr. Girish Siriram Juneja, who had been appointed as Interim Resolution Professional (IRP) by the NCLT and later confirmed as a Resolution Professional (RP) by the Committee of Creditors (CoC).
2. The audited consolidated financial results of Mercator Limited (hereinafter referred as "the Company") for the quarter and year ended March 31, 2021 have been reviewed by the Audit Committee and approved at the meeting of the Board of Directors chaired by the Resolution Professional (RP) held on June 23, 2021. The said consolidated financial results of the Company have been prepared by the management of the Company and certified by the Director and Chief Financial Officer of the Company. The RP has relied upon the assistance provided by the members of the Audit Committee in review of the financial results and certifications, representations and statements made by senior officials/management personnel of the Company in relation to these financial results. The RP has not conducted any independent verification of these financial results.

Regulation 33(3)(b) of the SEBI LODR Regulations, 2015 provides that in case the listed entity has subsidiaries, in addition to the requirement at clause (a) of sub-regulation (3), the listed entity shall also submit quarterly/year-to-date consolidated financial results. There are 24 (Twenty-Four) subsidiaries of the Company. The responsibility towards preparation and presentation of subsidiary financials is that of the respective management, since the subsidiaries are separate legal entities. The RP has taken on record the said statement of Consolidated Financial results in good faith and only to the limited extent of compliance and discharging the powers of the Board of Directors of the Company which has been conferred upon him in terms of provisions of Section 17 of the Code.

3. The audited consolidated financial results of the Company have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("IND AS") prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016.
4. The Group has continued to follow the same accounting policies in preparation of financial results statement for the quarter and year ended March 31, 2021 as followed in the previous financial year ended March 31, 2020.
5. The Auditors have expressed an Adverse Opinion on these Financial Results basis the following:
 - i. **Going Concern**
The financial results of the Group have been prepared on a going concern basis by the management. The Group has incurred a net loss increasing its negative retained earnings as at 31st March, 2021, wherein assets are insufficient in comparison to liabilities thereby resulting in erosion of its Net-worth. The current liabilities substantially exceed the current assets and large sums of money are in dispute, which is not readily realisable. Further, the Company has disposed-off the substantial part of the Property, Plant and Equipment (PPE). As on March 31, 2021 the Company has only two non-operating dredgers at standalone level which have been arrested by operational creditors. It may be further noted that in consonance with the stipulations contained



in Section 14 of the Code, a moratorium has been declared in the aforesaid order passed by the Hon'ble NCLT, inter alia, prohibiting the following:

- (i) the institution of suits or continuation of pending suits or proceedings against the Corporate Debtor including execution of any judgement, decree or other in any court of law, tribunal, arbitration panel or other authority;
- (ii) transferring, encumbering, alienating or disposing of by the Corporate Debtor any of its assets or any legal right or beneficial interest therein;
- (iii) any action to foreclose, recover or enforce any security interest created by the Corporate Debtor in respect of its property including any action under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;
- (iv) the recovery of any property by an owner or lessor where such property is occupied by or in the possession of the Corporate Debtor.

The Company's ability to continue as a going concern is dependent upon many factors including continued support from the financial creditors, operational creditors and submission of a viable resolution plan by the prospective investor. Under the CIRP, a resolution plan needs to be presented to and approved by the COC and thereafter will need to be approved by the NCLT to keep the Company as a going concern. In view of the opinion of the Directors and KMPs, resolution and revival of the company is possible in the foreseeable future. Further the RP is required to make every endeavour to protect and preserve the value of the property of the corporate debtor and manage the operations of the corporate debtor as a going concern.

The management/RP of the Holding Company is of the view that they are making best efforts to achieve favourable order in ongoing litigations in order to protect the value of its assets and is making efforts to revive operations. As per rules and regulations of the Corporate Insolvency Resolution Process (CIRP) stipulated under the Insolvency and Bankruptcy Code, 2016, RP has invited Resolution Plans from the eligible Prospective Resolution Applicants (PRA). Further, the Company believes that the claims receivable for Rs.1,580 crore at the group level could, if realised, provide a reasonable sufficient opportunity for the repayment of loans from lenders and provide required resources for the development of business opportunities for the revival.

In view of the aforesaid details and pending outcome of the CIRP, the financial statements of the Company have been prepared on going concern basis.

Under IAS 10 an entity shall not prepare its financial statements on a going concern basis if management determines after the reporting period date either that it intends to liquidate the entity or to cease trading, or that it has no realistic alternative but to do so.

All operations have ceased In the case of Indian Subsidiaries of the Company other than Mercator Petroleum Ltd and Mercator Oil and Gas Limited, while the coal business continues to generate revenues, the Singapore High Court has ordered a Liquidation of MIPL which is the beneficial owner of the coal business through its step down subsidiaries. MCS holdings is also under liquidation. In all such cases, the management has not prepared the financial statements on a going concern. However, in view of non-availability of liquidation values of assets and liabilities of such subsidiaries, the same are not stated at fair values.

- ii. As per the Code, the RP shall receive, collate and admit all the claims submitted by the creditors of the Company. The RP has admitted certain claims of the creditors and is in the process of collating and verifying remaining claims, and shall account for the verified claims against the Company as per the provisions of IBC 2016. The impact of the admitted claims has been considered in the preparation of the standalone financial results as on March 31, 2021. Pending admission of the remaining claims received, the impact of such claims, if any, that may arise has not been considered in the preparation of the aforesaid standalone financial results as on March 31, 2021.



At the standalone level, Principal portion of loans from financial creditors in the books of the Corporate Debtor have been restated with the amounts admitted by RP as on ICD dates (Rs.920.49 crores). Total amount of claims towards principal dues of the financial creditors as on March 31, 2021 stand as under:

a.	Principal amount of Loans admitted by RP	920.49 crores
b.	Claims under verification by RP/Not filed	22.43 crores
	Total	942.92 crores*

*In addition, Contingent Claims arising out of Corporate Guarantee issued by the Company, has been admitted by RP for Bank of Baroda (Principal amount of Rs.95.29 crores plus Interest amount of Rs.37.17 crores aggregating to Rs.132.46 crores) and DBS Bank India Ltd. (Principal amount of Rs.21.66 crores and interest of Rs.2.08 crores aggregating to Rs.23.74 crores).

- iii. In terms of Regulation 33(3)(h) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, The listed entity shall ensure that, for the purposes of quarterly consolidated financial results, at least eighty percent of each of the consolidated revenue, assets and profits, respectively, shall have been subject to audit or in case of unaudited results, subjected to limited review. The status of consolidation of financial results of all subsidiaries of the Company is as under:
- (a) In view of initiation of Corporate Insolvency Resolution Process (CIRP) under Section 9 of the Insolvency and Bankruptcy Code, 2016 (IBC), as mentioned in clause 5 (v) (c) above, the financial statements of Mercator Petroleum Limited, one of the material subsidiary of the Company for the quarter and year ended March 31, 2021 have neither been certified by the management and IRP nor have been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available for the quarter and year ended March 31, 2021.
- (b) The financial statements of Mercator Oil and Gas Limited, another material subsidiary of the Company, have neither been certified by the management and IRP nor have been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available with the Holding Company for the quarter and year ended March 31, 2021.
- (c) The financial statements of Oorja Resources India Pvt. Ltd, Mercator Offshore Logistics Pvt. Ltd. and Offshore Transport Pvt. Ltd. have neither been certified by the management and IRP nor have been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available with the Holding Company for the quarter and year ended March 31, 2021.
- (d) Financials Statements of all Singapore subsidiaries and step down subsidiaries except Mercator International Pte Ltd. (MIPL) and MCS Holdings Pte Ltd. (MCS) have neither been certified by the management and IRP nor have been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available with the Holding Company for the quarter and year ended March 31, 2021.
- (e) MCS Holdings Pte. Ltd. (under Liquidation) is currently undergoing the liquidation process pursuant to an Order of the High Court of the Republic of Singapore dated April 16, 2021 and M/s Lim Soh Yen (NRIC No. S7672591H) and Lynn Ong Bee Ling Care (NRIC No. S7932085D) of Auctus Advisory Pte. Ltd. have been appointed as joint and several liquidators of MCS Holdings Pte. Ltd. The Financial Statements of MCS Holdings Pte Ltd. (MCS) have been certified by the management but have not been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available with the Holding Company for the quarter and year ended March 31, 2021.



(f) Mercator International Pte. Ltd. (under Liquidation) a material subsidiary of the Company at Singapore, currently under liquidation process pursuant to an Order of the High Court of the Republic of Singapore dated April 9, 2021 and M/s Lim Soh Yen (NRIC No. S7672591H) and Lynn Ong Bee Ling Care (NRIC No. S7932085D) of Auctus Advisory Pte. Ltd. have been appointed as joint and several liquidators of Mercator International Pte. Ltd. The Financial Statements of Mercator International Pte Ltd. (MIPL) have been certified by the management but have not been audited and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available with the Holding Company for the quarter and year ended March 31, 2021.

(g) Audited or management certified Financial Statements of all Indonesian subsidiaries (step down subsidiaries of MIPL) for the quarter and year ended March 31, 2021 have not been provided to the Parent Company and hence their financial statements available for the 9 months period ended December 31, 2020 have been considered for the purpose of preparation of Consolidated Financial Statements for the quarter and year ended March 31, 2021.

As none of the audited Financial Statement of the Subsidiaries were available as on March 31, 2021, the Company could not comply with the aforesaid regulations.

- iv. Finance cost amounting to Rs. 290.79 crore for the year ended March 31, 2021 (Rs. 80.73 crore for the quarter ended March 31, 2021) includes Rs. 101.03 crore towards penal interest levied by lender(s) on loans recalled / event of default, which includes Rs.14.77 crore debited during the quarter. Interest or any other charges has not been accrued in the books of accounts of Holding Company from the date of commencement of CIR process, i.e. 8th February, 2021 onwards, on account of moratorium under section 14 of Code.
- v. The Group has last carried out valuation of underlying investment in coal mining and logistic company situated in Indonesia for determining of fair valuation of these financial assets as per local regulations as on December 31, 2020. The Group had recognized reduction in fair value of such financial instrument amounting to Rs. 24.56 Crore (USD 3.34 Mn) in the quarter ended March 31, 2021. Such reduction was on account of account of sharp fall in coal prices, reduction in absolute realization of coal handling fees for one of major customer, cost of production and change in assumption of terminal value based on extension of mining license. The fair value as on March 31, 2021 can be substantially different in view of the valuation factors.
- vi. At standalone level, Non-Current Tax Assets as on March 31, 2021 amount to Rs. 54.83 crore includes Rs. 69.19 crore which has not been settled due to on-going tax assessment for various Assessment Years from AY 2003-04 to AY 2015-16 against which net tax demand of Rs. 63.18 crore has been received and contested by the Company. The management is taking steps to resolve the cases with the income tax department.
- vii. Due to non-availability of relevant information from the subsidiaries, cash flow disclosures have been prepared based on limited facts available and may not depict correct facts for certain reporting done.
- viii. Regarding Mercator Oil & Gas Limited ('MOGL'), a subsidiary:
 - a. MOGL was engaged in EPC project awarded by ONGC for conversion of their Mobile Offshore Drilling Unit (MODU) 'Sagar Samrat' into a Mobile Offshore Production Unit (MOPU). On September 25, 2018, MOGL received a notice of termination from ONGC for Sagar Samrat Conversion Project after completing almost 96% of the project. MOGL has since initiated arbitration proceedings against ONGC and appointed its Arbitrator and a Tribunal was formed. The proceedings are underway. In addition to above, based on the order of Hon'ble Bombay High Court dated July 29, 2019, ONGC had invoked Bank Guarantee amounting to Rs. 142.19 crore which had been accounted in the books of the accounts of MOGL in the previous year. Based on the progress of the arbitration proceedings and discussion with the legal counsel, the management is hopeful of a positive outcome in the claim of INR 1,925 crores



filed against ONGC. Accordingly, the Company has reversed 50% impairment of interest income (Rs.2.13 crores) and amount advanced to MOGL (Rs.0.69 crores) during the preceding three quarters of FY 2020-21 (other receivables) and made 50% impairment for the last quarter ended March 31, 2021, for an amount of Rs. 0.71 crore (Rs.2.84 crore in the year ended March 31, 2021) towards accrued interest on loan given to MOGL and Rs. 0.70 crores (Rs. 0.70 crore in the year ended March 31, 2021) towards amount advanced to MOGL. Further, one of the operational creditors has filed petition u/s 9 of IBC 2016 wherein the NCLT bench has kept the status as "Reserved for Order".

- b. A claim of Rs.1,925 crore (USD 262 Mn) has been made by the subsidiary company on ONGC. In the view of the management and based on legal advice, an estimated amount of INR 1274 crores (USD 173.36 Mn) could probably be awarded as payable to the Company. However, any impact of the settlement will be known only after completion of the ongoing arbitration proceedings.
 - c. MOGL has an ongoing dispute with its consortium partner M/s Gulf Piping Co Ltd (GPC) and based on an order of the Abu Dhabi Court a final liability of USD 5.7Mn (Rs.43.05 crore) along with interest at 5% interest p.a. is payable to them. MOGL has filed scheme of arrangement in NCLT for deferring payment of all creditors and has considered the same as a contingent liability.
- ix. Regarding Mercator Petroleum Limited (MPL), a subsidiary:
- a. In October, 2019, MPL has received notice of termination from the Ministry of Petroleum and Natural Gas (MOPNG) in compliance with Production Sharing Contract (PSC) for its non-operative oil Block (CB-3) and also has demanded costs and other dues to be determined as per terms and conditions of PSC. The subsidiary is confident of defending the amounts claimed by Directorate General of Hydrocarbon (DGH). In event of rejection of subsidiary's contention, estimated financial impact would be approx. Rs.35.80 Crore.
 - b. The Board of Directors has approved strategic sale of participating interest in oil block CB-ONN-205/9 (CB-9) of MPL. The subsidiary company has executed Farm in Farm Out agreement dated December 26, 2019 with a prospective buyer at a sale price of Rs.252 crore. The Group has accordingly considered the amount of Rs. 252 Crore under capital work in progress as an Asset Held for Sale. MPL has executed an amendment to the original Farm in Farm Out agreement dated December 26, 2019 for extension of the long stop date to October 31, 2020. The Company is hopeful of concluding the sale within the further extended timelines, if and whenever agreed with the prospective buyer.

The application for initiation of Corporate Insolvency Resolution Process (CIRP) under Section 9 of the Insolvency and Bankruptcy Code, 2016 (IBC) filed by an Operational Creditor before the National Company Law Tribunal (NCLT), Mumbai Bench against one of the material subsidiary of the Company, Mercator Petroleum Limited (MPL) was admitted vide the order of NCLT dated August 31, 2020 (Order). In terms of Section 17 of the IBC, the power of the Board of Directors stands suspended and all such powers stand vested in an Interim Resolution Professional (IRP) appointed vide the said Order who has taken charge under the directions of the Committee of Creditors. Further, in terms of stipulations contained in Section 14 of the Code, a moratorium has been declared vide the Order prohibiting certain stipulated actions. In terms of the update received from IRP, as a part of the Corporate Insolvency Resolution Process (CIRP), IRP had invited Resolution Plans from the eligible bidders. IRP had received a positive response. As part of the process, these Resolution Applicants have been carrying out the necessary due diligence.

- c. During the quarter ended March 31, 2021, the Company has provided additional impairment of Rs.1.17 crore (Rs.4.59 crore in the year ended March 31, 2021) towards accrued interest on loan to Mercator Petroleum Limited (MPL), Rs.0.47 crore (Rs.1.89 crore in the year ended March 31, 2021) towards interest accrued on 6% optionally convertible debentures issued by MPL and Rs. Nil (Rs. 3.49 crore in the year ended March 31, 2021) towards other receivables, on evaluating the developments.
- x. All of the directors on the Board of Directors of the Company are disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Companies Act, 2013.



- xi. Due to impediments created due to Covid lockdown, the Holding Company and some of its subsidiaries have been able to obtain selective confirmations from various debtors, loans and advances, from banks and others, current accounts from banks, trade and other payables. Accordingly, adjustments if any arising out of reconciliation with these parties is not readily available. The Company has carried out its internal assessment and provided/ written off/ back these receivables/ payables/ loans and advances.
- xii. Compliance under section 134 and 149 of Companies Act 2013:
- In case of MPL, Independent Director, Chief Financial Officer and Company secretary had resigned during the year ended March 31, 2020. The management has not filled the said vacancy until date of reporting.
 - In case of MOGL, Independent Director had resigned during the year ended March 31, 2020. The management has filled the said vacancy. Mr. Jagmohan Talan and Mrs. Ritu Vats were appointed as Additional Directors (Non-Executive & Independent) of the Company with effect from September 26, 2020. Further, Mr. H K Mittal resigned as a Director with effect from September 26, 2020 citing personal reasons.
6. MT Nerissa (the Vessel) was operated in a pool arrangement with Seawolf (Heidmar Pool). There was a delay in discharge of cargo at the two discharge ports of Qingdao and Tianjin of PRC. The cargo could finally be discharged only in April 2019. The delay in discharge of cargo at both the discharge port could give rise to potential cargo claim from the ultimate receiver which will ultimately fall back through the Pool on the Company. The Company's agreement with Pool is subject to the Hague-Visby Rules or the Hague Rules or the Hamburg Rules. The Rule provides a period of one year from the date of discharge within which claims can be made. The claim will be time barred unless proceedings have been started within 12 months from the date of discharge. The Company had estimated the claim to be in the range of Rs.9.88 Crore (USD 1,308,412) and being conservative management had provided for the same in earlier year. However, vide a settlement agreement dated August 12, 2020 all the parties have settled the claim at USD 50,000 (Rs.0.37 crores) which has been accounted as Other Income in the period ended September 30, 2020.
7. In case of a material step-down subsidiary of the Company, PT Karya Putra Borneo (KPB) - Operating Coal mines in Indonesia, a minority shareholder had raised a frivolous claim with respect to the entire shareholding of the said subsidiary Company. The subsidiary has received favourable orders from the relevant Courts in this matter and the formalities for restoring the shareholding in the public records is in process.
8. The Holding Company has an insurance claim amounting to Rs. 54.28 Crore, being the balance amount payable against a total loss claim (INR 225.29 crore) on a vessel pertaining to the year 2012-13, which has been considered fully recoverable by the management and is supported by a legal opinion.
9. During the year, the Company and its promoter director have entered into settlement agreement by way of a Memorandum of Understanding (MoU), to settle the dues with a lender with a principal liability of Rs.6 crore at an amount of Rs.1 crore. As per the terms of the agreement executed on June 18, 2020, the same have already been discharged by the promoter director of the Company, being the guarantor under the credit facility and the resultant gain of Rs.5 crore arising on extinguishment of liabilities to the Company has been accounted as 'Other Income' in the quarter ended June 30, 2020. The interest payable to the lender as on the date of execution of MoU amounting to Rs.2.44 crore has also been reversed in the quarter ended June 30, 2020.
10. In view of ongoing default in repayment of loans from Banks and Financial Institutions / Non-Banking Finance Companies in September 2018 and onwards, as on March 31, 2020, the managerial remuneration paid to a promoter director was in excess of the prescribed limits, to the extent of Rs.1.62 crore, as per Companies Amendment Act 2017 (effective from 12th September 2018). The excess pay-out had been reversed and the same was recoverable from him as on March 31, 2020. In view of the expert opinion



obtained by the Company, in the quarter ended June 30, 2020, the Company has adjusted entire amount recoverable against the payment made by the promoter director on behalf of the Company of Rs. 1 crore under the settlement agreement, stated in more detail in para 11 above, and amount of Rs. 0.62 crore towards other outstanding payables by the Company towards reimbursements.

11. During the previous year ended March 31, 2019, Credit Analysis & Research Limited (CARE) had downgraded the rating assigned to the Holding Company, MOGL and MPL for short term credit facilities from CARE A4 to CARE D, which was again revised on July 11, 2019 from CARE D to CARE D (ISSUER NOT COOPERATING).
12. One of the NBFC lender has invoked 2,55,00,000 No shares of promoters on July 2, 2020. The Company has consequently adjusted in its books the outstanding due in part amounting to Rs.3.95 crore.
13. Promoters and Promoter Groups have sold 9,31,725 No. of shares in the year ended March 31, 2021. This has brought down the shareholding of the promoters in the Company to 10.83% as on March 31, 2021.
14. The Holding Company had entered into settlement agreements with approval of NCLT with few operational creditors amounting to Rs.3.94 crore out of which only Rs.1.57 crore had been honoured and the balance commitment is yet to be discharged by the Company.
15. One of the vessels of the Company, "Prem Mala" was arrested and sale proceedings were initiated by Hon'ble High Court of Bombay during the year ended March 31, 2020. During the quarter ended June 30, 2020, the vessel was auctioned by the lender through court auction procedure. During the quarter ended September 30, 2020, New Mangalore Port Trust (NMPT) sold the beached dredger 'Bhagwati Prem' under e-auction by exercising the powers vested with NMPT under Section 42 of the Indian Ports Act, 1908 to recover their dues. During the quarter ended March 31, 2021, dredger 'Vivek Prem' was sold under court auction order of Hon'ble Gujarat High Court. Further, there are only two non-operational dredgers with the Company, which were fully impaired in previous year and are carried at realisable scrap value in the books of accounts. On account of this, there is no depreciation charge on PPE in the standalone financial statements for quarter and nine months ended March 31, 2021 with respect to PPE.
16. The office premise of the Company was charged to the lender of Mercator Petroleum Limited. On account of the possession notice received under Section 13 (4) of Securitization and Reconstruction of Financial Assets and read with Rule 8 of Enforcement of Security Interest (Second) Act, 2002, the symbolic possession of the office premises has been obtained by the said lender on September 9, 2020. The enforcement of security has been on account of default in repayment of debt by a material subsidiary of the Company.

As on the reporting date, only symbolic possession has been obtained and the Company continues to operate from the premises, hence the same continue to be categorised as property, plant and equipment of the Company and accordingly the depreciation for the period has been charged to the Statement of Profit & Loss. Necessary adjustments, if any, in the books of accounts will be done once the actual control over the office premises will be passed to the Bank.

17. One of the financial lenders of the Wholly Owned Foreign Subsidiary had recalled loan in the month of May 2019 and further to that, they have filed case in Singapore High Court for recovery of their outstanding dues. The said subsidiary is currently undergoing the liquidation process pursuant to an Order of the High Court of the Republic of Singapore dated April 9, 2021 and M/s Lim Soh Yen (NRIC No. S7672591H) and Lynn Ong Bee Ling Care (NRIC No. S7932085D) of Auctus Advisory Pte. Ltd. have been appointed as joint and several liquidators.
18. The Company Secretary of the Holding company had resigned dated July 23, 2019 and until date of reporting, said appointment is yet to be completed.
19. Pursuant to the requirement of Listing Regulation, the Group has not appointed one of the Independent Director of Holding Company on the board of the material subsidiaries incorporated in India and Outside



India. In case of PT Karya Putra Borneo, due to litigation and block of corporate profile, unless MoLHR allowed, such change of Constitutional Documents is not permitted.

20. During the year ended March 31, 2021, the management of respective companies have placed companies under voluntary liquidation and appointed liquidator under applicable laws as under –
- Mercator Energy Pte Ltd (the company is a plaintiff for case filed by ICICI bank Limited at Singapore being guarantor and company has informed to court for its voluntary liquidation. Final observation of High Court of Singapore on the same is pending).
 - Mercator Offshore (P) Pte Ltd (company has also withdrawn scheme of arrangement filed for payment of creditors linked with contingency outcome of SSCP arbitration)
 - Mercator Offshore Asset Holdings Pte Ltd
 - Marvel Value International Limited, British Virgin Island.
21. During the year, the Company has received letter from the National Stock Exchange of India Limited (“NSE”) citing non – compliance of the requirement of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires that the board of directors shall comprise of not less than six directors. The Company had then made submission to NSE stating that there were 5 directors on the Board of Company including a woman director. It was also informed that the strength of independent directors is more than the executive directors and the Company is making best efforts to be compliant of the regulation.

Ms. Ameeta Trehan, an Independent Woman Director on the Board of Directors of the Company, has resigned with effect from September 1, 2020, citing personal reasons. Mr. Jagmohan Talan, Mrs. Ritu Vats and Mrs. Sukhdarshan Singh Bedi were appointed as Additional Directors (Non-Executive & Independent) of the Company with effect from September 23, 2020 for a tenure of 5 years. Thereafter, Mr. Chetan Desai, Mr. M M Agrawal and Mr. Anil Khanna, Non-Executive Independent Directors of the Company resigned with effect from September 25, 2020, September 29, 2020 and October 1, 2020 respectively citing personal reasons/ill health.

Mrs. Ritu Vats has tendered her resignation vide email dated June 19, 2021 and Mr. Jagmohan Talan, tendered his resignation vide email dated June 21, 2021 as Independent Directors of the Company with effect from June 19, 2021 and June 21, 2021 respectively citing personal reasons. However, the company is currently undergoing the Corporate Insolvency Resolution Process and the acceptance of the resignations tendered by the directors is subject to the relevant provisions of the Insolvency and Bankruptcy Code, 2016.

Mr. Shalabh Mittal tendered his resignation vide email dated June 21, 2021 as Chief Executive Officer and Key Managerial Personnel of the Company with effect from June 21, 2021 citing personal reasons. However, the company is currently undergoing the Corporate Insolvency Resolution Process and the acceptance of the resignations tendered by the directors is subject to the relevant provisions of the Insolvency and Bankruptcy Code, 2016.

22. In previous year ended March 31, 2020, an overseas subsidiary passed a resolution approving the sale of VLCC vessel "Nerissa" held under Property, Plant & Equipment which is the only Cash Generating Unit (CGU) of the said subsidiary. Subsequently a Memorandum of Agreement (MOA) was signed with a buyer agreeing to sale price of USD 27.50 Mn (Net). Accordingly, the subsidiary had accounted for Impairment loss of Rs. 286.92 Crore on classification of the said asset as "Non-Current Asset held for sale" in previous year. The said impairment loss is included under "Net profit/(loss) before tax from discontinued operation" in the above results in the previous year (Rs. Nil in the year ended March 31, 2021).

The Company has presented the financial results of the said subsidiary as discontinued operation in accordance with IND AS -105 "Non-current Assets Held for Sale and Discontinued Operations".



23. The results for the quarter and year ended March 31, 2021 are available on the BSE Ltd website www.bseindia.com, National Stock Exchange of India Limited website www.nseindia.com and the Company's website www.mercator.co.in
24. The figures for the quarter ended March 31, 2021 and March 31, 2020 are balancing figure between audited figures in respect of full financial year and published year to date figure up to the third quarter of relevant financial year.
25. Figures of previous periods have been regrouped / reclassified wherever necessary to conform to current period classification.

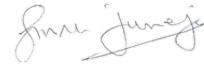
For **MERCATOR LIMITED**


H K MITTAL
Director



RAJENDRA KOTHARI
Chief Financial Officer

Taken on Record



Girish Siriram Juneja
Resolution Professional



(Powers of the Board are Suspended from the Insolvency Commencement Date)

Place: Mumbai

Date: June 23, 2021

Mercator Limited
CIN NO : L63090MH1983PLCO31418
Regd. Office: 83-87, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333
Statement of Assets and Liabilities as at 31st March 2021

(Rs. in crore)

Particulars		STANDALONE	
		As at 31-Mar-2021 (Audited)	As at 31-Mar-2020 (Audited)
A	ASSETS		
1	Non- Current Assets		
	(a) Property, Plant and Equipment	7.91	16.85
	(b) Financial assets		-
	(i) Investments	63.65	63.65
	(ii) Loans	1.61	1.40
	(iii) Other Financial Assets	0.03	0.03
	(c) Income Tax Assets (net)	54.83	75.58
	Total Non-Current Assets	128.03	157.51
2	Current Assets		
	(a) Financial Assets		-
	(i) Trade Receivables	41.78	45.95
	(ii) Cash and Cash Equivalents	1.51	0.86
	(iii) Bank Balances other than (ii) above	5.15	0.16
	(iv) Loans	123.72	120.19
	(v) Other Financial Assets	64.16	59.35
	(b) Other Current Assets	36.05	13.50
	Non Current Assets classified as Asset Held for Sale	-	36.68
	Total Current Assets	272.37	276.69
	TOTAL ASSETS	400.40	434.20
B	EQUITY AND LIABILITIES		
1	Equity		
	(a) Equity Share Capital	30.25	30.25
	(b) Other Equity	(1,014.64)	(801.51)
	Total Equity	(984.39)	(771.26)
2	Non - Current Liabilities		
	(a) Financial Liabilities		
	(i) Other Financial Liabilities	0.03	0.03
	Total Non-Current Liabilities	0.03	0.03
3	Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	225.36	219.57
	(ii) Trade Payables		
	- total outstanding dues of micro enterprises and small enterprises	0.35	0.35
	- total outstanding dues of creditors other than micro enterprises and small enterprises	43.11	47.70
	(iii) Other Financial Liabilities	1,106.12	927.50
	(b) Other Current Liabilities	9.63	10.12
	(c) Provisions	0.19	0.19
	Total Current Liabilities	1,384.76	1,205.43
	TOTAL EQUITY AND LIABILITIES	400.40	434.20



For and on behalf of the Board

H. K. Mittal
 Executive Chairman
 (DIN:00007690)

Rajendra Kothari
 Chief Financial Officer
**Powers of the board are suspended from
 the Insolvency Commencement Date**

Taken on record by
 Girish Juneja
 Resolution Professional

Place: Mumbai
 Date: June 23, 2021

Mercator Limited
CIN NO : L63090MH1983PLCO31418
Regd. Office: 83-87, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333
Audited Financial Results For Quarter and Year Ended March 31, 2021

(Rs. in crore)

Particulars	Standalone				
	Quarter Ended			Year Ended	
	31-Mar-21	31-Dec-20	31-Mar-20	31-Mar-21	31-Mar-20
	Refer Note No 23	Unaudited	Refer Note No 23	Audited	Audited
1 Income					
(a) Revenue from operations	(1.45)	4.95	29.38	6.85	132.16
(b) Other income	4.19	5.18	9.15	33.65	19.01
Total Income	2.74	10.13	38.53	40.50	151.17
2 Expenses					
(a) Cost of services rendered	1.95	8.57	9.16	14.78	94.85
(b) Employee benefits expense	0.20	0.64	0.84	2.88	9.23
(c) Finance costs	58.42	55.74	74.01	210.12	220.13
(d) Depreciation and amortisation	0.03	0.03	5.84	0.12	41.05
(e) Impairment Losses (net of reversals)	(2.32)	3.10	(265.50)	11.64	41.04
(f) Loss on Sale / Discard of Property, Plant and Equipment	2.24	-	233.43	2.26	233.43
(g) Other expenses	0.79	0.45	8.40	2.47	30.35
(h) Provision for doubtful debts / advances (net)	-	-	20.94	-	20.94
Total expenses	61.31	68.53	87.12	244.27	691.02
3 Profit/(loss) from operations before exceptional items and tax (1-2)	(58.57)	(58.40)	(48.59)	(203.77)	(539.85)
4 Exceptional items	-	-	(485.47)	-	(485.47)
5 Profit/(loss) before tax from Continuing Operations (3 - 4)	(58.57)	(58.40)	(534.06)	(203.77)	(1,025.32)
6 Tax expense					
Current tax (including earlier year adjustment)	(9.35)	-	3.45	(9.35)	(0.45)
Deferred tax (net)	-	-	-	-	-
7 Net profit/(loss) after tax from Continuing Operations (5 - 6)	(67.92)	(58.40)	(530.61)	(213.12)	(1,025.77)
Discontinued Operation					
Net profit/(loss) before tax from discontinued Operation	-	-	-	-	-
Tax (expenses) / benefit of discontinued operation	-	-	-	-	-
8 Net profit/(loss) after tax from Discontinued Operation					
9 Net profit/(loss) after tax	(67.92)	(58.40)	(530.61)	(213.12)	(1,025.77)
10 Items that will not be reclassified to statement of profit and loss					
Remeasurement gains /(loss) of defined benefit plans	-	-	0.77	-	0.63
Total Other comprehensive income /(loss)	-	-	0.77	-	0.63
11 Total comprehensive income /(loss) for the period/year (comprising profits and other comprehensive income for the period/year) (9+10)	(67.92)	(58.40)	(529.84)	(213.12)	(1,025.14)



12	Paid up equity share capital (FV of Re.1 per share)	30.25	30.25	30.25	30.25	30.25
13	Basic and Diluted earnings per equity share from continuing operation	(2.25)	(1.93)	(17.54)	(7.05)	(33.91)
14	Basic and Diluted earnings per equity share from discontinued operation	-	-	-	-	-
15	Basic and Diluted earnings per equity share from continuing and discontinued operation	(2.25)	(1.93)	(17.54)	(7.05)	(33.91)
16	Debenture Redemption Reserve*	NA			25.00	25.00
17	Capital Redemption Reserve*				40.00	40.00
18	Net Worth*				(1,093.42)	(880.30)
19	Debt equity ratio*				(0.98)	(1.25)
20	Debt service coverage ratio (DSCR)*				0.01	(0.93)
21	Interest service coverage ratio (ISCR)*				0.09	(1.08)
22	Paid up debt capital @*				126.45	126.45
*Information provided pursuant to Chapter V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.						
@Paid up Debt Capital represents Unrated, Unlisted, Secured, Redeemable Non-Convertible Debentures issued on private placement basis.						
ISCR = Cash Profit Before Finance Cost/ Finance cost; Debt Equity Ratio = Total Borrowings/ Total Equity; DSCR = Cash Profit before finance cost/(Finance Cost + Principal Repayments (excluding prepayments & paid on account of sale/invocation of asset/security) during the year)						



For and on behalf of the Board



H. K. Mittal
Executive Chairman
(DIN:00007690)



Rajendra Kothari
Chief Financial Officer

Powers of the board are suspended from the Insolvency Commencement Date



Taken on record by
Girish Juneja
Resolution Professional

Place: Mumbai
Date: June 23, 2021

<p style="text-align: center;">Mercator Limited CIN NO : L63090MH1983PLCO31418 Regd. Office: 83-87, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333 Statement of Cash Flow for the year ended March 31, 2021</p>		
(Rs. in crore)		
Particulars	STANDALONE	
	Year Ended 31-Mar-2021 Audited	Year Ended 31-Mar-2020 Audited
A Cash Flow from Operating Activities		
Net Profit / (Loss) before taxes	(203.77)	(1,025.32)
Adjustment for:		
Depreciation and Amortisation	0.12	41.05
Provision for doubtful debts/advances	-	38.00
Credit balances written back	(7.71)	(4.75)
Finance Costs	210.12	220.13
(Profit)/Loss on sale / discard of Property, Plant and Equipments (net)	2.26	233.43
Impairment of Investments and loans to subsidiaries (Exceptional items)	13.50	485.47
Impairment of Property, Plant and Equipments	(1.86)	41.04
Expenses related to sale of Fixed assets	3.14	-
Notional Income on Corporate guarantee	-	(0.07)
Interest income	(12.15)	(12.96)
Remeasurements of net defined benefit plans	-	0.63
Unrealised foreign exchange (gain) / loss (Net)	(13.39)	12.11
Operating profit before Working Capital changes	(9.74)	28.76
Adjustment for:		
Decrease/(Increase) in Inventories	-	3.74
Decrease/(Increase) in Other Financials and Current Assets	8.60	23.89
Decrease/(Increase) in Trade receivables	4.17	(4.93)
(Decrease)/Increase in Provisions	(0.00)	(1.58)
(Decrease)/Increase in Trade payables	(3.97)	(41.97)
(Decrease)/Increase in Other current liabilities	(1.49)	(12.51)
Net Cash from Operating Activities	(2.43)	(4.62)
Direct taxes paid (Net of refund)	10.29	12.84
Total cash from / (used in) operating activities	7.86	8.23
B Cash Flow from Investing Activities		
(Increase) / Decrease in Capital Advances/Capital creditors	(1.96)	2.47
Proceeds from Sale of Fixed Assets	6.00	81.52
Loan realisation from / (given) to Subsidiaries	(4.88)	4.05
(Purchase) / Sale of Investments	-	(1.67)
Bank deposits (Placed) / redeemed with banks (Net)	(5.00)	14.98
Interest Received	-	2.28
Net Cash from Investing Activities	(5.84)	103.63
C Cash Flow from Financing Activities		
Proceeds from Borrowings	3.06	79.18
Repayment of Borrowings	(4.43)	(139.70)
Interest paid	-	(57.90)
Net Cash from Financing Activities	(1.37)	(118.42)
Net Increase / (decrease) in cash and cash equivalents (A + B + C)	0.65	(6.56)
Cash and Cash Equivalents as at beginning of the year	0.86	7.42
Cash and Cash Equivalents as at end of the year	1.51	0.86



For and on behalf of the Board

H. K. Mittal
Executive Chairman
(DIN:00007690)

Rajendra Kothari
Chief Financial Officer
Powers of the board are suspended from the
Insolvency Commencement Date

Taken on record by
Girish Juneja
Resolution Professional

Place: Mumbai
Date: June 23, 2021

MERCATOR LIMITED
NOTES FORMING PART OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED
MARCH 31, 2021

1. A Corporate Insolvency Resolution Process (CIRP) has been initiated against the Company vide an order no. CP(IB) 4404/2019 dated February 08, 2021 of the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') under the provisions of the Insolvency and Bankruptcy Code, 2016 ('Code'). Pursuant to the order, the powers of the Board of Directors stand suspended and are vested with Mr. Girish Siriram Juneja, who had been appointed as Interim Resolution Professional (IRP) by the NCLT and later confirmed as a Resolution Professional (RP) by the Committee of Creditors (CoC).
2. The standalone financial results of Mercator Limited (hereinafter referred as "the Company") for the quarter and year ended March 31, 2021 have been reviewed by the Audit Committee and approved at the meeting of the Board of Directors chaired by the Resolution Professional (RP) held on June 23, 2021. The said standalone financial results of the Company have been prepared by the management of the Company and certified by the Director and Chief Financial Officer of the Company. The RP has relied upon the assistance provided by the members of the Audit Committee in review of the financial results and certifications, representations and statements made by Director of the Company in relation to these financial results. As authorised, Director and Chief Financial Officer of the Company have signed the financial statements and the RP has taken on record the said statement of financial results only to the limited extent of discharging the powers of the Board of Directors of the Company which has been conferred upon him in terms of provisions of Section 17 of the Code.
3. The financial results of the Company have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("IND AS") prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016.
4. The Auditors have expressed an Adverse Opinion on these Financial Results basis the following:

i. Going Concern

The financial results of the Company have been prepared on a going concern basis by the management. The company has incurred a net loss increasing its negative retained earnings as at 31st March, 2021, wherein assets are insufficient in comparison to liabilities thereby resulting in erosion of its Net-worth. Further, the Company had since disposed-off the substantial part of the Property, Plant and Equipment (PPE). As on March 31, 2021 the Company has only two non-operating dredgers which have been arrested by operational creditors. The current liabilities substantially exceed the current assets and large sums of money receivable are in dispute, which is not readily realisable. As referred to in point #1, a CIR process has been initiated by Hon'ble NCLT, Mumbai. It may be further noted that in consonance with the stipulations contained in Section 14 of the Code, a moratorium has been declared in the aforesaid order passed by the Hon'ble NCLT, inter alia, prohibiting the following:



- a. the institution of suits or continuation of pending suits or proceedings against the Corporate Debtor including execution of any judgement, decree or other in any court of law, tribunal, arbitration panel or other authority;
- b. transferring, encumbering, alienating or disposing of by the Corporate Debtor any of its assets or any legal right or beneficial interest therein;
- c. any action to foreclose, recover or enforce any security interest created by the Corporate Debtor in respect of its property including any action under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;
- d. the recovery of any property by an owner or lessor where such property is occupied by or in the possession of the Corporate Debtor.

The Company's ability to continue as a going concern is dependent upon many factors including continued support from the financial creditors, operational creditors and submission of a viable resolution plan by the prospective investor. Under the CIRP, a resolution plan needs to be presented to and approved by the COC and thereafter will need to be approved by the NCLT to keep the Company as a going concern. In view of the opinion of the Directors and KMPs, resolution and revival of the company is possible in the foreseeable future. Further the RP is required to make every endeavour to protect and preserve the value of the property of the corporate debtor and manage the operations of the corporate debtor as a going concern.

The management / RP is of the view that they are making best efforts to achieve favourable order in ongoing litigations in order to protect the value of its assets and is making efforts to revive operations. As per rules and regulations of the Corporate Insolvency Resolution Process (CIRP) stipulated under the Insolvency and Bankruptcy Code, 2016, RP has invited Resolution Plans from the eligible Prospective Resolution Applicants (PRA). Further, the Company believes that the claims receivable for Rs.1,580 crore at the group level could, if realised, provide a reasonable sufficient opportunity for the repayment of loans from lenders and provide required resources for the development of business opportunities for the revival.

In view of the aforesaid details and pending outcome of the CIRP, the financial statements of the Company have been prepared on going concern basis.

- ii. As per the Code, the RP has to receive, collate and admit all the claims submitted by the creditors of the Company. Such claims can be submitted to the RP during the CIRP, till the approval of a resolution plan by the COC. The RP is still in the process of collating and verifying such claims, as and when they are received, and shall subsequently admit such verified claims against the Company as per the Code. Pending admission of the claims received, the impact of such claims, if any, that may arise has not been considered in the preparation of the audited financial statements.

Principal portion of loans from financial creditors in the books of the Corporate Debtor have been restated with the amounts admitted by RP as on Insolvency Commencement Date ("ICD date") (Rs.920.49 crore). Total amount of claims towards principal dues of the financial creditors as on March 31, 2021 stand as under:

a.	Principal amount of Loans admitted by RP	920.49 crore
b.	Claims under verification by RP/Not filed	22.43 crore



	Total	942.92 crore*
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*In addition, Contingent Claims arising out of Corporate Guarantee issued by the Company, has been admitted by RP for Bank of Baroda (Principal amount of Rs.95.29 crores plus Interest amount of Rs.37.17 crore aggregating to Rs. 132.46 crore) and DBS Bank India Ltd. (Principal amount of Rs. 21.66 crore and interest of Rs. 2.08 crore aggregating to Rs. 23.74 crore).

- iii. Finance cost amounting to Rs. 210.12 crore for the year ended March 31, 2021 (Rs.58.42 crore for the quarter ended March 31, 2021) includes Rs. 101.03 crore towards penal interest levied by lender(s) on loans recalled / event of default, which includes Rs.14.77 crore debited during the quarter. Interest or any other charges has not been accrued in the books of accounts from the date of commencement of CIR process, i.e. 8th February, 2021 onwards, on account of moratorium under section 14 of Code.
- iv. The Company had impaired investment amounting to USD 56.55 million in Non-Cumulative Redeemable Preference Shares (NCRPS) of its wholly owned subsidiary Mercator International Pte Ltd, Singapore (MIPL) in previous year. The step-down Subsidiary Company had last carried out valuation of coal business taking cut-off date December 31, 2020 for the purpose local reporting requirement and the same has been considered for financial reporting as on March 31, 2021 as well. However, due to on-going events such as commencement of liquidation proceedings in Mercator International Pte. Ltd (MIPL), Singapore with effect from April 9, 2021 and non-availability of audited financial statements of step down coal subsidiaries at Indonesia for the quarter and year ended March 31, 2021, any impact on the valuation is not known as on the date. The coal business is housed in companies which are a subsidiary of MIPL and given the fact that a liquidation has been ordered in case of MIPL by the High Court of the Republic of Singapore, the coal business will be monetized by the liquidator of MIPL or the receiver appointed by the financial creditor with whom the shares of the subsidiary owning the coal business have been pledged, as the case may be. The residual value, if any, after settling the debts of the financial and other creditors would be available for redemption of the NCRPS of MIPL held by Mercator Limited.
- v. Non-Current Tax Assets as on March 31, 2021 amount to Rs. 54.83 crore includes Rs. 69.19 crore which has not been settled due to on-going tax assessment for various Assessment Years from AY 2003-04 to AY 2015-16 against which net tax demand of Rs. 63.18 crore has been received and contested by the Company. The management is taking steps to resolve the cases with the income tax department.
- vi. Mercator Oil & Gas Limited ('MOGL'), a subsidiary of the Company was engaged in EPC project awarded by ONGC for conversion of their Mobile Offshore Drilling Unit (MODU) 'Sagar Samrat' into a Mobile Offshore Production Unit (MOPU). On September 25, 2018, MOGL received a notice of termination from ONGC for Sagar Samrat Conversion Project after completing almost 96% of the project work. MOGL has since initiated arbitration proceedings against ONGC and appointed its Arbitrator and a Tribunal was formed. The proceedings are underway. In addition to above, based on the order of Hon'ble Bombay High Court dated July 29, 2019, ONGC had invoked Bank Guarantee amounting to Rs.142.19 crore which had been accounted in the books of the accounts of MOGL in the quarter ended June 30, 2019. Based on the progress of the arbitration proceedings and discussion with the legal counsel, the management is hopeful of a positive outcome in the claim of INR 1,925 crore filed against ONGC. Accordingly, the Company has reversed 50% impairment of interest income (Rs. 2.13 crore) and amount advanced to MOGL (Rs. 0.69 crore) during the preceding three quarters of FY 2020-21 and



made 50% impairment for the last quarter ended March 31, 2021, for an amount of Rs. 0.71 crore (Rs. 2.84 crore in the year ended March 31, 2021) towards accrued interest on loan given to MOGL and Rs. 0.70 crore (Rs. 0.70 crore in the year ended March 31, 2021) towards amount advanced to MOGL. Out of the total outstanding loan given to Mercator Oil & Gas Ltd. of Rs. 92.78 crore, unimpaired amount as on March 31, 2021 is Rs. 57.08 crore after considering a provision for impairment of Rs. 35.70 crore. Further, one of the operational creditors has filed petition u/s 9 of IBC 2016 wherein the NCLT bench has kept the status as "Reserved for Order".

A claim of Rs. 1,925 crore (USD 262 Mn) has been made by the subsidiary company on ONGC. In the view of the management and based on legal advice, an estimated amount of INR 1274 crore (USD 173.36 Mn) could probably be awarded as payable to the Company. However, any impact of the settlement will be known only after completion of the ongoing arbitration proceedings.

- vii. The Company has receivable towards loan given of Rs. 114.26 crore (including debentures issued to it) to Mercator Petroleum Limited (MPL) as on March 31, 2021, against which impairment of Rs. 16.02 crore has been created and balance outstanding as on March 31, 2021 is Rs. 98.24 crore. During the quarter ended March 31, 2021, the Company has provided additional impairment of Rs. 1.17 crore (Rs. 4.59 crore in the year ended March 31, 2021) towards accrued interest on loan to Mercator Petroleum Limited (MPL), Rs. 0.47 crore (Rs. 1.89 crore in the year ended March 31, 2021) towards interest accrued on 6% optionally convertible debentures issued by MPL and Rs. Nil (Rs. 3.49 crore in the year ended March 31, 2021) towards amount advanced to MPL (other receivables), on evaluating the following criteria –
- In October, 2019, MPL has received notice of termination from the Ministry of Petroleum and Natural Gas (MOPNG) in compliance with Production Sharing Contract (PSC) for its non-operative oil Block (CB-3) and also has demanded costs and other dues to be determined as per terms and conditions of PSC. The management of MPL and the Company is confident of defending the amounts claimed by Directorate General of Hydrocarbon (DGH). In event of rejection of subsidiary's contention, estimated financial impact on the Company would be approx. Rs.35.80 crore.
 - The application for initiation of Corporate Insolvency Resolution Process (CIRP) under Section 9 of the Insolvency and Bankruptcy Code, 2016 (IBC) filed by an Operational Creditor before the National Company Law Tribunal (NCLT), Mumbai Bench against one of the material subsidiary of the Company, Mercator Petroleum Limited (MPL) was admitted vide the order of NCLT dated August 31, 2020 (Order). In terms of Section 17 of the IBC, the power of the Board of Directors stands suspended and all such powers stand vested in an Interim Resolution Professional (IRP) appointed vide the said Order who has taken charge under the directions of the Committee of Creditors. Further, in terms of stipulations contained in Section 14 of the Code, a moratorium has been declared vide the Order prohibiting certain stipulated actions. In terms of the update received from IRP, as a part of the Corporate Insolvency Resolution Process (CIRP), IRP had invited Resolution Plans from the eligible bidders. IRP had received a positive response. As part of the process, the Resolution Applicants have been carrying out the necessary due diligence.
 - The Board of Directors has approved strategic sale of participating interest in oil block CB-ONN-205/9 (CB-9) of MPL. The subsidiary company has executed Farm in Farm Out



agreement dated December 26, 2019 with a prospective buyer at a sale price of Rs.252 crore. MPL has executed an amendment to the original Farm in Farm Out agreement dated December 26, 2019 for extension of the long stop date to October 31, 2020. The Company is hopeful of concluding the sale within the further extended timelines, if and whenever agreed with the prospective buyer.

- viii. Non – receipt of Audited or management certified Financial Statements from subsidiaries (Step – down subsidiaries)

Indian Subsidiaries –

The financial statements of MPL have neither been audited nor have been certified by the management or IRP and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available for the quarter and year ended March 31, 2021. .

The financial statements of MOGL have neither been audited nor have been certified by the management and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available for the quarter and year ended March 31, 2021.

The financial statements of Oorja Resources India Pvt. Ltd, Mercator Offshore Logistics Pvt. Ltd. and Offshore Transport Pvt. Ltd. have neither been audited nor have been certified by the respective management and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available for the quarter and year ended March 31, 2021..

Overseas Subsidiaries –

Financials Statements of all Singapore subsidiaries and step down subsidiaries except Mercator International Pte Ltd. (MIPL) and MCS Holdings Pte Ltd. (MCS) have neither been audited nor have been certified by the management and the same have been considered for the purpose of preparation of Consolidated Financial Statements basis the financial information available for the quarter and year ended March 31, 2021. Standalone Financial Statements of MIPL (which is under liquidation) and MCS (under Liquidation) have been certified by the management, however the same have not been audited. These unaudited Financial Statements have been considered for the purpose of preparation of Consolidated Financial Statements for the quarter and year ended March 31, 2021.

Audited or management certified Financial Statements of all Indonesian subsidiaries (step down subsidiaries of MIPL) for the quarter and year ended March 31, 2021 have not been provided to the Parent Company and hence their financial statements available for the 9 months period ended December 31, 2020 have been considered for the purpose of preparation of Consolidated Financial Statements for the quarter and year ended March 31, 2021.

- ix. The Company has been able to obtain only a few confirmations from various debtors, loans and advances from banks and others, current accounts from banks, trade and other payables on account of ongoing lockdown situation resulting from the Covid-19 pandemic. Accordingly,



adjustments if any arising out of reconciliation with these parties is not readily available. The Company has carried out its internal assessment and accordingly provided/ written off/ back certain receivables/ payables/ loans and advances.

- x. All of the directors on the Board of Directors of the Company are disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Companies Act, 2013.
5. In case of a material step-down subsidiary of the Company, PT Karya Putra Borneo (KPB) - Operating Coal mines in Indonesia, a minority shareholder had raised a frivolous claim with respect to the entire /shareholding of the said subsidiary Company. The subsidiary has received favourable orders from the relevant Courts in this matter and the formalities for restoring the shareholding in the public records is in process. This step-down subsidiary is held through MIPL, which has been substantially impaired in the books of accounts
6. During the previous year ended March 31, 2020, the subsidiary companies namely Mercator Oil and Gas Limited (MOGL) and Mercator Petroleum Limited (MPL) had approached the Company for seeking waiver in charging interest on loan and debenture outstanding in respective companies on account of contingencies in case of arbitration claim of ONGC and delayed realisation and completion of sale of oil blocks respectively. Based on approval by the Board of Directors of the Company and subsequent approval of members of the Company accorded in its annual general meeting held on December 29, 2020, under Section 186 and other applicable provisions of the Companies Act, 2013 and all other applicable laws and regulations, the modification/variation in the terms of loans has been as under:
- (i) The repayment of loans to MOGL and MPL along with accrued interest thereon, have an extended bullet repayment due date of on or before 30th June 2022. All other terms and conditions of the loans remain unchanged;
 - (ii) The accrued interest on 6% Optionally Convertible Debentures issued by MPL in various tranches have an extended bullet repayment due date of on or before 30th June 2022. All other terms and conditions of the 6% Optionally Convertible Debentures including due date of redemption remain unchanged;
 - (iii) The board and shareholders have approved that the defaults by MOGL and MPL in repayment of loans along with accrued interest thereon and default by MPL in payment of accrued interest on 6% Optionally Convertible Debentures as on 31st March 2020 and thereafter should not be considered and recognized as an event of default (EOD) and communication with respect to recognition of EOD, if any, made in the past in this regard is waived.

The Company continues to maintain its claim of interest and hence has accounted for interest from its subsidiaries amounting to Rs. 3.07 crore during the quarter ended March 31, 2021 (Rs. 12.15 crore for the year ended March 31, 2021) and consequently impaired amounting to Rs. 0.23 crore (Rs.9.32 crore for the year ended March 31, 2021), net of reversal, based on the assessment of the financial position of the subsidiaries.



7. The outbreak of Coronavirus (COVID-19) pandemic disrupted the Operations of the Company since end March, 2020. The Government of India ordered a nationwide lockdown to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities. The Company had adopted measures to curb the spread of infection in order to protect the health of its employees and ensure business continuity with maintaining social distancing, sanitization of work spaces etc. The extent and duration of COVID-19 is currently unknown and depends on future developments that are uncertain. Any resultant outcome and impact on business, due to this is unpredictable. In assessing the recoverability of Company's assets such as Investment, Loans and other receivables, the management has used internal and external source of information up to the date of approval of these financial results. Given the uncertainties, the impact of COVID-19 may be different from that estimated as at the date of approval of these financial results, and the Company will continue to closely monitor the developments.
8. The Company has an insurance claim amounting to Rs. 54.28 Crore, being the balance amount payable against a total loss claim (INR 225.29 crore) on a vessel pertaining to the year 2012-13, which has been considered fully recoverable by the management and is supported by a legal opinion.
9. Revenue from dredging business during the quarter ended March 31, 2021 represents reversal of unbilled revenue accounted in previous quarter due to cancellation of certain contract with retrospective effect.
10. During the year, the Company and its promoter director have entered into settlement agreement by way of a Memorandum of Understanding (MoU), to settle the dues with a lender with a principal liability of Rs.6 crore at an amount of Rs.1 crore. As per the terms of the agreement executed on June 18, 2020, the same have already been discharged by the promoter director of the Company, being the guarantor under the credit facility and the resultant gain of Rs.5 crore arising on extinguishment of liabilities to the company has been accounted as 'Other Income' in the quarter ended June 30, 2020. The interest payable to the lender as on the date of execution of MoU amounting to Rs. 2.44 Crore has also been reversed in the quarter ended June 30, 2020.
11. In view of ongoing default in repayment of loans from Banks and Financial Institutions / Non-Banking Finance Companies in September 2018 and onwards, as on March 31, 2020 the managerial remuneration paid to a promoter director was in excess of the prescribed limits, to the extent of Rs.1.62 crore, as per Companies Amendment Act 2017 (effective from 12th September 2018). The excess pay out had been reversed and the same was recoverable from him as on March 31, 2020. In view of the expert opinion obtained by the Company, in the quarter ended June 30, 2020, the Company has adjusted entire amount recoverable against the payment made by the promoter director on behalf of the Company of Rs. 1 crore under the settlement agreement, stated in more detail in para 10 above, and amount of Rs. 0.62 crore towards other outstanding payables by the Company towards reimbursements.
12. During the year ended March 31, 2019, Credit Analysis & Research Limited (CARE) had downgraded the rating assigned to the Company for short term credit facilities from CARE A4 to CARE D, which was again revised on July 11, 2019 from CARE D to CARE D (ISSUER NOT COOPERATING).



13. 12% Secured Non-Convertible Debentures (NCD), issued on March 27, 2018 are unrated, unlisted and are secured by way of first pari-passu charge on the Company's specific assets and collaterally by pledge of the shares of one of its subsidiary & step - down subsidiary Company, pari-passu charge on assets of subsidiary company and personal guarantee of key managerial personal. These are redeemable at a premium of 5% (for first 2 years) and 7% for remaining period on accrual basis.

Sr No	Particulars	As at March 31, 2021	As at March 31, 2020
1	Previous due date for payment of Interest on Non – Convertible Debentures (NCD)	30-Mar-2021	30-Mar-2020
2	Previous due date for repayment of Principal of NCD	31-Dec-2020#	NA
3	Next due date and amount for payment of Interest on NCD	30-Jun-2021#	30-Jun-2020#
4	Next due date and amount for the repayment of Principal of NCD	30-Jun-2021#	30-Jun-2020#

#As per original schedule specified under Debenture Trust Deed.

Debenture trustee has issued letter dated October 01, 2019 with retrospective effect of event of default since October 04, 2018 (i.e. external credit rating downgrade).

14. One of the NBFC lender has invoked 2,55,00,000 No. of shares of promoters on July 2, 2020. The Company has consequently adjusted in its books the outstanding due in part amounting to Rs.3.95 crore.
15. Promoters and Promoter Groups have sold 9,31,725 No. of shares during the period ended March 31, 2021. This has brought down the shareholding of the promoters in the Company to 10.83% as on March 31, 2021.
16. One of the vessels of the Company, "Prem Mala" was arrested and sale proceedings were initiated by Hon'ble High Court of Bombay during the year ended March 31, 2020. During the quarter ended June 30, 2020, the vessel was auctioned by the lender through court auction procedure. During the quarter ended September 30, 2020, New Mangalore Port Trust (NMPT) sold the beached dredger 'Bhagwati Prem' under e-auction by exercising the powers vested with NMPT under Section 42 of the Indian Ports Act, 1908 to recover their dues. During the quarter ended March 31, 2021, dredger 'Vivek Prem' was sold under court auction order of Hon'ble Gujarat High Court. Further, there are only two non-operational dredgers (arrested by creditors) with the Company, which were fully impaired in previous year and are carried at realisable scrap value in the books of accounts. On account of this, there is no depreciation charge on PPE in the quarter and year ended March 31, 2021 with respect to PPE.
17. The Company had entered into settlement agreements with approval of NCLT with few operational creditors amounting to Rs. 3.94 crore out of which only Rs. 1.57 crore have been honoured and the balance commitment is yet to be discharged by the Company.
18. The office premise of the Company was charged to the lender of Mercator Petroleum Limited. On account of the possession notice received under Section 13 (4) of Securitization and Reconstruction of Financial Assets and read with Rule 8 of Enforcement of Security Interest (Second) Act, 2002, the symbolic possession of the office premises has been obtained by the said



lender on September 9, 2020. The enforcement of security has been on account of default in repayment of debt by a material subsidiary of the Company.

As on the reporting date, only symbolic possession has been obtained and the Company continues to operate from the premises, hence the same continue to be categorised as property, plant and equipment of the Company and accordingly the depreciation for the period has been charged to the Statement of Profit & Loss. Necessary adjustments, if any, in the books of accounts will be done once the actual control over the office premises will be passed to the Bank.

19. The Company has identified only one major identifiable business segment viz Shipping (including Tankers and Dredgers) at standalone level. Hence, there is only reportable operating segment as per IND AS 108 "Operating Segments" in standalone financials.
20. The Company Secretary of the Company had resigned dated July 23, 2019 and until date of reporting, the said vacancy is yet to be filled.
21. During the year, the Company has received letter from the National Stock Exchange of India Limited ("NSE") citing non – compliance of the requirement of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires that the Board of Directors shall comprise of not less than six directors. The Company had then made submission to NSE stating that there were 5 directors on the Board of Company including a woman director. It was also informed that the strength of independent directors is more than the executive directors and the Company was making best efforts to be compliant of the regulation.

Ms. Ameeta Trehan, an Independent Woman Director on the Board of Directors of the Company, has resigned with effect from September 1, 2020, citing personal reasons. Mr. Jagmohan Talan, Mrs. Ritu Vats and Mrs. Sukhedarshan Singh Bedi were appointed as Additional Directors (Non-Executive & Independent) of the Company with effect from September 23, 2020 for a tenure of 5 years. Thereafter, Mr. Chetan Desai, Mr. M M Agrawal and Mr. Anil Khanna, Non-Executive Independent Directors of the Company resigned with effect from September 25, 2020, September 29, 2020 and October 1, 2020 respectively citing personal reasons.

Mrs. Ritu Vats has tendered her resignation vide email dated June 19, 2021 and Mr. Jagmohan Talan, tendered his resignation vide email dated June 21, 2021 as Independent Directors of the Company with effect from June 19, 2021 and June 21, 2021 respectively citing personal reasons. However, the company is currently undergoing the Corporate Insolvency Resolution Process and the acceptance of the resignations tendered by the directors is subject to the relevant provisions of the Insolvency and Bankruptcy Code, 2016.

Mr. Shalabh Mittal tendered his resignation vide email dated June 21, 2021 as Chief Executive Officer and Key Managerial Personnel of the Company with effect from June 21, 2021 citing personal reasons. However, the company is currently undergoing the Corporate Insolvency Resolution Process and the acceptance of the resignations tendered by the directors is subject to the relevant provisions of the Insolvency and Bankruptcy Code, 2016.

22. The results for the quarter and year ended March 31, 2021 are available on the BSE Ltd website www.bseindia.com, National Stock Exchange of India Limited website www.nseindia.com and the Company's website www.mercator.co.in



23. The figures for the quarter ended March 31, 2021 and March 31, 2020 are balancing figure between audited figures in respect of full financial year and published year to date figure up to the third quarter of relevant financial year.
24. Figures of previous periods have been regrouped / reclassified wherever necessary to conform to current period classification.



For **MERCATOR LIMITED**

Taken on Record

H K MITTAL
Director

RAJENDRA KOTHARI
Chief Financial Officer

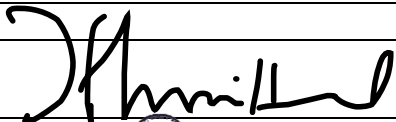
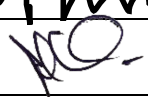
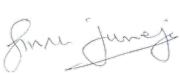
Girish Siriram Juneja
Resolution Professional

(Powers of the Board are suspended from the Insolvency Commencement Date)

Place: Mumbai

Date: June 23, 2021

Statement on Impact of Audit Qualifications (for audit report with modified opinion)
submitted along-with Annual Audited Financial Results - (Standalone)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	40.50	40.50
	2.	Total Expenditure	253.62	316.80
	3.	Net Profit/(Loss)	(213.12)	(276.30)
	4.	Earnings Per Share	(7.05)	(9.13)
	5.	Total Assets	400.40	337.22
	6.	Total Liabilities	1,384.79	1,384.79
	7.	Net Worth	(984.39)	(1,047.57)
	8.	Any other financial item(s) (as felt appropriate by the management)		
II.	<u>Audit Qualification (each audit qualification separately):</u>			
	a. Details of Audit Qualification: As stated in Para 3 of the independent auditor's report for the quarter and year ended March 31, 2021 attached herewith.			
	b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion Adverse Opinion			
	c. Frequency of qualification: Whether appeared first time / repetitive / since how long continuing (a) First Time; (b) Repetitive; (c) Repetitive			
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: As stated in Para 4 of notes forming part of standalone financial result for the quarter and year ended March 31, 2021 attached herewith.			
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:			
	(i) Management's estimation on the impact of audit qualification:			
	(ii) If management is unable to estimate the impact, reasons for the same: An appropriate quantification with details have been made for each of observations of modified opinion stated in Para 4 of notes forming part of financial result attached herewith.			
	(iii) Auditors' Comments on (i) or (ii) above: As stated in point II (a)			
III.	<u>Signatories:</u>			
	Mr. H K Mittal Executive Chairman			
	Mr. Rajendra Kothari CFO			
	Taken on record by Mr. Girish Siriram Juneja Resolution Professional			






S Chandrasekhar Statutory Auditor	SANKARNARAYAN CHANDRASEKHAR	<small>Digitally signed by SANKARNARAYAN CHANDRASEKHAR DN: cn=SANKARNARAYAN CHANDRASEKHAR, o=SANKARNARAYAN CHANDRASEKHAR, ou=, email=sankarnarayan.chandrasekhar@gmail.com, c=IN Date: 2021.06.24 09:55:57 +05'30'</small>
Place: Mumbai		
Date: 23.06.2021		

Statement on Impact of Audit Qualifications (for audit report with modified opinion)
submitted along-with Annual Audited Financial Results - (Consolidated)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	412.59	412.59
	2.	Total Expenditure	732.26	795.44
	3.	Net Profit/(Loss)	(319.67)	(382.85)
	4.	Earnings Per Share	(10.98)	(13.07)
	5.	Total Assets	1,218.75	1,155.57
	6.	Total Liabilities	2,587.80	2,587.80
	7.	Net Worth	(1,369.05)	(1,432.23)
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	<u>Audit Qualification (each audit qualification separately):</u>			
	a.	Details of Audit Qualification: As stated in Para 3 of the independent auditor's report for the quarter and year ended March 31, 2021 attached herewith.		
	b.	Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion Disclaimer of Opinion		
	c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing (a) First Time; (b) Repetitive; (c) Repetitive		
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: As stated in Para 4 of notes forming part of standalone financial result for the quarter and year ended March 31, 2021 attached herewith.		
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor:		
	(i)	Management's estimation on the impact of audit qualification:		
	(iii)	If management is unable to estimate the impact, reasons for the same: An appropriate quantification with details have been made for each of observations of modified opinion stated in Para 4 of notes forming part of financial result attached herewith.		
	(iv)	Auditors' Comments on (i) or (ii) above: As stated in point II (a)		



III	Signatories:	
	Mr. H K Mittal Executive Chairman	
	Mr. Rajendra Kothari CFO	
	Taken on record by Mr. Girish Siriram Juneja Resolution Professional	
	S Chandrasekhar Statutory Auditor	<div style="display: flex; justify-content: space-between;"> <div> <p>SANKARNARAYAN</p> <p>CHANDRASEKHAR</p> </div> <div style="font-size: 0.8em;"> <p><small>Digitally signed by SANKARNARAYAN CHANDRASEKHAR DN: cn=Personal, postalCode=400013, st=Maharashtra, 2.5.4.20=c=India, o=Jasraj & Co. Chartered Accountants, 440177652ab1a073ab, serialNumber=05141722739a36833749a71a1b57051a218642 cN=Jasraj & Co. Chartered Accountants, co=SANKARNARAYAN CHANDRASEKHAR</small></p> </div> </div>
	Place: Mumbai Date: 23.06.2021	



Independent Auditor's Report

To
The Resolution Professional
In the matter of Mercator Limited

IBBI Reg. No.: IBBI/IPA-001/IP-P00999/2017-2018/11646

Adverse Opinion

1. We have audited the accompanying standalone financial results of Mercator Limited (hereinafter referred as "the Company") for the year ended March 31, 2021 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date, attached herewith (together referred as "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

The Hon'ble National Company Law Tribunal, Mumbai (NCLT) has admitted the petition of Financial Creditors under Insolvency and Bankruptcy Code (IBC) 2016 vide its Order dated February 8, 2021. As per Section 17 of the IBC, the powers of the Board of Directors of the Company has been suspended and such powers have been vested with Mr. Girish Siriram Juneja as the Resolution Professional (hereinafter referred as "RP"), by the NCLT vide its aforesaid order to manage the affairs of the Company as per the provisions of IBC.

2. In our opinion and to the best of our information and according to the explanations given to us, due to the significance of the matters described in the Basis for Adverse Opinion Para, the aforesaid standalone financial results –
 - a. are not presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - b. do not give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 its loss [including other comprehensive income] and its cash flows for the year ended on that date, because of the significance of the matter(s) described in the 'Basis for Adverse Opinion' section of our report.

3. Basis for Adverse Opinion

We draw attention to –

- a. Note No. 4(i) regarding preparation of the statement on a going concern basis. The Company's financing arrangements have expired and substantial amounts have been recalled and are due and payable as on March 31, 2021. Besides the NCLT has admitted the petition of the Financial Creditors vide its Order dated February 8, 2021 and proceedings under the IBC have been initiated on the company. The Company has substantial investments and loans and advances receivable from subsidiary companies and other disputed receivables, which are not readily realizable to service the Company's current liabilities and the Company's net worth has also been fully eroded, along with inability to meet its current liabilities which substantially exceeds its current assets. The



Company had substantially disposed-off its Property, Plant and Equipment and currently doesn't have significant operating revenue and operating assets. Further, the management has not shared a revival plan for the company to continue as a going concern and hence in the absence of the same we conclude that the going concern assumption has been vitiated. The Financial Results have however been prepared on a going concern basis by the management.

- b. Note No. 4(ii), regarding the balances restated in the books of accounts pursuant to admission of the claims submitted by the financial creditors, of which Rs. 22.43 crore is still under verification/not filed with Resolution Professional (RP). We are unable to comment on the financial impact of the same on the financial results of the Company.
- c. Note No. 4(iii), regarding interest or any other charges not being accrued in the books of accounts from the date of commencement of CIR process, i.e. 8th February, 2021 onwards, on account of moratorium under section 14 of Code.
- d. Note No. 4(iv), regarding the Company's investments in its wholly owned foreign subsidiary Mercator International Pte Ltd. (MIL) which was been impaired in full amounting to Rs. 415.67 crore (excluding investment in equity shares – Rs. 0.29 crore) during the previous year. The significant investment of MIL is in its coal mines and related infrastructure in Indonesia and the valuation of these assets was conducted on December 31, 2020 by an independent valuer, and the same has been considered as on March 31, 2021. Further, we have been informed by the management that a liquidator has been appointed on MIL effective April 9, 2021 and also audited financial statement of MIL are not available with the Company. In view of the non – availability about the information about the fair value of assets and liabilities of MIL and the impact on the valuation had the same been done as on March 31, 2021, we are unable to comment on the value or recoverability of the said investment in subsidiary.
- e. Note No. 4(v), regarding unprovided current tax demands under dispute to the tune of Rs. 63.18 crore pending at various judicial forums of the Income Tax department, which are treated as contingent liabilities. In the absence of the required supporting documents justifying the stand of the Company we are unable to comment on final outcome of such assessments and the potential financial impact of the same.
- f. Note No. 4(vi), regarding termination of Sagar Samrat Conversion Project (SSCP), undertaken by a subsidiary Mercator Oil & Gas Ltd. (hereinafter referred as "MOGL" or "subsidiary"), by ONGC, which is currently under arbitration. The Company has investments in equity amounting to Rs. 0.15 crore, which has been fully impaired as on March 31, 2021 and loans amounting to Rs. 92.78 crore (which includes un-serviced interest amounting to Rs. 27.29 crore, excluding impairment of Rs. 35.70 crore), and the balance as per the financial results net of impairment amounts to Rs. 57.08 crore as at March 31, 2021 in MOGL, which in the view of the management is recoverable. Further, the unaudited financial statements / financial information available with the management / RP is not certified by the management of MOGL as on March 31, 2021. In view of the pending outcome of the arbitration and non – availability of substantive documentation about the expected recovery or the financial statements of the Company as on March 31, 2021, we are unable to comment on the recoverability of such investment and loan amount.
- g. Note No. 4(vii), regarding the Company's investments in its Indian subsidiary Mercator Petroleum Ltd. (hereinafter referred to as "MPL") amounting to Rs. 47.93 crore, (excluding impairment of Rs. 16.17 crore during the year) and loan (including Debentures) given amounting to Rs. 114.26 crore (including un-serviced interest of Rs. 42.61 crore and excluding impairment of Rs. 6.05 crore) as on March 31, 2021, and the balance as per the financial results including investments and loans amounts to Rs.130 crore, which are



considered recoverable. MPL had entered into a Farm in Farm Out (FIFO) Agreement for sale of its participating interest in its oil block CB-ONN-205/9 (CB-9), subject to fulfillment of certain conditions, however the long stop date has expired and the same is no longer valid. Further, the petition filed in NCLT, Mumbai Bench by an operational creditor against MPL was admitted vide Order dated August 31, 2020 and an Interim Resolution Professional (IRP) has been appointed. As per the information and explanations provided to us and also basis the financial information available for the period ended March 31, 2021 (which are neither certified by the management nor by the IRP of MPL), we are unable to obtain sufficient appropriate evidence about the recoverability of such investment and loan given.

- h. Note No. 4(viii), regarding the fact that the Financial Statement of none of the subsidiaries have been audited as at and for the year ended March 31, 2021. We are unable to obtain sufficient appropriate evidence about the recoverability of such investments and loans given.
- i. Note No. 4(ix), regarding balance confirmations not been received in respect of certain secured / unsecured loans, trade receivables, trade and other payables, and loans and advances as a result of which reconciliation process and consequential adjustments, if any, has not been carried out. The Company has adjusted / provided significant amounts basis its internal estimates, against which necessary supporting documentation has not been made available to us.
- j. Note No.4(x), the Company has failed to pay the installment due of the debentures on the due date and failed to pay the interest due thereon for a continuous period of more than a year. Hence, all the directors are disqualified from being appointed as director in terms of Section 164 (2) of the Act.

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone 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 Standalone Financial Results 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 we have obtained is sufficient and appropriate to provide a basis for our adverse opinion on the Standalone Financial Results.

4. Emphasis of Matter

We draw attention to –

- a. Note No. 8, regarding receivable from an insurance Company amounting to Rs. 54.28 crore pertaining to total loss claim on a vessel pertaining to the year 2012-13, which is under litigation and has been considered fully recoverable by the management and is supported by a legal opinion.
- b. Note No. 10 & 11, regarding payments made by the promoter director by way of a settlement agreement with one of the unsecured lenders on behalf of the Company resulting in a net gain of Rs. 6.90 crore to the Company. The above amount settled by the promoter director with the unsecured lender alongwith other pending reimbursement has been adjusted towards the recovery of the excess remuneration drawn by him in earlier years u/s 197 of the Companies Act, 2013, which is supported by an expert opinion.

Our opinion is not modified in respect of the aforementioned matters.



Management's Responsibilities for the Standalone Financial Results

5. These standalone financial results have been prepared on the basis of the Standalone Financial statements. The Company's Board of Directors and RP are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the standalone financial results, the Board of Directors and RP 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.
7. The Board of Directors and RP are also responsible for overseeing the Company's financial reporting process.

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

8. Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.
9. 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 Standalone Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 system 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 management.
 - Conclude on the appropriateness of management's use of the going concern basis of



- Evaluate the overall presentation, structure and content of the Standalone Financial Results, including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

- ## Other Matters

- Our opinion is not modified in respect of the aforementioned matters.



**SANKARNA
RAYAN
CHANDRAS
EKHAR**

Place: Mumbai
Dated June 23,2021
UDIN: 21007592AAAAAL6990

Independent Auditor's Report

To

The Resolution Professional

In the matter of Mercator Limited

IBBI Reg. No.: IBBI/IPA-001/IP-P00999/2017-2018/11646

Adverse Opinion

1. We have audited the accompanying consolidated financial results of Mercator Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") for the year ended March 31, 2021, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

The Hon'ble National Company Law Tribunal, Mumbai (NCLT) has admitted the petition of Financial Creditor under Insolvency and Bankruptcy Code (IBC) 2016 vide its Order dated February 8, 2021. As per Section 17 of the IBC, the powers of the Board of Directors of the Company has been suspended and such powers have been vested with Mr. Girish Siriram Juneja as the Resolution Professional (hereinafter referred as "RP"), by the NCLT vide its aforesaid order to manage the affairs of the Company as per the provisions of IBC.

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results/ financial information of the subsidiaries, due to the significance of matters described in the Basis for Adverse Opinion Para, the aforesaid consolidated financial results –
 - a. are not presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - b. do not give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its loss [including other comprehensive income], its cash flows and the changes in equity for the year ended on that date because of the significance of the matter(s) described in the 'Basis for Adverse Opinion' section of our report.

The statement includes the results of the subsidiaries (including step down subsidiaries) as per Annexure "A";

Basis for Adverse Opinion

3. We draw attention to –
 - a. Note No 5(i), regarding preparation of the statement on a going concern basis. The financing arrangements for the group have expired and the substantial amounts have been recalled



and are due and payable as on March 31, 2021. Besides the NCLT has admitted the petition of the Financial Creditors vide its Order dated February 8, 2021 and proceedings under the IBC have been initiated on the Holding company. Further, certain cases have been filed by operational creditors and financial creditors in National Company Law Tribunal (NCLT) against one of the material subsidiaries of which NCLT has admitted the application vide order dated August 31, 2020 and IRP has been appointed. Also, we have been informed by the management that a liquidator has been appointed for one material direct subsidiary effective April 9, 2021. The Group has been unable to conclude re-negotiations or obtain replacement financing for repayment of its overdue financing arrangements. The Group has accumulated losses and has incurred significant losses during the current period and previous financial year. The Group also has substantial disputed receivables, which are not readily realizable to service the Company's current liabilities and the Group's net worth has also been fully eroded alongwith inability to meet its current liabilities which substantially exceeds its current assets. The management has not shared a revival plan for the Group to continue as a going concern and hence in the absence of the same we conclude that the going concern assumption has been vitiated. The Consolidated Financial Results have however been prepared on a going concern basis by the management.

- b. Note No. 5(ii), regarding the balances restated in the books of accounts of the Holding Company pursuant to admission of the claims submitted by the financial creditors, of which Rs. 22.43 crore is still under verification/not filed with Resolution Professional (RP). We are unable to comment on the financial impact of the same on the financial results of the Company.
- c. Note No. 5(iii) & 5(vii), regarding non-compliance of Regulation 33(3)(h) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein at least 80% of each consolidated revenue, assets and profits respectively, shall be reviewed by the respective auditors.

The Financial Statement of none of the subsidiaries have been audited as at and for the year ended March 31, 2021 and hence, we are unable to express any opinion on the subsidiary financial statements and thereby on the consolidated financial statements / financial information given the materiality of the subsidiaries. Status of financial information considered in preparing Consolidated Financial Statements is as under –

Sr. no	Name of the Subsidiary Company	Status of Audited Financial Statements / Management certified Financial Statements	Financial Statement / Financial Information available for the period ended
1	Mercator Oil and Gas Limited (MOGL)	Not Available	Mar'2021
2	Mercator Petroleum Limited (MPL)	Not Available	Mar'2021
3	Oorja Resources India Private Limited.	Not Available	Mar'2021
4	Mercator Dredging Private Limited. (FPSO) (Formerly Mercator Offshore Logistic Private Limited)	Not Available	Mar'2021
5	Mercator Oceantransport Limited	Not Available	Mar'2021
6	Mercator International Pte. Limited	Management Certified	Mar'2021
7	Offshore Holdings Company Pte. Limited	Not Available	Mar'2021
8	Oorja Holdings Pte. Limited.	Not Available	Mar'2021
9	Mercator Energy Pte Limited	Under Liquidation	June'2020
10	Mercator Offshore Assets Holding Pte Limited	Under Liquidation	June'2020
11	Mercator Offshore (P) Pte Limited	Under Liquidation	June'2020
12	Panther Resources Pte Limited	Not Available	Mar'2021
13	Oorja (Batua) Pte. Limited	Not Available	Mar'2021
14	Oorja 1 Pte. Limited	Not Available	Mar'2021



Sr. no	Name of the Subsidiary Company	Status of Audited Financial Statements / Management certified Financial Statements	Financial Statement / Financial Information available for the period ended
15	Oorja Mozambique Lda	No Financials	Mar'2020
16	MCS Holdings Pte. Ltd.	Management Certified	Mar'2021
17	PT Karya Putra Borneo	Not Available	Dec'2020
18	PT Indo Perkasa	Not Available	Dec'2020
19	Oorja Indo Petangis Four	Not Available	Dec'2020
20	Oorja Indo Petangis Three	Not Available	Dec'2020
21	Bima Gema Permata, PT	Not Available	Dec'2020
22	Oorja Indo KGS	Not Available	Dec'2020
23	Broadtec Mozambique Minas Lda	Not Available	Mar'2020
24	Marvel Value International Limited (BVI)	Dissolved effective Aug'20	August'2020

Further, due to non – availability of the relevant financial information from the subsidiaries, certain reporting done in the statement of cash flow may not reflect the correct position.

- d. Note No. 5(iv), regarding interest or any other charges not being accrued in the books of accounts of the Holding Company from the date of commencement of CIR process, i.e. 8th February, 2021 onwards, on account of moratorium under section 14 of Code.
- e. Note No. 5(v), regarding the Group's investment carried at Fair Value through Profit and Loss Account pertaining to its coal mining and related infrastructure assets in Indonesia on which reduction in fair value of Rs. 24.56 crore was recognized during the year ended March 31, 2021 basis an independent valuation report conducted on December 31, 2020. We are unable to comment on the impact on the fair valuation of these financial assets and consequently the financial results, had the valuation been done as on March 31, 2021 or the impact of the liquidation of the intermediate subsidiary.
- f. Note No. 5(vi), regarding unprovided current tax demands under dispute, pertaining to Holding Company, to the tune of Rs. 63.18 crore pending at various judicial forums of the Income Tax department. In the absence of the required supporting documents justifying the stand of the Holding Company we are unable to comment on final outcome of such assessments and the potential financial impact of the same.
- g. Note No. 5(viii)(a), regarding termination of Sagar Samrat Conversion Project (SSCP), undertaken by a subsidiary Mercator Oil & Gas Ltd. (hereinafter referred as "MOGL" or "subsidiary"), by ONGC, which is currently under arbitration. The amount standing under Other Financial Assets is Rs. 204.60 crore. The amount of recoverability and ultimate impairment would depend on the outcome of the arbitration proceedings, which is uncertain as on the date of financial results.
- h. Note No. 5(viii)(b) & 5(viii)(c), regarding one of the consortium partners in SSCP ('GPC') has filed a claim against the MOGL in Abu Dhabi First Instance Court wherein the Court after review sought for work undertaken and change of assessment base, ordered MOGL to pay USD 5.7 million (equivalent Rs. 41.90 crore) and interest @ 5% p.a. from date of case filed until actual payment. However, MOGL had not accepted the claim and recognized Rs. 22.97 crore as contingent liability on the subject matter. Further, one of the operational creditors has filed petition u/s 9 of IBC 2016 wherein the NCLT bench has kept the status as "Reserved for Order". The financial statements as on March 31, 2021 has been incorporated basis the information available with the management of the Holding Company, however the same is not certified by the management of the MOGL. In the view of the above,



we are unable to comment on the potential financial impact of the same on the Consolidated Financial Results.

- i. Note No. 5(ix)(a), regarding notice received by a subsidiary company, Mercator Petroleum Limited (hereinafter referred to as "MPL"), from the Ministry of Petroleum and Natural Gas (MOPNG) for termination of Production Sharing Contract (PSC) for one of its non-operative oil Block and has demanded costs and other dues to be determined as per terms and conditions of PSC. In case MPL's stand is not accepted by MOPNG, the estimated financial impact on the group would be to the tune of Rs. 35.80 crore. Further, the impact of insolvency proceedings, as MPL is under insolvency, the impact of the same has not been considered.
 - j. Note No. 5(ix) and 5(ix)(c), regarding the fact that, MPL had entered into a Farm-in Farm-out ('FIFO') agreement and deed of assignment with one of the prospective buyers for sale of participating interest ('PI') in oil block CB-9. As per the FIFO agreement, the estimated sale price for PI in CB-9 was approximately Rs. 252 crore however the long stop date has expired and the transaction has not been concluded as yet. MPL on the basis of the aforesaid agreement had re-valued its non-current asset and provided impairment loss aggregating to Rs. 12.75 crore in the previous financial year. As per Ind AS 105, an entity should value its non-current asset held for sale at the lower of carrying amount or fair value. Further, the petition filed in NCLT, Mumbai Bench by an operational creditor against MPL has been admitted vide Order dated Aug 31, 2020 and an Interim Resolution Professional (IRP) has been appointed. As per the explanations provided to us and basis the financial results / financial information provided by the management / RP of the Holding Company, MPL has not been able to provide any valuation report with respect to fair value of oil block CB-9 on which reliance can be placed. The financial statements as on March 31, 2021 has been incorporated basis the information available with the management of the Holding Company, however the same is not certified by the management or IRP of the MPL.
 - k. Note No. 5(x), the Holding Company has failed to pay the installment due of the debentures on the due date and failed to pay the interest due thereon for a continuous period of more than a year. Hence, all the directors of the Holding Company are disqualified from being appointed as director in terms of Section 164 (2) of the Act.
 - l. Note No. 5(xi), regarding balance confirmations not been received in respect of various secured / unsecured loans, trade receivables, trade and other payables, and loans and advances for several entities of the group as a result of which reconciliation process and consequential adjustments, if any, has not been carried out in these entities. The Group has adjusted / provided significant amounts basis its internal estimates, against which necessary supporting documentation has not been made available for verification.
 - m. Note No. 5(xii), regarding non – compliance of Section 134 and 149 of the Companies Act 2013 in case of certain material subsidiaries.
4. We conducted our audit of the Consolidated Financial Results in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated 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 Consolidated Financial Results 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 and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for adverse opinion on the Consolidated Financial Results.



Emphasis of Matter

5. We draw attention to –

- a. Note No. 8, regarding receivable from an insurance Company amounting to Rs. 54.28 crore pertaining to total loss claim on a vessel pertaining to the year 2012-13, which is under litigation and has been considered fully recoverable by the management and is supported by a legal opinion.
- b. Note No. 9 & 10, regarding payments made by the promoter director by way of a settlement agreement with one of the unsecured lenders on behalf of the Company resulting in a net gain of Rs. 6.90 crore to the Company. The above amount settled by the promoter director with the unsecured lender alongwith other pending reimbursement has been adjusted towards the recovery of the excess remuneration drawn by him in earlier years u/s 197 of the Companies Act, 2013, which is supported by an expert opinion.

Our opinion is not modified in respect of the aforementioned matters.

Management's Responsibilities for the Consolidated Financial Results

6. These consolidated financial results have been prepared on the basis of the Consolidated Financial statements. The Holding Company's Board of Directors and RP are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information of the Group in accordance with Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and jointly controlled entities 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.
7. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. The respective Board of Directors' of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.



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

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 system 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 ability of the Group 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 consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

10. Materiality is the magnitude of the misstatement in the statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the statement may be influenced. We consider quantitative materiality and qualitative factors



in; (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the statement.

11. 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

12. The accompanying Consolidated Financial Results includes the unaudited financial results/statements and other financial information which has been certified by the management but not audited, in respect of 2 foreign subsidiaries, whose financial statements reflect total assets of Rs. 183.89 crore as at March 31, 2021, total revenues of Rs. 11.68 crore and Rs. 20.08 crore, total net loss after tax (including from discontinued operations) of Rs. 2.30 crore and Rs. 70.18 crore, total comprehensive loss of Rs. 2.30 crore and Rs. 70.18 crore for the quarter and year ended on that date respectively, and net cash outflows of Rs. 0.06 crore for the year ended March 31, 2021, as considered in the consolidated financial results which have been audited by their respective auditors.

These unaudited financial statements/ financial information/ financial results have been approved and furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on such management certified financial statements/ financial information/financial results.

13. The accompanying Consolidated Financial Results includes unaudited financial results /statements and other unaudited financial information in respect of 6 foreign subsidiaries whose financial statements have been incorporated based on financial statement / financial information available with the Holding company for the period ended December 31, 2020 and reflects total assets of Rs. 555.36 crore as at March 31, 2021 and total revenue of Rs. 401.85 crore, total net profit after tax of Rs. 19.53 crore and total comprehensive income of Rs. 19.53 crore in the consolidated statement of profit and loss for the year ended March 31, 2021 respectively and net cash outflow of Rs. 1.58 crore for the year ended March 31, 2021. These financial statements / financial information / financial results have neither been audited nor certified by the management of respective company.
14. The accompanying Consolidated Financial Results includes financial results /statements in respect of 5 domestic subsidiaries and 5 foreign subsidiaries whose financial statements have been incorporated based on financial statements / financial information available with the Holding company but have neither been certified by the management nor audited and reflects total assets of Rs. 809.04 crore as at March 31, 2021 and total revenue of Rs. (1.73) crore and Rs. 14.99 crore, total net loss after tax of Rs. 54.06 crore and Rs. 106.63 crore and total comprehensive loss of Rs. 54.06 crore and Rs. 106.63 crore for the quarter and year ended March 31, 2021 respectively and net cash outflow of Rs. 0.96 crore for the year ended March 31, 2021. These financial statements / financial information / financial results have neither been audited nor certified by the management of respective company.
15. The consolidated financial results include the interim financial information of 5 foreign subsidiaries / step – down subsidiaries, whose financial results / financial information is available for the year ended March 31, 2020 or June 30, 2020. According to the information and explanations given to us by the Management, this interim financial information is not material to the Group.



Place: Mumbai
Date: June 23, 2021
UDIN: 21007592AAAAAM8273

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

A) Subsidiaries (held directly)

- 1 Mercator Oil & Gas Ltd
- 2 Mercator Petroleum Ltd
- 3 Oorja Resources India Private Ltd
- 4 Mercator Dredging Private Ltd (Formerly Mercator FPSO Pvt Ltd)
- 5 Mercator International Pte Ltd
- 6 Mercator OceanTransport Limited

B) Subsidiaries (held indirectly)

- 7 Offshore Holding Company Pte Ltd
- 8 Oorja Holdings Pte Ltd
- 9 Mercator Energy Pte Ltd (under liquidation)
- 10 Mercator Offshore Assets Holding Pte Ltd (under liquidation)
- 11 Panther Resources Pte Ltd
- 12 Oorja (Batua) Pte Ltd
- 13 Oorja 1 Pte Ltd
- 14 Oorja 2 Pte Ltd
- 15 MCS Holdings Pte Ltd
- 16 PT Karya Putra Borneo
- 17 PT Indo Perkasa
- 18 Oorja Indo Petangis Four (Indonesia)
- 19 Oorja Indo Petangis Three (Indonesia)
- 20 Oorja Indo KGS (Indonesia)
- 21 PT BimaGemaPermata
- 22 Marvel Value International Limited (dissolved effective August 31, 2020)
- 23 Mercator Offshore (P) Pte Limited (under liquidation)
- 24 Oorja Mozambique Lda (Mozbq)
- 25 Broadtec Mozambique Minas Lda (Mozambique)