

June 22, 2021

The National Stock Exchange of India Ltd.

Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051

BSE Limited

Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Scrip Symbol: RELIGARE

Scrip Code: 532915

Subject: Outcome of Board Meeting of Religare Enterprises Limited ("the Company")

Dear Sir(s),

We would like to inform you that the Board of Directors of the Company at their meeting held today i.e. June 22, 2021, (started at 3:30 P.M. and concluded at 10.15 P.M.) has *inter-alia* approved the Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2021 in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CMD1/P/CIR/2021/556 dated April 29, 2021. A copy of the Standalone & Consolidated Audited Financial Results along with Audit Reports is enclosed herewith.

We hereby confirm that the Auditors have issued the Audit Report on Standalone Financial Results with an un-modified opinion.

Audit Report on Consolidated Financial Results is with modified opinion. Statement on Impact of Audit Qualifications for Audit Report issued on Consolidated Financial Result is also enclosed herewith.

This is for your kind information and record.

Thanking you,
For Religare Enterprises Limited



Reena Jayara
Company Secretary
Encl.: as above



Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Religare Enterprises Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors of
Religare Enterprises Limited,

Report on the audit of the Standalone Financial Results

Opinion

1. We have audited the accompanying statement of quarterly and year to date standalone financial results of **Religare Enterprises Limited** (the "Company") for the quarter ended March 31, 2021 and the year to date result for the period from April 1, 2020 to March 31, 2021 (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015, as amended (the "Listing Regulations").
2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
 - ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2021 as well as year to date results for the period from April 1, 2020 to March 31, 2021.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those SAs 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believed that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.



Emphasis of Matter

4. We draw attention to Note No. 4 to the Statement, which states the management's evaluation of COVID-19 impact on the operations of the Company.

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Standalone Financial Results

5. The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors 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 Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.



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 Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
 - Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
10. 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.
11. 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.



SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

Other matters

12. The Statement includes the results for the quarter ended March 31, 2021 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2021 and the published unaudited year-to-date figures up to the nine months period ended December 31, 2020, which were subjected to a limited review by us, as required under the Listing Regulations.

For **S S Kothari Mehta & Company**

Firm Registration No. 000756N

Chartered Accountants

Yogesh K. Gupta

Partner

Membership No. 093214

UDIN: 21093214AAAADH2283



Place: New Delhi

Date: June 22, 2021

Independent Auditor's Report on the Quarterly and Year to Date Audited Consolidated Financial Results of the Religare Enterprises Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
Religare Enterprises Limited

Qualified Opinion

We have audited the accompanying statement of consolidated financial results of **Religare Enterprises Limited** (the 'Holding Company'), its subsidiaries/Step down subsidiaries (the Holding and its Subsidiaries hereinafter referred to as the 'Group') and a joint venture for the quarter ended March 31, 2021 and the year to date results for the period from April 1, 2020 to March 31, 2021 ("Statement"), 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 (the 'Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate audited financial statements of the subsidiaries, step down subsidiaries and joint venture, the statement:

- a) includes results of following entities:
- i. **Holding Company:** Religare Enterprises Limited (REL)
 - ii. **Subsidiaries:**
 - a. Religare Finvest Limited (RFL)
 - b. Religare Broking Limited (RBL)
 - c. Religare Comtrade Limited (RCTL)
 - d. Religare Credit Advisor Private Limited (RCAL)
 - e. Religare Insurance Limited (RIL)
 - f. Care Health Insurance Limited (Formerly known as "Religare Health Insurance Company Limited) (CHIL)") (Name changed w.e.f. August 19, 2020)
 - g. Religare Global Asset Management Inc (RGAM Inc)
 - iii. **Step Down Subsidiaries:**
 - a. Religare Commodities Limited (RCL)
 - b. Religare Business Solutions Limited (RBSL)
 - c. Religare Advisors Limited (RAL) (Formerly known as Religare Wealth Management Limited)



- d. Religare Housing Development Finance Corporation Limited (RHDFCL)
- iv. **Joint Venture:**
- a. IBOF Investment Management Private Limited (IBOF)
- b) is presented in accordance with the requirements of the Listing Regulations in this regard;
- c) except for effects of matter/possible effects of the matters described in the Basis of Qualified Opinion section of our report, gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net loss and other comprehensive loss and other financial information of the Group for the quarter ended March 31, 2021 and for the year from April 01, 2020 to March 31, 2021.

Basis for Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those SAs 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 Group and its joint venture in accordance with the Code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 our opinion on the consolidated annual financial results.

In case of RFL (a Subsidiary):

- (i) Note No. 15 and Note No. 17 (1) to the Statement (read with modified report dated July 24, 2020 for the year ended March 31, 2020 of RFL) in relation to adjustment of fixed deposits of Rs. 79,145 lakhs (excluding Rs. 2,703.39 lakhs interest accrued & due till the date of original maturity i.e. July 20, 2018) with and by the Lakshmi Vilas Bank (LVB) against the loans given to erstwhile promoter group companies in the previous years continued to be under litigation at Hon’ble High Court of Delhi for declaration and recovery.

RFL has also filed a criminal complaint before the EOW and EOW had registered FIR against the accused persons/entities. Also, the Enforcement Directorate had lodged an ECIR



on the basis of the FIR. RFL has filed application for substitution of LVB with DBS Bank India Limited (DBS) on which notice was issued by the Hon'ble Court. Pending disposal of the case, we are unable to comment on the status of recoverability and classification of the reported balance.

In case of RHDFCL (a step-down Subsidiary):

- (ii) We draw attention to Note No.16 and Note No. 17 (2) of the Statement, (read with our modified report dated 20th May 2019 for the year ended March 31, 2019 of RHDFCL) of the Ind AS financial statements in relation to transaction with a trust namely "RARC 059 (RHDFC HL)" (special purpose vehicle) wherein during FY 2018-19 Gross NPA of Rs. 3038.13 lakhs were sold for a value of Rs. 2278.60 lakhs & Trust has issued security receipts (SR) in the ratio of 85:15. As informed by RHDFCL, based on the legal opinion obtained it was a true sale. Considering that RHDFCL has derecognised NPA loan receivables and has recognized security receipts as investments in the books of accounts. As per Ind AS-109, derecognition of financial assets shall take place only if substantial risk and reward has been transferred. However, in the referred transaction of security receipts, RHDFCL may remain exposed to substantial risk of return. Had these NPA loan receivables not been derecognized as on March 31, 2021, classification of loans into investments would not have changed and profit for the year ended March 31, 2021 would have decreased by Rs. 420.45 Lakhs.

Material Uncertainty Related to Going Concern

- (i) We draw attention to Note No. 12 to the Statement which indicates that RFL has continued to incur losses in the current year, which has resulted in erosion of its Net Worth, Negative Net Owned Fund and Capital Risk Adjusted Adequacy Ratio (CRAR) i.e. (78.27%) as on March 31, 2021. Besides this, RFL has made defaults in repayment of its obligation towards its lenders and an amount of Rs. 3,29,602.94 lakhs (Rs. 1,77,121.48 lakhs as on March 31 2020) are overdue as on March 31, 2021 along with continuing restrictions imposed by the Reserve Bank of India (the RBI) on RFL to carry out business indicate the existence of the material uncertainty that may cast significant doubt on the RFL's ability to continue as a going concern. However, for the reasons more fully described in the aforesaid note, the accounts of the RFL have been prepared on a Going Concern basis.

Our opinion is not modified in respect of this matter.



- (ii) We draw attention to Note No. 8 of the Statement, in respect of RCTL, which indicates that the RCTL's liabilities exceed the underlying assets due to continued losses and thus erosion of its Net Worth as on March 31, 2021. Besides this, RCTL has no business plans as on the reporting date indicate the existence of the material uncertainty that may cast significant doubt on the RCTL's ability to continue as a going concern. However, for the reasons more fully described in the aforesaid note including Board approval of scheme of amalgamation with the Holding Company i.e. REL and letter of comfort of excess liabilities, the accounts of RCTL have been prepared as a Going Concern.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw your attention to:

In case of Holding Company:

- (i) Note No. 4 of the Statement, which describe the management's assessment of the impact of the outbreak of Coronavirus (COVID-19) pandemic on the business of operations of the Group.
- (ii) Note No. 3 of the Statement, in relation to non-consolidation of financials of Religare Capital Markets Limited (RCML) having the negative net-worth of Rs. 61971.95 lakhs based on last available audited accounts for the financial year ended March 31, 2017, based on management assessment of non-existence of control through voting rights and existence of significant restrictive covenants on major decision making at RCML have been imposed by the holder of the preference shares. Further, there is a contingent liability amounting to Rs. 4077.50 lakhs (Rs. 4077.50 lakhs as on March 31, 2020) in the books of REL towards uncalled capital on equity shares of RCML.

We have relied on the management representation.

In case of RFL (a Subsidiary Company):

- (iii) We refer to modified report dated July 24, 2020 for the year ended March 31, 2020 of RFL, the management expects that there will not be any obligation on the RFL out of the following matters, which we have relied upon:
- a. Note No. 18 of the Statement relating to loans given to certain companies in earlier



years appearing in Corporate Loan Book (CLB portfolio) aggregating to Rs. 203,670 lakhs as on March 31, 2021 (which were fully provided for in earlier years) and investment in Non-Convertible Debentures (NCDs) of a corporate entity of Rs. 20,000 lakhs (which is fully Impaired as at March 31, 2021, out of which Rs. 17,797.55 lakhs impaired in earlier years). RFL is taking legal actions for recovery of its amounts.

- b. Note No.13 of the Statement, that RFL is still pursuing appropriate legal remedies to recover the amounts due from Strategic Credit Capital Private Limited ('SCCPL') and Perpetual Credit Services Private Limited ('Perpetual') aggregating to Rs. 79,367.20 Lakhs (which were fully provided for in earlier years).
- (iv) Note No. 14 of the Statement, RFL continued to carry Deferred Tax Assets amounting to Rs. 49,315.69 Lakhs as at March 31, 2021 (Rs. 49,315.69 lakhs as on March 31, 2020) considering the availability of future taxable profit against which the deductible temporary differences and unused tax losses can be utilized. We have relied on the management's assessment.

In case of RCTL (a Subsidiary Company):

- (v) The nature of operations of the RCTL may qualify under the definition of Non-Banking Finance Company (i.e NBFC) in accordance with requirements of the Reserve Bank of India Act, 1934 and related regulations. However, RCTL is not required to be registered as NBFC based on legal opinion obtained by it.

In case of RAL (a Step-down Subsidiary Company):

- (vi) The accounts of RAL, a step down subsidiary of the Holding Company continued to be prepared on realizable value basis for the financial year 2020-21 in view of no commercial operations for the last four previous financial years.

In case of RCAL (a Step-down Subsidiary Company):

- (vii) The accounts of RCAL has been prepared on realizable value basis in the financial year 2020-21 in view of no commercial operations in this financial year.



In case of RBSL (a Step-down Subsidiary Company):

- (viii) RBSL is in the process of merger with ultimate Holding Company and in view of no commercial operations, the Financial Statement for the year ended March 31, 2021 have been prepared on not going concern basis and all assets and liabilities have been stated on their net realizable value.

In case of RIL (a Step-down Subsidiary Company):

- (ix) RIL was incorporated on July 21, 2016 but has not yet commenced any business. The management of RIL has informed us that RIL is proposed to be merged into its Holding Company i.e. REL and the Board of Directors of RIL in their meeting held on December 18, 2019 approved the scheme of Amalgamation of RIL with REL subject to necessary approvals. The Scheme of Amalgamation has been filed with the National Company Law Tribunal (NCLT) on October 31, 2020 which is pending approval. RIL has accordingly adopted going concern basis of accounting.

In case of CHIL (a Subsidiary Company):

- (x) The estimate of Claims Incurred But Not Reported (IBNR), Claims Incurred But Not Enough Reported (IBNER) and Premium Deficiency Reserve (PDR) have been certified by the CHIL's Appointed Actuary. The Appointed Actuary has certified to CHIL that the assumptions used for such estimation are appropriate and are in accordance with the requirements of relevant regulation issued by IRDAI and Actuarial Practice Standards issued by Institute of Actuaries of India. We have relied upon on the Appointed Actuary's certificate in this regard for forming our opinion on the financial statements of CHIL.

Our Opinion is not modified for the matters stated in paragraph above.

Management's Responsibilities for the Consolidated Financial Results

The Statement which is the responsibility of the Holding Company Company's management and has been approved by the Holding Company Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements.

The Holding Company Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net loss and other comprehensive loss and other financial information of the Group and its joint venture in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules



issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and its joint venture 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 for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as foreshaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group and its joint venture and are responsible for assessing the ability of the Group and its joint venture 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 and its joint venture or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from



error, as fraud may involve collusion, forgery, intentional omissions, mis representations, 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 Holding Company & its subsidiary companies incorporated in India (based on the auditor's report of the auditors of the subsidiary companies) and its Joint venture incorporated in India (based on the auditor's report of the Joint Venture Entity) has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its Joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the Statement, including the disclosures, and whether the Statement 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 of which we are the independent auditors to express an opinion on the Statement. We are responsible for the direction, supervision, and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, 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. Our responsibilities in this regard are further described in para (a) of the section titled "Other Matters" in this audit report.



We communicate with those charged with governance of the Holding Company 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.

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

Other Matters

- a) We did not audit the financial results three subsidiaries whose financial statement reflect total assets Rs. 303,575.76 lakhs as at March 31, 2021, total revenues of Rs. 62,856.20 lakhs and Rs. 190,005.52 lakhs, total net profit after tax of Rs. 7,195.10 lakhs and Rs. 10,073.76 lakhs and total comprehensive income of Rs. 4,696.01 lakhs and Rs. 12,502.71 lakhs, for the quarter ended March 31, 2021 and for the period from April 01, 2020 to March 31, 2021, respectively, and Group's share of net cash outflows of Rs. 1022.38 lakhs for the year ended on that date, as considered in the consolidated annual financial results. These financial results have been audited by other auditors whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph above.

Our Opinion on the Statement is not modified in respect of above matter.

- b) The consolidated annual financial results include the financial result of one subsidiary which have not been audited by its auditor, whose financial results reflect total assets of Rs. 59.03 lakhs as at March 31, 2021, total revenue of Rs. Nil and Rs. Nil, total net loss after tax of Rs. Nil lakh and Rs. 3.44 lakh and total comprehensive loss of Rs. 0.12 lakh and Rs. 0.73 lakh for the quarter ended March 31, 2021 and for the period from April 01, 2020 to March 31, 2021, respectively, as considered in the Statement. These unaudited financial results have been furnished to us by the Board of Directors and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on such annual financial result. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial results are not material to the Group.



SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

Our Opinion on the Statement is not modified in respect of above matter.

- c) The consolidated annual financial results includes Group share of net loss after tax of Rs 0.50 lakhs and Rs 8.39 lakhs, total comprehensive loss of Rs 0.50 lakhs and Rs 8.39 lakhs for the quarter ended March 31, 2021 and for the period from April 1, 2020 to March 31, 2021 in respect of one joint venture based on its financial results which have been audited by other auditor, whose report has been furnished to us by the Management and our conclusion on the statement, in so far as it relates to the amounts and disclosures included in respect of this joint venture, is based solely on the report of the other auditor and procedures performed by us as stated in paragraph above.

Our Opinion on the Statement, is not modified in respect of the matters as stated in paragraph above with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors.

- d) The Statements includes the results for the quarter ended March 31, 2021 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2021 and the published unaudited year-to- date figures up to nine months period ended December 31, 2020, which were subject to a limited review by us as required under the Listing regulation.

For **S S Kothari Mehta & Company**
Firm Registration No. 000756N
Chartered Accountants

Yogesh K Gupta
Partner
Membership No. 093214
UDIN: 21093214AAAADI4619



Place: New Delhi
Date: June 22, 2021

Religare Enterprises Limited
 Regd. Office : 1st Floor, P-14, 45/90, P-Block, Connaught Place, New Delhi -110001
Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 on Audited Consolidated Financial Results

(Rs. in Lakhs)

S.No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
1	Turnover / Total Income	2,53,046.94	2,53,046.94
2	Total Expenditure (Including Exceptional Item)	3,02,784.64	3,03,205.09
3	Net Profit/(Loss) - Total Comprehensive Income	(44,912.89)	(45,333.34)
4	Non Controlling Interest	3,776.17	3,723.61
5	Profit attributable to owner	(48,689.06)	(49,056.95)
6	Earnings Per Share (EPS)		
	Basic EPS	(19.65)	(19.79)
	Diluted EPS	(19.69)	(19.83)
7	Total Assets	8,72,557.15	8,71,911.90
8	Total Liabilities	8,42,774.99	8,42,774.99
9	Net Worth / Equity (Excluding Non-Controlling Interest)	(4,708.64)	(5,353.89)
10	Any other financial item(s) (as felt appropriate by the management)	N.A.	N.A.

	RELIGARE FINVEST LIMITED
II(a)	Audit Qualification :
	a. Details of Audit Qualification:
	Note no. 15 and Note no. 17.1 to the Statement (read with modified report dated July 24, 2020 for the year ended March 31, 2020 of RFL) in relation to adjustment of fixed deposits of Rs. 79,145 lacs (excluding Rs. 2,703.39 lacs interest accrued & due till the date of original maturity i.e. July 20, 2018) with and by the Lakshmi Vilas Bank (LVB) against the loans given to erstwhile promoter group companies in the previous years continued to be under litigation at Hon'ble High Court of Delhi for declaration and recovery.
	RFL has also filed a criminal complaint before the EOW and EOW had registered FIR against the accused persons/entities. Also, the Enforcement Directorate had lodged an ECIR on the basis of the FIR. RFL has filed application for substitution of LVB with DBS Bank India Limited (DBS) on which notice was issued by the Hon'ble Court. Pending disposal of the case, we are unable to comment on the status of recoverability and classification of the reported balance.
	b. Type of Audit Qualification : Qualified Opinion



	<p>c. Frequency of qualification: Repetitive – Continuing since March'18</p> <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The Auditors have not quantified the impact of the Qualified Opinion.</p> <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <p>(i) Management's estimation on the impact of audit qualification: RFL had filed a suit for recovery of amounts misappropriated by the Lakshmi Vilas Bank (LVB) placed as Fixed Deposits (FD) with it on May 31, 2018 before the Hon'ble Delhi High Court. Strategic Credit Capital Private Limited and Participation Finance have also filed an application to be impleaded in the matter, which are yet to be adjudicated upon by the Hon'ble Court. Further, State Bank of India (SBI) has filed application for impleadment in the said Suit, which is yet to be adjudicated upon by the Hon'ble Court. The Company thereafter filed application to bring SEBI order dated September 11, 2019 on record. RFL has also placed on record, the FIR lodged by it against LVB & ors.</p> <p>RFL has filed application for substitution of LVB with DBS Bank India Limited (DBS) on which notice was issued by the Hon'ble Court. The Court has directed that all the pending applications be taken up together. The Hon'ble Court further directed that the application for substitution of Defendant, i.e. DBS in place of LVB will be taken up first on August 4, 2021.</p> <p>RFL has also filed a criminal complaint on May 15, 2019 before the EOW and EOW has registered FIR bearing no. 189 of 2019 against the accused persons/entities on September 23, 2019. Also, the Enforcement Directorate has lodged an ECIR on the basis of the FIR. As per the Company estimates and understanding, RFL has rightly classified the reported balance under the fixed deposit and amount is fully recoverable.</p> <p>(ii) If management is unable to estimate the impact, reasons for the same: Not applicable</p> <p>(iii) Auditors' Comments on (i) or (ii) above: The Auditors are of the view that pending disposal of the case, they are unable to comment on the status of recoverability and classification of the reported balance.</p>
2.	<p>Religare Housing Development Finance Corporation Limited (RHDFC)</p> <p>a. Details of audit Qualification</p> <p>Attention is invited to Note 16 and 17.2 of the Statement, (read with our modified report dated 20th May 2019 for the year ended March 31, 2019 of RHDFCL) of the Ind AS financial statements in relation to transaction with a trust namely "RARC 059 (RHDFC HL)" (special purpose vehicle) wherein during FY 2018-19 Gross NPA of Rs. 3038.13 lakhs were sold for a value of Rs. 2278.60 lakhs & Trust has issued security receipts (SR) in the ratio of 85:15. As informed by RHDFCL, based on the legal opinion obtained it was a true sale. Considering that RHDFCL has derecognised NPA loan receivables and has recognized security receipts as investments in the books of accounts. As per Ind AS-109, derecognition of financial assets shall take place only if substantial risk and reward has been transferred. However, in the referred transaction of security receipts, RHDFCL may remain exposed to substantial risk of return.</p> <p>Had these NPA loan receivables not been derecognized as on March 31, 2021, classification of loans into investments would not have changed and profit for the year ended March 31, 2021 would have decreased by Rs. 420.45 Lakhs.</p> <p>(b) Type of Audit Qualification : Qualified Opinion</p> <p>(c) Frequency of qualification: Repetitive - Continuing since March'19</p> <p>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The sale of GNPA to Reliance ARC was concluded within the RBI purview and RHDFC has obtained true sale opinion for concluding the transaction. Accordingly, RHDFC has derecognized the NPA loan receivables and has recognized security receipts as investments in the books of accounts RHDFC shall recognize profit/loss on the Security Receipts based on the evaluation by independent rating agency as stipulated</p>



under RBI Regulation. Under INDAS, the security receipts issued by the trust full-fill the criteria for a financial asset and has been recognized in its books.

Further, RHDFC had obtained third party opinion, which is also supporting the accounting treatment for derecognition of the loan portfolio and recognition of SRs as Investments as per the applicable provisions of Ind AS particularly Ind AS 109, Financial Statements

(e) For Audit Qualification(s) where the impact is not quantified by the auditor: Not applicable

(i) Management's estimation on the impact of audit qualification: Not applicable

(ii) If management is unable to estimate the impact, reasons for the same: Not applicable

(iii) Auditors Comment on (i) and (ii) above : Not applicable

III Signatories:

• Executive Chairperson - Dr. Rashmi Saluja



• Audit Committee Chairperson - Vijayalakshmi Rajaram Iyer



• Group CFO - Nitin Aggarwal

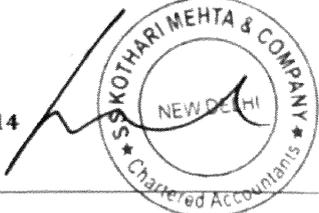


• Statutory Auditor of the Company



S S Kothari Mehta & Company, Chartered Accountants

Yogesh Gupta
Partner
Membership No. 093214



Place :- Delhi

Date :- 22-06-2021

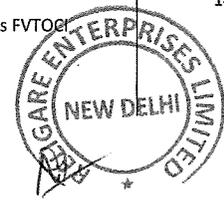
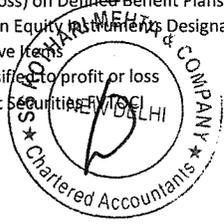
RELIGARE ENTERPRISES LIMITED

Regd. Office : 1st Floor, P-14, 45/90, P-Block, Connaught Place, New Delhi -110001

Statement of Standalone and Consolidated Audited Financial Results for the Quarter and Year Ended March 31, 2021

(Rs. in Lakhs, unless otherwise stated)

Sr No	Particulars	Standalone Results					Consolidated Results				
		Quarter Ended			Year Ended		Quarter Ended			Year Ended	
		March 31, 2021	December 31, 2020	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	December 31, 2020	March 31, 2020	March 31, 2021	March 31, 2020
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Revenue										
	(a) Revenue from Operations										
	Interest Income	182.71	186.77	111.56	613.30	251.18	11,648.14	14,039.07	14,052.30	53,767.91	63,432.29
	Dividend Income	-	-	-	-	-	-	-	-	-	5.22
	Fee and Commission Income	-	-	-	-	-	422.65	146.35	321.89	701.84	3,404.82
	Net Gain on Fair Value Changes	10.63	-	-	-	-	107.05	-	105.02	35.08	-
	Sale of Services (Income From Broking Operations)	-	-	-	-	-	5,613.13	4,852.62	4,242.09	20,484.63	16,807.03
	Other Revenue From Operations										
	Income From Insurance Premium (Net)	-	-	-	-	-	56,803.30	41,866.24	44,732.83	1,72,946.95	1,50,779.11
	Other	-	-	2.57	3.32	21.34	154.29	354.07	264.36	740.50	1,107.51
	Total Revenue from Operations	193.34	186.77	114.13	616.62	272.52	74,748.56	61,258.35	63,718.49	2,48,676.91	2,35,535.98
	(b) Other Income	842.21	582.84	4,649.27	11,261.57	5,786.42	1,409.32	782.96	1,041.16	4,370.03	4,211.87
	Total Revenue (a+b)	1,035.55	769.61	4,763.40	11,878.19	6,058.94	76,157.88	62,041.31	64,759.65	2,53,046.94	2,39,747.85
2	Expenses										
	(a) Finance Costs	106.23	106.75	90.52	417.95	603.06	19,059.12	17,988.82	29,724.73	72,492.30	84,926.11
	(b) Fee and Commission Expenses	-	-	-	-	-	3,152.73	3,293.75	1,292.25	8,888.14	4,598.73
	(c) Net Loss on Fair Value Changes	-	44.52	74.11	76.74	147.60	-	46.27	-	-	137.50
	(d) Impairment and Loss Allowances on Financial Instruments	7.02	-	3,511.15	336.04	12,036.73	(1,742.71)	790.74	19,629.63	9,443.26	37,423.69
	(e) Expense toward Capital Commitment	-	-	244.85	-	894.85	-	-	244.85	-	894.85
	(f) Employee Benefits Expense	412.27	418.45	553.15	1,924.96	1,485.10	14,693.00	14,548.37	12,947.40	58,554.66	53,451.01
	(g) Depreciation and Amortisation Expense	34.93	35.28	15.15	115.86	63.47	1,412.62	1,428.27	1,345.84	5,884.14	6,084.35
	(h) Other Expenses	723.08	574.97	2,882.71	2,571.71	4,844.46	48,302.24	35,389.81	41,224.80	1,47,522.14	1,38,230.04
	Total Expenses (a to h)	1,283.53	1,179.97	7,371.64	5,443.26	20,075.27	84,877.00	73,486.03	1,06,409.50	3,02,784.64	3,25,746.28
3	Profit/ (Loss) Before Exceptional Items and Tax (1-2)	(247.98)	(410.36)	(2,608.24)	6,434.93	(14,016.33)	(8,719.12)	(11,444.72)	(41,649.85)	(49,737.70)	(85,998.43)
4	a) Exceptional Items										
	Liability toward Capital Commitment	-	-	-	-	17,000.00	-	-	-	-	17,000.00
	b) Share in Profit / (Loss) of Joint Ventures	-	-	-	-	-	(0.52)	(0.67)	(7.85)	(8.41)	(13.14)
5	Profit / (Loss) Before Tax and Extraordinary Items (3-4)	(247.98)	(410.36)	(2,608.24)	6,434.93	(31,016.33)	(8,719.64)	(11,445.39)	(41,657.70)	(49,746.11)	(1,03,011.57)
6	Tax Expense/(credits)										
	a) Current Tax	-	-	-	-	-	1,540.48	97.70	(56.40)	1,871.59	267.77
	b) Tax of Earlier Years Provided / (Written Back)	134.61	(270.97)	-	(136.36)	-	194.76	(258.02)	18.36	(60.13)	32.14
	c) Deferred Tax (Net)	171.59	-	-	171.59	-	(3,719.98)	(38.02)	(35.45)	(3,775.82)	486.08
7	Net Profit / (Loss) After Tax before extraordinary items (5-6)	(554.18)	(139.39)	(2,608.24)	6,399.70	(31,016.33)	(6,734.90)	(11,247.05)	(41,584.21)	(47,781.75)	(1,03,797.56)
8	Extraordinary Items (Net of Tax)	-	-	-	-	-	-	-	-	-	-
9	Net Profit/ (Loss) for the period (7 - 8)	(554.18)	(139.39)	(2,608.24)	6,399.70	(31,016.33)	(6,734.90)	(11,247.05)	(41,584.21)	(47,781.75)	(1,03,797.56)
10	Other Comprehensive Income										
	A) (i) Items that will not be reclassified to profit or loss										
	Remeasurement Gain/(Loss) on Defined Benefit Plans	14.29	1.78	(4.36)	41.69	(51.50)	458.52	(161.86)	(594.16)	555.88	(861.94)
	Fair Value Gain / (Loss) on Equity Instruments Designated as FVTOCI	-	-	-	-	-	(113.32)	14.07	113.14	(87.11)	101.35
	Income Tax Impact on Above Items	-	-	-	-	-	8.83	-	-	8.83	-
	B) (i) Items that will be reclassified to profit or loss										
	Net Gain / (Loss) on Debt Securities FVOCI	-	-	-	-	-	(2,414.61)	2,691.61	802.89	2,406.21	2,152.57



	Exchange differences on translation of financial statements of foreign operations	-	-	-	-	-	(0.12)	0.80	(8.23)	2.71	(8.23)
11	Total Comprehensive Income for the Period, Net of Tax (9+10)	(539.89)	(137.61)	(2,612.60)	6,441.39	(31,067.83)	(8,813.26)	(8,702.43)	(41,270.57)	(44,912.89)	(1,02,413.81)
11(a)	Profit/(Loss) for the Period attributable to:										
	Non Controlling Interest	-	-	-	-	-	2,235.38	97.88	(556.63)	3,064.38	(10,550.61)
	Owners of the Company	-	-	-	-	-	(8,970.28)	(11,344.93)	(41,027.58)	(50,846.13)	(93,246.95)
		-	-	-	-	-	(6,734.90)	(11,247.05)	(41,584.21)	(47,781.75)	(1,03,797.56)
11(b)	Other Comprehensive Income attributable to:										
	Non Controlling Interest	-	-	-	-	-	(690.81)	784.48	92.40	711.79	193.17
	Owners of the Company	-	-	-	-	-	(1,387.55)	1,760.14	221.24	2,157.07	1,190.58
		-	-	-	-	-	(2,078.36)	2,544.62	313.64	2,868.86	1,383.75
11(c)	Total Comprehensive Income attributable to:										
	Non Controlling Interest	-	-	-	-	-	1,544.57	882.36	(464.24)	3,776.17	(10,357.44)
	Owners of the Company	-	-	-	-	-	(10,357.83)	(9,584.79)	(40,806.33)	(48,689.06)	(92,056.37)
		-	-	-	-	-	(8,813.26)	(8,702.43)	(41,270.57)	(44,912.89)	(1,02,413.81)
12	Paid-up Equity Share Capital (Face Value of equity share Rs. 10 each)	25,941.39	25,892.52	25,812.82	25,941.39	25,812.82	25,941.39	25,892.52	25,812.82	25,941.39	25,812.82
13	Other Equity (Excluding Revaluation Reserve) as shown in the Audited Balance Sheet	N.A.	N.A.	N.A.	1,31,976.20	1,25,246.09	N.A.	N.A.	N.A.	(30,650.03)	(15,711.23)
14	Earnings Per Share ("EPS") before and after extraordinary items of Rs. 10 each fully paid up (not annualised)										
	(a) Basic EPS (Rs.)	(0.21)	(0.05)	(1.01)	2.47	(13.16)	(3.46)	(4.38)	(15.89)	(19.65)	(39.55)
	(b) Diluted EPS (Rs.)	(0.21)	(0.05)	(1.01)	2.41	(13.16)	(3.50)	(4.38)	(15.95)	(19.69)	(39.62)

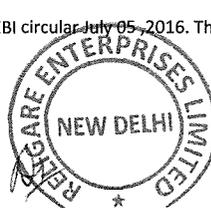


B. Audited Segment-wise Revenue, Results, Assets & Liabilities for Standalone and Consolidated Results for Quarter and Year Ended March 31, 2021

(Rs. in Lakhs, unless otherwise stated)

S. No.	Particulars	Standalone Results					Consolidated Results				
		Quarter Ended		Year Ended			Quarter Ended		Year Ended		
		March 31, 2021	December 31, 2020	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	December 31, 2020	March 31, 2020	March 31, 2021	March 31, 2020
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	SEGMENT REVENUE										
	(a) Investment and Financing Activities	196.02	186.77	4,074.88	9,392.93	4,248.97	6,992.20	9,774.11	11,267.78	36,689.16	51,424.03
	(b) Support Services	386.20	373.48	687.78	1,372.20	1,663.19	-	-	-	-	-
	(c) Broking Related Activities	-	-	-	-	-	5,900.56	5,122.62	5,047.84	21,756.47	19,567.27
	(d) E-Governance	-	-	-	-	-	773.78	621.78	453.19	2,331.78	2,015.50
	(e) Insurance	-	-	-	-	-	61,764.39	46,465.61	48,106.39	1,90,444.78	1,65,430.69
	(f) Unallocated	453.33	209.36	0.74	1,113.06	146.78	1,109.04	250.50	260.62	2,729.81	2,489.78
	Total	1,035.55	769.61	4,763.40	11,878.19	6,058.94	76,539.97	62,234.62	65,135.82	2,53,952.00	2,40,927.27
	Less : Inter- Segment Revenue	-	-	-	-	-	(382.09)	(193.31)	(376.17)	(905.06)	(1,179.42)
	Income from Operations	1,035.55	769.61	4,763.40	11,878.19	6,058.94	76,157.88	62,041.31	64,759.65	2,53,046.94	2,39,747.85
2	SEGMENT RESULTS										
	Profit/ (Loss) Before Tax from Segment										
	(a) Investment and Financing Activities	(798.39)	(737.27)	(4,900.09)	4,627.59	(31,498.26)	(14,791.77)	(12,007.35)	(46,518.32)	(61,106.89)	(1,08,802.89)
	(b) Support Services	97.08	117.55	2,291.12	694.28	335.15	-	-	-	-	-
	(c) Broking Related Activities	-	-	-	-	-	215.77	157.13	2.63	926.74	(2,906.02)
	(d) E-Governance	-	-	-	-	-	143.49	157.40	67.34	529.57	406.67
	(e) Insurance	-	-	-	-	-	4,435.48	227.11	3,686.02	7,392.45	6,815.65
	(f) Unallocated	453.33	209.36	0.73	1,113.06	146.78	1,278.46	20.32	1,105.12	2,513.09	1,475.51
	Total	(247.98)	(410.36)	(2,608.24)	6,434.93	(31,016.33)	(8,718.57)	(11,445.39)	(41,657.21)	(49,745.04)	(1,03,011.08)
	Less : Interest Expense	-	-	-	-	-	1.07	-	0.49	1.07	0.49
	Tax Expense	306.20	(270.97)	-	35.23	-	(1,984.74)	(198.34)	(73.49)	(1,964.36)	785.99
	Add: Other Comprehensive Income	14.29	1.78	(4.36)	41.69	(51.50)	(2,078.36)	2,544.62	313.64	2,868.86	1,383.75
	Total Profit / (Loss) After Tax	(539.89)	(137.60)	(2,612.60)	6,441.39	(31,067.83)	(8,813.26)	(8,702.43)	(41,270.57)	(44,912.89)	(1,02,413.81)
3	SEGMENT ASSETS										
	(a) Investment and Financing Activities	2,03,940.86	2,02,235.21	2,09,183.31	2,03,940.86	2,09,183.31	3,97,747.26	4,12,856.00	4,41,466.53	3,97,747.26	4,41,466.53
	(b) Support Services	333.94	148.26	418.46	333.94	418.46	-	-	-	-	-
	(c) Broking Related Activities	-	-	-	-	-	72,164.15	72,937.19	52,341.37	72,164.15	52,341.37
	(d) E-Governance	-	-	-	-	-	1,686.53	1,750.21	1,527.50	1,686.53	1,527.50
	(e) Insurance	-	-	-	-	-	3,03,582.45	2,86,042.25	2,05,360.04	3,03,582.45	2,05,360.04
	(f) Unallocated	4,266.77	5,293.11	5,504.66	4,266.77	5,504.66	97,376.76	1,30,455.57	1,12,322.42	97,376.76	1,12,322.42
	Total Segment Assets	2,08,541.57	2,07,676.58	2,15,106.43	2,08,541.57	2,15,106.43	8,72,557.15	9,04,041.22	8,13,017.86	8,72,557.15	8,13,017.86
4	SEGMENT LIABILITIES										
	(a) Investment and Financing Activities	48,194.58	47,219.40	46,072.42	48,194.58	46,121.06	5,89,588.16	6,23,821.03	6,03,126.86	5,89,588.16	6,03,126.86
	(b) Support Services	2,273.23	2,064.51	17,811.84	2,273.23	17,763.20	-	-	-	-	-
	(c) Broking Related Activities	-	-	-	-	-	52,614.49	54,396.44	41,314.80	52,614.49	41,314.80
	(d) E-Governance	-	-	-	-	-	1,686.53	1,750.21	1,517.39	1,686.53	1,517.39
	(e) Insurance	-	-	-	-	-	1,94,766.49	1,83,185.52	1,43,920.06	1,94,766.49	1,43,920.06
	(f) Unallocated	156.18	85.63	163.26	156.18	163.26	4,119.32	3,674.29	3,709.13	4,119.32	3,709.13
	Total Segment Liabilities	50,623.99	49,369.54	64,047.52	50,623.99	64,047.52	8,42,774.99	8,66,827.49	7,93,588.24	8,42,774.99	7,93,588.24

The Company has reported segment information as per IND AS 108 "Operating Segment" read with SEBI circular July 05, 2016. The identification of segment is consistent with performance assessment and resource allocation by management.



C. Disclosure of Standalone & Consolidated Assets and Liabilities as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at March 31, 2021:

Particulars		(Rs. in Lakhs, unless otherwise stated)			
		Standalone		Consolidated	
		Year Ended March 31, 2021 (Audited)	Year Ended March 31, 2020 (Audited)	Year Ended March 31, 2021 (Audited)	Year Ended March 31, 2020 (Audited)
A	Assets				
1	Financial assets				
	(a) Cash and cash equivalents	1,027.28	71.13	25,064.66	37,240.19
	(b) Bank Balance other than above	5.70	5.40	1,26,826.87	1,08,840.38
	(c) Receivables				
	- Trade Receivables	-	-	19,227.79	9,380.06
	(d) Loans	5,677.20	-	2,45,221.48	3,10,519.10
	(e) Investments	1,95,977.81	2,06,624.01	3,18,993.58	2,02,305.92
	(f) Other financial assets	399.38	1,548.86	14,841.36	21,973.69
	Sub-total Financial assets	2,03,087.37	2,08,249.40	7,50,175.74	6,90,259.34
2	Non-Financial assets				
	(a) Inventories	-	-	49.94	46.54
	(b) Current tax assets (net)	3,681.18	5,203.40	27,640.75	28,267.42
	(c) Deferred tax assets (net)	-	171.59	55,761.56	51,959.19
	(d) Property, plant and equipment	389.32	228.48	6,989.58	12,522.75
	(e) Goodwill	-	-	972.04	972.04
	(f) Intangible assets	1.10	9.57	3,722.28	4,002.08
	(g) Intangible Assets Under Development	-	-	1,220.28	1,323.82
	(h) Other Non Financial Assets	1,382.60	1,243.99	26,024.98	23,664.68
	Sub-total Non-Financial assets	5,454.20	6,857.03	1,22,381.41	1,22,758.52
	Total Assets	2,08,541.57	2,15,106.43	8,72,557.15	8,13,017.86
B	Liabilities and Equity				
	Liabilities				
1	Financial liabilities				
	(a) Trade payables				
	Total outstanding dues to micro enterprises and small enterprises	-	-	99.70	2.07
	Total outstanding dues to creditors other than micro enterprises and small enterprises	1,130.53	1,598.84	32,317.42	28,690.82
	(b) Other payables				
	Total outstanding dues to micro enterprises and small enterprises	-	-	108.92	83.27
	Total outstanding dues to creditors other than micro enterprises and small enterprises	-	-	13,492.34	16,882.82
	(c) Borrowings (Other than debt securities)	33,664.33	33,301.81	4,32,840.88	4,79,156.55
	(d) Subordinated Liabilities	-	-	56,135.09	56,474.70
	(e) Other financial liabilities	15,554.39	28,846.72	1,67,640.10	1,12,759.75
	Sub-total Financial liabilities	50,349.25	63,747.37	7,02,634.45	6,94,049.98
2	Non-financial liabilities				
	(a) Provisions	118.56	136.89	512.52	-
	(b) Current Tax Liabilities (Net)	-	-	1,345.14	2,299.31
	(c) Deferred Tax Liabilities (Net)	-	-	26.55	-
	(d) Other non-financial liabilities	156.18	163.26	1,38,256.33	97,238.95
	Sub-total Non Financial liabilities	274.74	300.15	1,40,140.54	99,538.26
3	Equity				
	(a) Equity Share Capital	25,941.39	25,812.82	25,941.39	25,812.82
	(b) Other equity	1,31,976.19	1,25,246.09	(30,650.03)	(15,711.23)
	Equity Attributable to Owners of the Company	1,57,917.58	1,51,058.91	(4,708.64)	10,101.59
	Non Controlling Interest	-	-	34,490.80	9,328.03
	Sub-total Equity	1,57,917.58	1,51,058.91	29,782.16	19,429.62
	Total-Liabilities and Equity	2,08,541.57	2,15,106.43	8,72,557.15	8,13,017.86



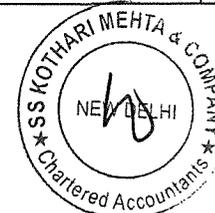
D.1. Disclosure of Standalone Cash Flows as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Year Ended March 31, 2021:

(Rs. in Lakhs, unless otherwise stated)

	Particulars	For Year ended March 31, 2021	For Year ended March 31, 2020
		(Audited)	(Audited)
A	Cash Flow From Operating Activities:		
	Profit / (Loss) Before Tax	6,434.93	(31,016.33)
	Adjustments for:		
	Loss/(profit) on Sale of Property, Plant and Equipment (Net)	(5.45)	(15.81)
	Interest Income on ICD	(613.30)	(251.18)
	Interest on Income Tax refund	(628.73)	(145.58)
	Interest on Fixed Deposit	(0.45)	(0.37)
	Depreciation and Amortisation Expense	115.86	63.47
	Provision for Gratuity and Leave Encashment	(5.68)	97.56
	Loss/ (Profit) on Sale of Investments	(8,768.47)	(36.26)
	Provision for Non Performing Assets	16.99	-
	Provision for Security Deposit	-	363.57
	Provisions Write back	(38.81)	(3,988.48)
	Investment written off	-	31.62
	Share Based Payments	35.87	15.00
	Provisions for Gratuity and Leave Encashment	(12.39)	(27.55)
	GST Input Credit excess booked -expense off	269.37	333.80
	Interest Expense	417.95	603.07
	(Gain)/Loss on FVTPL on Investment	336.04	12,036.73
	Expense toward Capital Commitment	-	17,894.85
	Expense toward Contingency	535.07	673.99
	(Gain) / Loss on Financial Assets Measured at FVTPL (Net)	76.74	147.60
	Re-measurement gains / (losses) on defined benefit plans	41.69	(51.50)
	ECL on Support Services	(49.45)	(132.65)
	Operating Profit/Loss before Working Capital changes	(1,842.22)	(3,404.46)
	Adjustments for changes in Working Capital :		
	- (Increase)/Decrease in Financial Assets	728.11	633.50
	- (Increase)/Decrease in Non-Financial Assets	197.96	260.36
	- Increase/ (Decrease) in Trade Payables	(454.43)	595.78
	- Increase/ (Decrease) in Financial Liabilities	1,514.78	584.80
	- Increase/ (Decrease) in Non-Financial Liabilities	(7.08)	39.92
	Cash Generated From / (Used in) from Operations	137.12	(1,290.10)
	- Taxes (Paid) / Refunds (Net)	628.73	330.74
	Net Cash Generated From / (Used) in Operating Activities	765.85	(959.36)



B	Cash Flow From Investing Activities:		
	Adjustments for changes in :		
	Purchase of Property, Plant and Equipment	(4.58)	(155.31)
	Proceeds from Sale of Property, Plant and Equipment	10.28	16.92
	Proceeds from Sale of Non Current / Current Investments in:		
	Investment made in Mutual Funds	(2,099.95)	(5,200.00)
	Redemption of Mutual Funds	1,100.00	5,221.34
	- others (including units of mutual funds)	3.32	124.64
	Investments in Non Current/ Current Investments of:		
	-Subsidiary Companies (Including Equity share/Debentures/ Preference Shares/CPs)	-	(3,008.58)
	ICD - Given to subsidiaries	(5,850.00)	(5,600.00)
	ICD - Receive back from subsidiaries	150.00	5,600.00
	Interest on Fixed deposits	0.45	0.37
	Interest on ICD - Received	421.16	251.18
	Payment against Capital Commitment /Settlement	(15,300.00)	(2,594.85)
	Changes in bank balances other than cash and cash equivalent	0.30	-
	Net Cash Generated From/ (Used in) Investing Activities	(21,569.02)	(5,344.29)
C	Cash Flow From Financing Activities:		
	Proceeds from sale of share in subsidiaries	20,000.00	-
	Purchase of subsidiaries share	-	(4,705.15)
	Interest Paid	(19.67)	(302.84)
	Proceed from Issue of Share Capital	379.88	16,155.00
	Repayment from Short Term Borrowings - Inter Corporate Loan	(36.88)	(5,116.73)
	Advance given to Group Company employee (received back)	1,499.99	-
	Lease Libaility paid	(45.85)	-
	Interest paid on Lease liability	(18.15)	-
	Net Cash Generated From/ (Used In) Financing Activities	21,759.32	6,030.28
	Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	956.15	(273.38)
	Cash and Cash Equivalents at the Beginning of the Year	71.13	344.51
	Cash and Cash Equivalents at the end of the Year	1,027.28	71.13
	Cash and Cash Equivalents at the end of the Year comprises of		
	Cash in hand	0.27	0.46
	Cheques/Stamps in hand	27.12	1.57
	Balances with Scheduled Banks in Current Accounts	999.89	69.10
	TOTAL	1,027.28	71.13



D.2. Disclosure of Consolidated Cash Flows as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Year ended March 31, 2021:		
Particulars	(Rs. in Lakhs, unless otherwise stated)	
	For Year ended March 31, 2021	For Year ended March 31, 2020
	(Audited)	(Audited)
A		
Cash Flow From Operating Activities:		
Net Profit / (Loss) Before Tax	(49,746.11)	(1,03,011.57)
Adjustments for:		
Depreciation and Amortisation	5,884.14	6,084.35
Interest Expense	72,014.41	84,512.95
Interest Income*	(19,654.78)	(15,477.05)
Dividend Income	-	(5.22)
Share of (Profit) / Loss of Associates and Joint Ventures	8.41	13.14
(Profit)/Loss on Selling of PPE and Intangible Assets Under Development (Net)	(36.18)	(84.13)
(Profit)/Loss on Selling of Other Investments / Premium of Investment (Net)	(62.09)	(1,035.92)
Remeasurement Gain or (Loss) on Defined Benefit Plans	555.88	(861.94)
Employee Stock Option Expenses / Reverse	(636.64)	2,306.60
Bad Debts, Balances and Loans Written Off	1,101.09	2,525.06
Provision Made / (Reversed) Against Loans (Net)	7,572.83	4,280.00
Provision Made / (Reversed) Against Investments and Investment Written Off	2,202.80	5,260.48
Provision Made / (Reversed) Against Trade Receivables	(455.87)	115.74
Provision Made / (Reversed) Against Others Financial Assets	300.67	115.40
Provision Made / (Reversed) Against Others Non-Financial Assets	630.32	2,009.26
Provision for Gratuity and Leave Encashment (written off) / created	(954.17)	784.41
(Gain) / Loss on Financial Assets Measured at FVTPL (Net)	(35.08)	137.50
Translation Reserve	0.03	(0.16)
Gain on Rent Concession and Loss on termination / modification of leases	4.43	-
Expense Towards Capital Commitments	-	17,894.85
Expense Towards Contingency	1,209.07	673.99
Amortisation of Excess Interest Spread	(268.62)	531.15
Operating Profit Before Changes in Operating Assets and Liabilities	19,634.54	6,768.89
Adjustments for Changes in Operating Assets and Liabilities:		
- (Increase)/Decrease in Trade Receivables	(9,391.86)	24,948.38
- (Increase)/Decrease in Loans	56,623.71	1,88,421.55
- (Increase)/Decrease in Other Financial Assets	9,195.54	(3,268.31)
- (Increase)/Decrease in Inventories	(3.40)	(36.87)
- (Increase)/Decrease in Other Non-Financial Assets	(2,990.62)	3,020.97
- Increase/(Decrease) in Trade and Other Payables	359.40	3,322.72
- Increase/(Decrease) in Other Financial Liabilities	25,601.39	(1,472.22)
- Increase/(Decrease) in Other Non-Financial Liabilities	41,017.39	17,443.80
Cash Used/ generated in/ from operations before taxes	1,40,046.09	2,39,148.91
- Taxes Refunded / (Paid) (Net)	(681.10)	4,130.75
Net Cash Generated / (Used) from / in Operating Activities	1,39,364.99	2,43,279.66



B	Cash Flow From Investing Activities:		
	Purchase of Property, Plant and Equipments and Other Intangible Assets	(1,973.49)	(2,454.14)
	Proceeds from sale of Property, Plant and Equipments and Other Intangible Assets	96.91	198.08
	Intangible Assets Under Development and Capital Works in Process	103.54	(37.82)
	Proceeds from Sale of Other Investments	1,31,980.59	98,576.72
	Purchase of Other Investments	(2,48,463.19)	(1,59,228.82)
	Change in Bank Balances other than Cash and Cash Equivalents	(18,051.15)	3,896.64
	Interest Received (Revenue)	17,624.18	15,470.55
	Dividend Received (including dividend from an associate)	-	5.22
	Net Cash Generated / (Used) from / in Investing Activities	(1,18,682.61)	(43,573.57)
C	Cash Flow From Financing Activities:		
	Proceeds from fresh issue of Equity Share Capital (including securities premium)	379.89	16,155.00
	Proceeds/ (Repayment) for Borrowings (Other than Debt Securities) (Net):		
	- Term Loans	(50,135.44)	(1,09,756.24)
	- Loan Repayable on Demand	3,420.38	(21,331.98)
	Proceeds/ (Repayment) for Subordinated Liabilities (Net):		
	- Debentures	106.04	106.71
	- Term Loans	(445.65)	(74.58)
	Principal Payment of Lease Liability	(2,667.12)	(2,846.88)
	Payment for Acquiring the Shares held by Non-Contrlling Interest	-	(4,705.15)
	Proceeds from the Shares issued to Non-Controlling Interest	35,522.16	2,863.12
	Proceeds from the Shares sold to Non-Contrlling Interest	20,000.00	-
	Interest Paid on Lease Liability	(826.80)	(1,054.82)
	Interest Paid other than on Lease Liability	(23,804.63)	(51,104.44)
	Payment against Capital Commitments	(14,405.15)	(2,594.85)
	Net Cash Generated / (Used) from / in Financing Activities	(32,856.32)	(1,74,344.11)
	Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(12,173.94)	25,361.98
	Add: Cash and Cash Equivalents at the beginning of the Year	37,240.19	11,872.85
	Add: Effect of Exchange difference on Translation of Foreign Currency Cash & Cash Equivalents	(1.59)	5.36
	Cash and Cash Equivalents at the end of the Year	25,064.66	37,240.19
	Cash and Cash Equivalents at the end of the Year Comprises of		
	Cash in Hand	1.40	4.03
	Cheques on Hand	485.11	122.15
	Stamp Papers On Hand	18.97	25.21
	Balances with Banks in Current Accounts	24,457.64	36,892.80
	Balances with Banks in Fixed Deposits Accounts	101.54	196.00
	Total	25,064.66	37,240.19

* Interest income does not include interest income from lending operations of Rs 34,113.13 Lakhs (March 31, 2020: Rs 47,955.24 Lakhs).

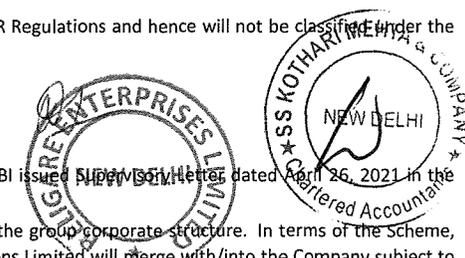


Notes:

- 1 The above financial results have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 2 In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this statement of audited financial results of standalone and consolidated results for the quarter and year ended March 31, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors (the "Board") of the Company at its meeting held on June 22, 2021. The figures of standalone and consolidated financial results for the quarter ended March 31, 2021 are balancing figure of audited financial results for year ended March 31, 2021 and published year to date figure for nine months ended December 31, 2020 which were subjected to limited review by statutory auditors.
- 3 The Company although has investment in the equity shares in Religare Capital Markets Limited ("RCML"), however the right to exercise control through voting rights is not available with the Company. Besides this, in terms of the tripartite agreement between the Company, RCML and RHC Holding Private Limited ("RHCPL"), severe long term restrictions and significant restrictive covenants on major decision making at RCML have been imposed by the holders of preference shares. Accordingly, in view of the above, the financial statements of RCML and its subsidiaries have been excluded from the consolidated financial statements of the Company w.e.f. October 01, 2011, in accordance with applicable accounting standards. The Company has already provided fully for the entire investments made by it in RCML in previous years. The net worth of RCML as per last audited financial statement as on March 31, 2017 was Rs. (61,971.95) Lakhs. Audited financials of RCML for subsequent periods are not available. There is a contingent liability amounting to Rs. 4,078 Lakhs in the books of the Company towards uncalled capital on equity shares of RCML.
- 4 The Company, being a Core Investment Company (CIC), has invested its funds primarily in money market instruments and inter corporate loan to its subsidiaries. Hence, temporary market shocks (such as those due to pandemics/epidemics like COVID-19) are not considered to have a material impact on the carrying value of these Investments of the Company on standalone basis. The COVID-19 pandemic has impacted the Group's business operations in respect of its health insurance subsidiary (Care Health Insurance Limited (CHIL)) and subsidiaries engaged in the business of lending (i.e. Religare Finvest Limited (RFL), together with its subsidiary, Religare Housing Development Finance Corporation Limited (RHDFCL)). Considering the fact that COVID-19 can substantially impact the claim level in future, and the 'Reserve for unexpired risk' held in normal course may not be adequate to meet the increased level of claims, during the quarter, CHIL has created an additional provision of Rs. 9,123 Lakhs (total provision as at quarter end Rs 13,588 Lakhs) towards premium deficiency, based on the review conducted and as advised by its Appointed Actuary, which is also in terms of "CHIL" accounting policy on Premium Deficiency Reserve. Apart from other adverse effects, the pandemic has put constraints on recovery of overdues from customers of RFL and RHDFCL. During the year, both RFL and RHDFCL have ensured compliance with various measures announced by various authorities from time to time such as extension of moratorium granted to borrowers, benefit of asset classification, Resolution Framework for COVID-19-related stress, grant of ex-gratia payment of difference between compound interest and simple interest, etc. RFL is required to refund / adjust an estimated sum of Rs. 876.05 Lakhs (out of which RFL's share is Rs. 838.50 Lakhs) to the eligible borrowers for refund of interest on interest/compound interest/penal interest, which will be refunded / adjusted in instalments due from respective borrowers in FY2021-22. Similarly, RHDFCL has computed an amount of Rs 66.93 lakhs to be refunded / adjusted in accounts of the borrowers.
- 5 (i) The Company has not raised any funds through the public issue, rights issue or preferential issue during the quarter ended March 31, 2021, therefore the statement prescribed in terms of SEBI Circular CIR/CFD/CMD1/162/2019 dated December 24, 2019 is not applicable for the quarter. Further, the Company doesn't fall under the classification of Large Corporate Borrower as mentioned under the SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.

(ii) During the Quarter ended March 31, 2021, the Company allotted 488,750 Equity Shares of face value of Rs. 10/- each pursuant to exercise of stock options granted under "Religare Enterprises Limited Employees Stock Option Plan 2019" (REL ESOP Scheme 2019). Pursuant to the said allotments, the issued, subscribed and paid up equity capital of the Company stands increased to Rs. 2,594,139,020/- divided into 259,413,902 equity shares of Rs. 10/- each as on March 31, 2021. Post year end, on May 27, 2021, the Company allotted 78,000 equity shares of face value of Rs. 10/- each upon exercise of stock options granted under the REL ESOP Scheme 2019. Pursuant to same, the issued, subscribed and paid up equity capital of the Company stands increased from Rs. 2,594,139,020/- divided into 259,413,902 equity shares of Rs. 10/- each to Rs. 2,594,919,020/- divided into 259,491,902 equity shares of Rs. 10/- each.

(iii) The Board of Directors of the Company in its meeting held on June 08, 2021 has, subject to the approval of the shareholders, approved raising of funds through preferential issue of shares by issuing up to 54,156,761 (Five Crore Forty One Lakh Fifty Six Thousand Seven Hundred Sixty One) equity shares of the Company at an issue price of Rs. 105.25 per share aggregating upto Rs. 5,700,000,000/- (Rupees Five Hundred Seventy Crores) on a preferential basis. The EGM for approval of shareholders in the matter is scheduled to be held on July 03, 2021.
- 6 The stock exchanges viz. NSE and BSE on June 11, 2021 & June 12, 2021 respectively have approved the application for re-classification of promoters / promoters group into public shareholders category viz. Malvinder Mohan Singh, Shivinder Mohan Singh, Japna Malvinder Singh, Aditi Shivinder Singh, Abhishek Singh, RHC Finance Private Limited, RHC Holding Private Limited, PS Trust (held in the name of Malvinder Mohan Singh & Shivinder Mohan Singh). Though no communication/information in this regard was received by the Company from erstwhile promoters, 30,000 shares held / acquired by Nimrita Parvinder Singh (which the Company believed to be the daughter of Malvinder Mohan Singh, one of the erstwhile Promoters) during the quarter ended March 31, 2021 were included in the shareholding pattern under the category of promoters group only to comply with Company's disclosure requirements in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations) since she was falling under definition of promoter group provided in the SEBI ICDR Regulations. However, now consequent to the approval of re-classification of promoters into public category, Nimrita Parvinder Singh is automatically out of Promoter Group as defined in SEBI ICDR Regulations and hence will not be classified under the promoters / promoters group in the shareholding pattern of the Company from now onwards. Consequently, the Company has become a "listed entity with no promoters".
- 7 (i) The Company continues to be barred from declaring dividends as per RBI letter issued in December 2019.
(ii) RBI vide letter dated February 25, 2021 issued a Risk Assessment Report (RAR) and the Inspection Report (IR) to the Company for financial year ended March 31, 2020. Further, RBI issued Supervisory Letter dated April 26, 2021 in the matter. The Company is in the process of responding to the same.
- 8 (i) On December 18, 2019, the Board of Directors of the Company approved, subject to requisite approvals, the draft Scheme of Amalgamation ("Scheme") that is designed to simplify the group corporate structure. In terms of the Scheme, four (4) direct/indirect wholly owned subsidiaries of the Company namely, Religare Comtrade Limited, Religare Insurance Limited, Religare Advisors Limited and Religare Business Solutions Limited will merge with/into the Company subject to terms and conditions as provided in the Scheme. w.e.f April 01, 2019. The Scheme has been filed with the Hon'ble NCLT Delhi on October 31, 2020 and is pending for approval.



(ii) The Company has given letter of comfort to Religare Comtrade Limited ("RCTL"), a wholly owned sub-subsidiary of the Company to provide financial support to RCTL. The Company has booked a financial liability of Rs. 10,968.90 lakhs till March 31, 2021 (for current quarter Rs 130.64 Lakhs and for year ended March 31, 2021 Rs 530.23 Lakhs) equivalent to negative net worth of RCTL, against the said letter of comfort. This has no impact on consolidated financials.

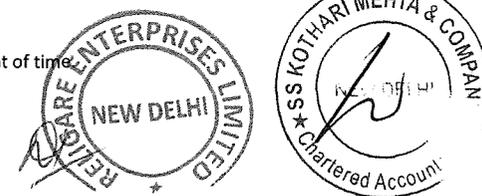
- 9 In accordance with the Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and guidelines and circulars issued by SEBI, the Company has filed a Joint Settlement Application on March 31, 2021 against the Show Cause Notice dated November 17, 2020 received by the Company from SEBI in the matter of investigation of Religare Enterprises Limited initiated in February 2018.
- 10 The Company has not redeemed 15 lakhs preference shares amounting to Rs 4,190.28 lakhs due for redemption on October 31, 2018 and disputed the liability stating the transaction to be an illegal one and filed a police complaint with EOW. However, the Company has created an adhoc provision of Rs 1,209.06 Lakhs (Rs 673.99 Lakhs in FY 2019-20 and Rs 535.07 Lakhs in FY 2020-21) towards the potential interest liability from the redemption date till March 31, 2021. In the matter of Daichi Sankyo Company Limited vs. Malvinder Mohan Singh & Others, the Company has been made a garnishee with regards to these preference shares. The Company has filed an interim application disputing its liability as a garnishee. The preference shares stand transferred in the account of the Court receiver. The Decree Holder i.e. Daichi has filed an application by suppressing the fact that the entire shareholding of RHC Holdings Pvt. Ltd. in M/s Elive Infotech Pvt. Ltd. had been pledged in favour of Religare Finvest Limited (RFL) as a security for various loans to group companies of RHC Holdings Pvt. Ltd and obtained a status quo order on the brand "Religare". RFL has filed an objection application in the said proceedings. The case is sub-judice.
The Company has also filed a petition in Hon'ble NCLT, Delhi under Section 55 & 59 of the Companies Act, 2013 seeking rectification of Register of Members of the Company w.r.t. 250 Lakhs preference shares amounting to Rs 4,030.06 lakhs as on March 31, 2021, issued by the Company to RHC Finance Private Limited in August 2016 alleging the transaction to be a fraudulent one and sought cancellation of preference shares along with stay on voting rights in the interim. The matter is sub-judice.
- 11 In the matter of Malvinder Mohan Singh vs. Religare Enterprises Limited & Ors., in Hon'ble Delhi High Court, Malvinder Mohan Singh has filed Suit for declaration that termination of Indemnity and Release Agreement dated 14.11.2017 by the Company is unlawful. No notice is issued on the said Petition. REL has raised objections regarding maintainability of suit. The matter is sub-judice.
- 12 The Capital to risk weighted assets ratio (CRAR) of RFL is below the prescribed limit. Reserve Bank of India ("RBI") vide its letter dated January 18, 2018 has advised RFL to adhere to corrective action plan ("CAP") given by it. The said CAP, interalia, prohibits RFL from expansion of credit/investment portfolios other than investment in Government Securities and advices RFL not to pay dividend. In this regard, RFL is taking necessary corrective measures as advised by RBI and will seek removal of CAP in due course. RFL is facing significant asset liability mismatches as a result of misappropriation and embezzlement of Company's funds under the control of the erstwhile promoters. During the year ended March 31, 2021, RFL proposed its Debt Restructuring Plan (DRP) to the lenders with REL as promoter in terms of RBI circular on Prudential Framework for Resolution of Stressed Assets dated June 7, 2019 to realign its debt with cash flows. Accordingly, the financial statements of RFL have been prepared on Going Concern basis.
RFL has made defaults in repayment of its obligation towards its lenders and an amount of Rs. 3,296.02 crore (Rs. 1,771.21 crore as on March 31, 2020) are overdue as on March 31, 2021. Further, RFL has not redeemed the Unsecured Rated Listed Redeemable Non-Convertible Subordinated Debentures aggregating to Rs. 10,620 lakhs comprising of principal of Rs. 10,000 lakhs and interest of Rs. 620 lakhs on the date of maturity i.e. April 30, 2021.
- 13 During the year ended March 31, 2018, RFL entered into a settlement agreement with Strategic Credit Capital Private Ltd. (SCCPL) and its associate companies for withdrawing various litigations against each other in respect of assignment of loans by RFL to SCCPL. RFL is pursuing recovery of Rs 79,367.20 Lakhs (fully provided for) from SCCPL. Despite the settlement, SCCPL and its associates have filed a suit before the Hon'ble District Court, Saket seeking various reliefs and also seeking discharge of their obligations under the settlement agreement. The matter is sub-judice.
- 14 RFL has not created any additional Deferred Tax Assets during the current period and is continuing to carry the amount of Rs 49,315.69 lakhs that was booked as at March 31, 2018 considering the availability of future taxable profit against which the deductible temporary differences and unused tax losses can be utilised.
- 15 (i) RFL had filed a suit for recovery of Fixed Deposits amounting to Rs 79,145 Lakhs misappropriated by Lakshmi Vilas Bank ("LVB") on May 31, 2018 before the Hon'ble Delhi High Court that passed interim Orders directing that status quo be maintained in respect of RFL's current account maintained with LVB. RFL has also filed an application to the Hon'ble Court for substitution of LVB with DBS Bank India Limited (DBS). Further, State Bank of India and SCCPL along with its associates have filed application for impleadment in the said suit. The matter is sub-judice.
(ii) RFL had also filed a complaint against LVB and others on May 15, 2019 with EOW. The EOW, Delhi has registered a FIR against LVB & Ors. for committing offence of criminal breach of trust and criminal conspiracy. The EOW has filed its charge sheet on March 23, 2020, cognizance on which is yet to be taken by the Court. The matter is sub-judice. Also, the ED has lodged an ECIR on the basis of the FIR.
- 16 During the financial year 2018-19, RHDFCL had entered into a transaction with RARC 059 (RHDFC HL) Trust (special purpose vehicle) wherein it has sold GNPA of Rs. 3,038.13 Lakhs for a value of Rs. 2,278.60 Lakhs. The transaction has been carried out in compliance with the applicable RBI norms for securitization and the Trust has issued security receipts (SR) in the ratio of 85:15 i.e. of Rs. 1,936.81 Lakhs to RHDFCL and Rs. 341.79 Lakhs to Reliance ARC Limited. The transaction is concluded within the RBI purview and RHDFCL has obtained true sale opinion for concluding the transaction.
Accordingly, RHDFCL has derecognized the NPA loan receivables and has recognized SRs as investments in the books of accounts. It shall recognize profit/loss on the SRs based on the evaluation by independent rating agency as stipulated under RBI Regulation.
Under INDAS, the SRs issued by the trust full-fill the criteria for a financial asset and has been recognized it in its books. The value of the aforesaid investments as on March 31, 2021 is Rs. 1,793.01 Lakhs (previous year end Rs. 1,795.15 lakhs).

Management response on Audit Qualifications

17 1) Religare Finvest Limited (RFL)

Qualification: Adjustment of fixed deposits of Rs. 79,145 Lakhs (excluding Rs. 2,703.39 Lakhs interest accrued & due till the date of original maturity i.e. July 20, 2018) with and by the Lakshmi Vilas Bank (LVB) against the loans given to erstwhile promoter group companies in the previous years continued to be under litigation at Hon'ble High Court of Delhi for declaration and recovery. The Company has also filed a criminal complaint before the Economic Offence Wing (EOW), Delhi and EOW has registered FIR against accused persons/entities. Also the Enforcement Directorate has lodged an ECIR on the basis of FIR. RFL has filed application for substitution of LVB with DBS Bank India Limited (DBS) on which notice was issued by the Hon'ble Court. Pending disposal of the case, we are unable to comment on the status of recoverability and classification of the reported balance.

Status: Please refer the note no. 15 regarding the status of the case. The management has taken appropriate legal remedies and no expected credit loss / provision is required at this point of time



2) Religare Housing Development Finance Corporation Limited (RHDFCL)

Qualification: In relation to transaction with RARC 059 (RHDFC HL) Trust (Special Purpose Vehicle) wherein GNPA of Rs. 3,038.13 Lakhs were sold for a value of Rs. 2,278.60 Lakhs & Trust has issued security receipts (SR) in the ratio of 85:15. As informed by RHDFCL, based on the legal opinion obtained it was a true sale. Considering that Company has derecognised NPA loan receivables and has recognized security receipts as investments in the books of accounts. As per Ind AS-109, derecognition of financial assets shall take place only if substantial risk and reward has been transferred. However, in the referred transaction of security receipts, the company (RHDFC) may remain exposed to substantial risk of return. Had these NPA loan receivables not been derecognized as on 31st March 2021, classification of loans into investments would not have changed and profit for the year ended March 31, 2021 would have decreased by Rs. 420.45 Lakhs.

Status: The sale of GNPA to Reliance ARC was concluded within the RBI purview and RHDFCL has obtained true sale opinion for concluding the transaction. Accordingly, RHDFCL has derecognized the NPA loan receivables and has recognized security receipts as investments in the books of accounts RHDFCL shall recognize profit/loss on the Security Receipts based on the evaluation by independent rating agency as stipulated under RBI Regulation. Under INDAS, the security receipts issued by the trust full-fill the criteria for a financial asset and has been recognized it in its books. (Please refer note 16)

Management response on Audit Qualifications of previous year since removed

18 Religare Finvest Limited (RFL)

Qualification: In relation to loans given to certain companies appearing in Corporate Loan Book (CLB portfolio) aggregating to Rs. 203,670 Lakhs as on March 31, 2021 (Rs 203,670 Lakhs as on March 31, 2020). Loans, so provided including given in financial year ended March 31, 2018 have been reported by us under section 143(12) of the Companies Act, 2013. Expected Credit Loss (ECL) fully provided for; no further loans have been given during the year ended on March 31, 2021 and proceedings launched by RFL against these companies continued to be under Insolvency and Bankruptcy Code (IBC) before the Hon'ble NCLT Delhi. Most of these proceedings are stayed by the Hon'ble Supreme Court in its order dated April 5, 2019 in case of M/s Daiichi Sankyo Company Limited Versus Oscar Investments Limited & Ors.

Based on the due diligence report and the replies filed by the borrowers before the Hon'ble NCLT Delhi, RFL had also filed a criminal complaint before the EOW, Delhi, on which a F.I.R. has been registered and is explained to be under investigation. We were also informed that the Zonal Office of Enforcement Directorate has lodged an enforcement case under the Prevention of Money Laundering Act on the basis of said F.I.R.

Further, RFL has subscribed to Non-Convertible Debentures (NCDs) of a corporate entity of Rs. 20,000 Lakhs during December 2016 [impairment of Rs 20,000 Lakhs considered till March 31, 2021]. Due to default in making repayment of these NCDs to RFL, it has filed the case against the party under Insolvency and Bankruptcy Code (IBC) before the Hon'ble NCLT Kolkata, who had issued liquidation order dated October 22, 2019. RFL has also filed a criminal complaint before the EOW, Delhi and a FIR has been registered on the said complaint.

Status: The qualification has been removed in Quarter ended September 30, 2020.

The statutory auditor's report for the financial years ended March 31, 2017 to March 31, 2020 were modified with respect to adequacy of provision and any additional financial / legal implications. RFL has recognized ECL / impairment in respect of its entire exposure in respect of CLB portfolio and non-convertible debentures. Accordingly, no further financial implications are expected on the Company.

Place: New Delhi
Date : June 22, 2021

For and on behalf of the Board of Directors

Sd/- 
Dr. Rashmi Saluja
Executive Chairperson



