



**SIFL/SECT/AA/22-23/63**

September 15, 2022

The Secretary

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai - 400 001

Fax: 022-2272 2037/2039/2041/3121

**BSE Scrip Code: 523756**

Dear Sirs,

**Sub: Resubmission of the Financial Results of the Company for the Quarter ended June 30, 2022 as per clarity sought by BSE Limited**

Pursuant to the email dated September 15, 2022 received from BSE Limited w.r.t. the documents relating to the Financial Results of the Company for the Quarter ended June 30, 2022 not being clear, please again find attached herewith a copy of the said Financial Results that were earlier submitted by the Company vide letter no. SIFL/SECT/AA/22-23/50 dated August 12, 2022.

This is for your information and record

Thanking you,

Yours faithfully,

**For Srei Infrastructure Finance Limited**

**Manoj Kumar**

**Company Secretary and Chief Financial Officer**

**FCS 6698**

**Cc:**

The Secretary

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot no. C/1

G Block, Bandra-Kurla Complex

Bandra (E), Mumbai - 400 051

Fax: 022-2659 8237/38; 2659 8347/48

**NSE Symbol: SREINFRA**

**Srei Infrastructure Finance Limited**

CIN: L29219WB1985PLC055352

(A Company under Corporate Insolvency Resolution Process vide NCLT (Kolkata) Order dated October 08, 2021)

Registered Office: 'Vishwakarma' 86C, Topsia Road (South), Kolkata - 700046

Tel.: +91.33.22850112-15, 61607734, Fax: +91.33.2285 7542/8501

Email: corporate@srei.com Website: www.srei.com

Independent Auditor's Review Report on quarterly Unaudited Standalone Financial Results of Srei Infrastructure Finance Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Administrator

Srei Infrastructure Finance Limited

1. We were engaged to review the accompanying Statement of Unaudited Standalone Financial Results of Srei Infrastructure Finance Limited ("the Company") for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. The Reserve Bank of India ('RBI') vide press release dated October 4, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ('RBI Act') superseded the Board of Directors of the Company and appointed an Administrator under Section 45-IE (2) of the RBI Act. Further, RBI, in exercise of powers conferred under section 45-IE (5) (a) of the RBI Act, has constituted a three-member Committee of Advisors for advising the Administrator.

The RBI had also filed application for initiation of Corporate Insolvency Resolution Process ('CIRP') against the Company under Section 227 read with clause (zk) of sub-section (2) of Section 239 of the Insolvency and Bankruptcy Code (IBC), 2016 ('the Code') read with Rules 5 and 6 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 ('FSP Insolvency Rules') before the Hon'ble National Company Law Tribunal, Kolkata Bench (Hon'ble NCLT). Hon'ble NCLT vide its order dated October 8, 2021 admitted the application made by RBI for initiation of CIRP against the Company. Further, Hon'ble NCLT gave orders for appointment of Mr. Rajneesh Sharma, as the Administrator to carry out the functions of Resolution Professional as per the Code and that the management of the Company shall vest in the Administrator.

3. We refer to Note No. 2 to the Statement which states that the Statement has been taken on record by the Administrator while discharging the powers of the Board of Directors of the Company which were conferred upon him by the RBI and subsequently by the Hon'ble NCLT vide its order dated October 8, 2021.

This Statement has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on this Statement based on our review.

4. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of





material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

**5. Basis for Disclaimer of Conclusion**

- (a) Note No. 2 to the Statement which explains that the Administrator has initiated audits/reviews relating to the processes and compliances of the Company and has also appointed professionals for conducting transaction audit as per Section 43, 45, 50 and 66 of the Code. Hence, the Statement is subject to completion of such audits/reviews. Pending the completion of the Transaction Audit, we are unable to comment on the impact, if any of the same on the Statement. The note explains that latest valuations from independent valuers in respect of assets/collaterals held as securities is in progress. Hence, pending completion of the process, we are unable to comment on the impact, if any of the same on the Statement. Further Note No. 2 also explains that since the Administrator has taken charge of the affairs of the Company on October 4, 2021, the Administrator is not liable or responsible for any actions and regarding the information pertaining to the period prior to October 4, 2021 and has relied upon the explanations, clarifications, certifications, representations and statements made by the existing management team of the Company ( 'the existing officials of the Company'), who were also part of the Company prior to the appointment of the Administrator.
- (b) Note No. 3 to the Statement which explains that during the financial year 2019-20, the Company accounted for the slump exchange transaction and consequently recognized the relevant assets and liabilities in its books of account, pursuant to the Business Transfer Agreement ('BTA') with SEFL, with effect from October 1, 2019, subject to necessary approvals. The superseded Board of Directors and erstwhile management of the Company obtained expert legal and accounting opinions in relation to the accounting of BTA which confirmed that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework. The Note further explains that during the financial year 2020-2021, the Company had filed two separate applications under Section 230 of the Act before the Hon'ble NCLT proposing Schemes of Arrangement (the Schemes) with all its secured and unsecured lenders. Since applications/appeals in connection with the Scheme were pending before Hon'ble NCLT/NCLAT, the superseded Board of Directors and erstwhile management had maintained status quo on the Scheme including accounting of BTA. Both the schemes of arrangement were rejected by majority of the creditors and an application of withdrawal was filed by the Administrator in this matter which has been allowed by the Tribunal vide order dated February 11, 2022.

As stated in the said note, the Company is in the process of consolidated resolution of SIFL and SEFL and hence no further action is being contemplated regarding establishing the validity of BTA or otherwise, consequent upon the withdrawal of Schemes. Accordingly, the status quo regarding BTA, as it existed on the date of commencement of Corporate Insolvency Resolution Process ('CIRP'), has been maintained. In view of the uncertainties that exist in the matter of BTA, we are unable to comment on the accounting of BTA, as aforesaid, done by the Company and accordingly on the impact of the same, if any, on the Statement.

- (c) Note No. 5 to the Statement which explains that the Administrator has invited the financial/operational/other creditors to file their respective claims and that the admission of such claims is in process. Further, the note explains that the effect in respect of the claims, as on October 8, 2021, received by the Administrator till July 31, 2022 has been given in the books of account. Further, the note also explains that the creditors can file their claims during CIRP and the figures of claims admitted and accounted in the books of account might undergo changes during CIRP. Hence, adjustments, if any, arising out of the claim verification and submission process, will





be given effect in subsequent periods. We are unable to comment on the impact of the same, if any, on the Statement.

- (d) Note No. 6 (ii) to the Statement which explains Trinity Alternative Investments Managers Limited (Trinity) has not provided NAV for the quarter ended June 30, 2022 of various funds managed by them in which the Company has made the investment. The Company has valued its investments in the funds at the NAV that existed as on March 31, 2022. In the absence of NAV of the funds as on June 30, 2022, we are unable to comment on the impact of the same, if any, on the Statement.
- (e) Note No. 7 (a) (ii) and Note No. 7 (b) (ii) to the Statement which states that pursuant to its admission under the CIRP, the Company has not provided for Rs. 550 lakhs and Rs. 825 lakhs for the quarter ended June 30, 2022 in respect of its obligations for interest on Inter Corporate Deposit and interest on non-convertible perpetual bond respectively since the Insolvency commencement date i.e. October 8, 2021. Had the Company provided its obligation for interest, as aforesaid, the loss before tax for the quarter ended June 30, 2022 would have been increased by Rs. 1375 lakhs.
- (f) Note No. 8 to the Statement which explains the reasons owing to which the Company was not able to comply with the requirements of Section 135 of the Act in relation to depositing unspent amount of CSR. As stated, in the said note, the Company has written to MCA seeking exemption from the obligations of the Company under portions of Section 135(5) and Section 135(7) of the Act. We are unable to comment on the impact of the same or any other consequences arising out of such non-compliance, if any, on the Statement.
- (g) Note No. 10 to the Statement which explains that the Company, as per the specific directions from Reserve Bank of India (RBI) in relation to certain borrowers referred to as 'probable connected parties/related parties', was advised to re-assess and re-evaluate the relationship with the said borrowers to assess whether they are related parties to the Company or to SEFL and also whether these were in line with arm's length principles. The erstwhile management obtained legal and accounting views on the matter which stated that the said transactions were not related party transactions. As stated in the said Note, the Administrator is not in a position to comment on the views adopted by the erstwhile management in relation to the RBI's direction since these pertain to the period prior to the Administrator's appointment. As stated in paragraph (a) above, the Administrator has initiated a transaction audit/review relating to the process and compliance of the Company and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code, which is in process and the Statement is subject to outcome of such audit / reviews. We are unable to comment on the impact of the same, if any, on the Statement.
- (h) We have been informed that certain information including the minutes of meetings of the Committee of Creditors, Advisory Committee, Joint Lenders and transaction audit reports are confidential in nature and has not been shared with us. Accordingly, we are unable to comment on the possible financial effects on the Statement, including on presentation and disclosures, if any, that may have arisen if we had been provided access to that information.
- (i) In view of the possible effects of the matters described in paragraph 5(a) to 5(h) above, we are unable to comment on the Company's compliance on various regulatory ratios/limits and consequential implications including disclosures, if any.
- (j) In view of the possible effects of the matters described in paragraph 5(a) to 5(i) above, we are also unable to comment on the ratios disclosed by the Company in Annexure 1 to the Statement.





**6. Disclaimer of Conclusion**

In view of the significance of the matters described in paragraph 5 above and the uncertainties involved, we have not been able to obtain sufficient and appropriate evidence and therefore, unable to conclude as to whether the Statement has been prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India or state whether the Statement has disclosed the information required to be disclosed, including the manner in which it is to be disclosed, or that it contains any material misstatement.

We had also issued a Disclaimer of Conclusion Report basis the observations forming part of the report for the year ended March 31, 2022.

**7. Material uncertainty related to Going Concern**

We draw attention to Note No. 9 to the Statement which states that the Company has been admitted to CIRP and also indicates the factors that have resulted into net loss during the quarter ended June 30, 2022 and also during previous quarters/year. As a result, the Company's net worth has fully eroded as at that date and it has not been able to comply with various regulatory ratios/limits, etc. All this have impacted the Company's ability to continue its operations in normal course in future. These events or conditions, along with other matters as set forth in the aforesaid Note, indicate that there is a material uncertainty which casts significant doubt about the Company's ability to continue as a 'going concern' in foreseeable future. However, for the reasons stated in the said note, the Company has considered it appropriate to prepare the Statement on a going concern basis.

**8. We draw attention to the following matters in the notes to the Statement:**

- a) Note No. 4 to the Statement which explains that in view of the impracticability for preparing the resolution plan on individual basis in the case of the Company and its subsidiary, SEFL, the Administrator, after adopting proper procedure, has filed applications before the Hon'ble NCLT, Kolkata Bench, seeking, amongst other things, consolidation of the corporate insolvency processes of the Company and SEFL. The application in the matter is admitted and the final order was received on February 14, 2022 wherein the Hon'ble NCLT approved the consolidation of the corporate insolvency of the Company and SEFL.
- b) Note No. 6 (i) to the Statement which explains that the Company is holding 18,80,333 units in Infra Construction Fund, managed by Trinity. Trinity is a 51% subsidiary of the Company. For the purpose of NAV of such units, Trinity, acting as fund manager had forwarded the valuation report as on March 31, 2022 to the Company, valuing such units at Nil. As on December 31, 2021, Trinity had reported value of these units as Rs 53,065 lakhs under the same circumstances which existed as on March 31, 2022. The Company as an abundance precaution and only for the purpose of compliance has incorporated the said valuation on March 31, 2022. The Company has not accepted the basis of such valuation and is currently enquiring reasons based on which such valuation of units has been arrived at and such value of investment in Company's books is subject to the outcome of enquiry and explanations being sought from Trinity.
- c) Note No. 7 (a) (i) to the Statement which explains that considering the restrictions imposed by the lenders on the related party payments, the Company had received consent for waiver of interest on Inter Corporate Deposit taken by SIFL from SEFL. Accordingly, the Company has not accounted for interest of Rs. 2,686 lakhs for the year ended March 31, 2022 (including Rs. 637 lakhs for the quarter ended March 31, 2022).



Note no. 7 (b) (i) to the Statement the Company had received consent for waiver of interest on Non-convertible Perpetual Bond from the Bond Holders. Accordingly, the Company has not accrued interest of Rs. 3,300 lakhs for the year ended March 31, 2022 (including Rs. 825 lakhs for the quarter ended March 31, 2022).

- d) Note No. 11 to the Standalone Financial Statements which explains that the Company during the quarter and year ended March 31, 2022 on behalf of SEFL, had invoked 49% equity shares of Sanjvik Terminals Private Limited ('STPL') which were pledged as security against the loan availed by one of the borrowers of SEFL. These shares appear in the demat statement of the Company, whereas the borrower was transferred to SEFL pursuant to BTA. SEFL is in the process of getting these shares transferred in its name. Till such name transfer, the Company is holding these shares in trust for SEFL for disposal in due course. SEFL has no intention to exercise any control/significant influence over STPL in terms of Ind AS 110/ Ind AS 28 and has taken an expert opinion in this regard.
- e) Note No. 12 to the Statement which states that The Ministry of Corporate Affairs (MCA) vide its letter dated September 27, 2021 has initiated investigation into the affairs of the Company under Section 206(5) of the Act and it is under progress.
- f) Note No. 13 to the Statement which states that based on the information available in the public domain, forensic audit was conducted on the Company and few lenders have declared the bank account of the Company as fraud. However, in case of one of the lenders, on the basis of petition filed by the promoters, Hon'ble High Court of Delhi has restrained the said lender from taking any further steps or action prejudicial to the petitioner on the basis of the order declaring the petitioner's bank account as fraud. The next hearing in the matter has been listed on August 23, 2022. Report of such forensic audit was not made available to us.

Our conclusion is not modified in respect of these matters.

#### 9. Other Matter

The Statement includes the results for the quarter ended March 31, 2022, being the balancing figure between the audited figures in respect of full financial year and published unaudited figures of nine months ended December 31, 2021 which were subject to Limited Review.

For D. K. Chhajer & Co.  
Chartered Accountants  
FRN: 304138E

  
**Manoj K Roongta**

Partner

Membership No.: 057761

UDIN: 22057761A0XZWM1415

Place: Kolkata

Date : August 12, 2022





**SREI INFRASTRUCTURE FINANCE LIMITED**

Regd Office: 'Vishwakarma', 86C, Topsia Road (South), Kolkata - 700 046, Website: www.srei.com, Email for Investors: investor.relations@srei.com  
(CIN): L29219WB1985PLC055352

**UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2022**

(₹ in Lakhs)

	Particulars	Quarter ended			Year ended
		30-Jun-22 (Unaudited)	31-Mar-22 (Audited)	30-Jun-21 (Unaudited)	31-Mar-22 (Audited)
	<b>Revenue from Operations</b>				
	Interest Income	8	5	6	14
	Rental Income	96	94	93	396
	Fees and Commission Income	436	609	425	2,361
(I)	<b>Total Revenue from Operations</b>	<b>540</b>	<b>708</b>	<b>524</b>	<b>2,771</b>
(II)	Other Income	-	13	2	459
(III)	<b>Total Income (I+II)</b>	<b>540</b>	<b>721</b>	<b>526</b>	<b>3,230</b>
	<b>Expenses</b>				
	Finance Costs	-	-	54	158
	Fees and Commission Expense	309	526	248	1,849
	Impairment on Financial Instruments (Net)	227	141	86	457
	Employee Benefits Expenses	95	71	175	484
	Depreciation, Amortisation and Impairment	59	59	185	613
	Administrative and Other Expenses	200	267	238	1,022
(IV)	<b>Total Expenses (IV)</b>	<b>890</b>	<b>1,064</b>	<b>986</b>	<b>4,583</b>
(V)	Profit / (Loss) Before Exceptional items and Tax (III-IV)	(350)	(343)	(460)	(1,353)
(VI)	Exceptional Items	-	-	-	-
(VII)	Profit / (Loss) Before Tax (V-VI)	(350)	(343)	(460)	(1,353)
(VIII)	Tax Expense:				
	(a) Current Tax	-	-	-	-
	(b) Income Tax in respect of earlier year	-	(1,082)	-	(2,926)
	(c) Deferred Tax	-	-	-	-
(IX)	Profit / (Loss) after tax (VII-VIII)	(350)	739	(460)	1,573
(XVI)	<b>Other Comprehensive Income</b>				
	Items that will not be reclassified to Profit or Loss				
	- Remeasurement Gains/ (Losses) on Defined Benefit Plan	6	1	7	23
	- Gains/ (Losses) on Equity Instruments through Other Comprehensive Income	(1,015)	(58,462)	29,384	(32,730)
	- Tax related to above	-	-	-	-
	<b>Total Other Comprehensive Income (XVI)</b>	<b>(1,009)</b>	<b>(58,461)</b>	<b>29,391</b>	<b>(32,707)</b>
(XVII)	<b>Total Comprehensive Income for the period (XV+XVI)</b>	<b>(1,359)</b>	<b>(57,722)</b>	<b>28,931</b>	<b>(31,134)</b>
	Paid-up Equity Share Capital (Par Value Rs. 10/- per Equity Share)	50,309	50,309	50,309	50,309
	Other Equity excluding Revaluation Reserves	-	-	-	(77,721)
	<b>Earnings per Equity share (Basic and Diluted) (in Rs.) (*Not annualised)</b> <b>(Par Value Rs. 10/- per Equity Share)</b>	<b>*(0.07)</b>	<b>*0.15</b>	<b>*(0.09)</b>	<b>0.31</b>

**For Srei Infrastructure Finance Limited**

(a Company under Corporate Insolvency Resolution Process  
by an order dated October 8, 2021 passed by Hon'ble  
NCLT, Kolkata)



**RAJNEESH SHARMA**  
**ADMINISTRATOR APPOINTED UNDER IBC**

Place: Kolkata  
Date: August 12, 2022

The Administrator has been appointed under Rule 5(a)(iii) of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 under the Insolvency and Bankruptcy Code, 2016 (IBC). The affairs, business and property of Srei Infrastructure Finance Limited are being managed by the Administrator, Mr. Rajneesh Sharma, who acts as agent of the Company only and without any personal liability.

Address for Correspondence - Vishwakarma 86C, Topsia Road (South), Kolkata, West Bengal, 700046  
Email ID for Correspondence - sreiaadministrator@srei.com





## Notes:

### 1. Supersession of Board of Directors and Implementation of Corporate Insolvency Resolution Process

Reserve Bank of India ('RBI') vide press release dated October 4, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ('RBI Act') superseded the Board of Directors of the Company ('SIFL') and its wholly owned subsidiary, Srei Equipment Finance Ltd. ('SEFL') and appointed an Administrator under Section 45-IE (2) of the RBI Act. Further, the RBI in exercise of powers conferred under section 45-IE (5) (a) of the RBI Act, constituted a three-member Advisory Committee to assist the Administrator in discharge of his duties. Thereafter, the RBI filed applications for initiation of Corporate Insolvency Resolution Process ('CIRP') against the Company under section 227 read with clause (zk) of sub-section (2) of Section 239 of the Insolvency and Bankruptcy Code (IBC), 2016 ('the Code') read with Rules 5 and 6 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 ('FSP Insolvency Rules') before the Hon'ble National Company Law Tribunal, Kolkata Bench ('Hon'ble NCLT'). Hon'ble NCLT vide its order dated October 8, 2021 admitted the application made by the RBI for initiation of CIRP against the Company. Further, Hon'ble NCLT gave orders for appointment of Mr. Rajneesh Sharma, as the Administrator to carry out the functions as per the Code and that the management of the Company shall vest in the Administrator. Further, Hon'ble NCLT also retained the three-member Advisory Committee, as aforesaid, for advising the Administrator in the operations of the Company during the CIRP. During the quarter ended June 30, 2022, there has been change in one of the advisory committee's members.

2. The unaudited financial results of the Company for the quarter ended June 30, 2022 have been taken on record by the Administrator on August 12, 2022 while discharging the powers of the Board of Directors of the Company which were conferred upon him by the RBI press release dated October 4, 2021 and subsequently, powers conferred upon him in accordance with Hon'ble NCLT order dated October 8, 2021. It is also incumbent upon the Resolution Professional, under Section 20 of the Code, to manage the operations of the Company as a going concern. As a part of the CIRP, the Administrator has initiated audits/reviews relating to the processes and compliances of the Company and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code. The transaction audit is still in progress and these financial results are subject to the completion of such audits / reviews.

Since the Administrator has taken charge of the affairs of the Company on October 4, 2021, the Administrator is not liable or responsible for any actions and has no personal knowledge of any such actions of the Company prior to his appointment and has relied on the position of the financial results of the Company as they existed on October 4, 2021. Regarding information pertaining to period prior to October 4, 2021 the Administrator has relied upon the explanations, clarifications, certifications, representations and statements made by the company management team ('the existing officials of the Company'), who were also part of the Company prior to the appointment of the Administrator.

As part of the ongoing CIRP process the Administrator has appointed, two (2) independent valuers to conduct the valuation of the assets of the Company and assets/collateral held as securities as required under the provisions of the Code. Accordingly, the financial results are subject to the outcome of such valuation process.

The above financial results for the quarter ended June 30, 2022 were subjected to limited review audit by the Statutory Auditors, D.K. Chhajjer & Co., Chartered Accountants of the Company as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations').

### 3. Business Transfer Agreement and Scheme of Arrangement

During the year 2019-20, the Company and its Subsidiary Company, Srei Equipment Finance Limited ('SEFL') entered into a Business Transfer Agreement ('BTA') to transfer the Lending Business, Interest Earning Business and Lease Business of the Company together with associated employees, assets and liabilities (including liabilities towards issued and outstanding non - convertible debentures) (Transferred Undertaking), as a going concern by way of slump exchange to SEFL pursuant to the BTA, subject to all necessary approvals. Accordingly, the Company and SEFL passed the relevant accounting entries in their respective books of account to reflect the slump exchange w.e.f. October 1, 2019 while allotment of shares by SEFL was made on December 31, 2019. The superseded Board of directors and erstwhile management of the Company, as existed prior to the appointment of the Administrator, had obtained external expert legal and accounting opinions in relation to the accounting of BTA which confirmed that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework.

During the year 2020-2021, SEFL had filed two (2) separate applications under Sec. 230 of the Companies Act, 2013 ('the Act') before the Hon'ble NCLT, Kolkata vide applications no. CA 1106/KB/2020 and CA 1492/KB/2020 proposing Schemes of Arrangement (the Schemes) with all its secured and unsecured lenders (Creditors). BTA constituted an integral part of the Schemes.

The first scheme (i.e. CA 1106/KB/2020) sought for amongst other things "formal consent to be obtained from the required majority of the creditors of SEFL to the completed acquisition by way of slump exchange of the Transferred Undertaking from SIFL in terms of the BTA





and consequential formal novation of the loans and securities already forming part of SEFL's liabilities and outstanding to the creditor." (as set out in the Scheme - CA 1106/KB/2020 filed)

The second scheme (i.e. CA 1492/KB/2020) sought for amongst other things restructuring of the debt due to certain creditors of the Company and SEFL including secured debenture holders, unsecured debenture holders, perpetual debt instrument holders, secured ECB lenders and unsecured ECB lenders and individual debenture holders.

Pursuant to the directions of Hon'ble NCLT vide order dated October 21, 2020, the superseded Board of directors and erstwhile management had maintained status quo on the Scheme including accounting of BTA. The final order/s in connection with the Schemes was awaited from Hon'ble NCLT at that time.

Both the schemes of arrangement were rejected by the majority of the creditors during the meetings held pursuant to the Hon'ble NCLT's directions dated October 21, 2020 and December 30, 2020 respectively. Further, certain appeals were filed by rating agencies in the matter relating to the second scheme of arrangement (i.e. CA 1492/KB/2020). An application of withdrawal was filed by the Administrator in this matter in National Company Law Appellate Tribunal (NCLAT) which has been allowed by NCLAT by an order dated February 11, 2022. As stated in Note-5 below, the Company is in the process of consolidated resolution of SEFL and SIFL and hence no further action is being contemplated regarding establishing the validity of BTA or otherwise, consequent upon the withdrawal of Schemes as stated above. Accordingly, the status quo regarding BTA, as it existed on the date of commencement of CIRP, has been maintained.

In accordance with the obligations imposed on the Administrator under Section 18(f) of the Code, the Administrator has taken custody and control of the Company with the financial position as recorded in the balance sheet as on insolvency commencement date on an 'as-is where-is' basis. The accounts for the quarter ended June 30, 2022 have been taken on record by the Administrator in the manner and form in which it existed on the insolvency commencement date in view of the initiation of the CIRP and this fact has also been informed by the Administrator to the lenders and other stakeholders. Further, in line with the provisions of Section 14 of the Code, the Company has not alienated any of the assets appearing on the insolvency commencement date.

#### 4. Consolidated Resolution under CIRP

In view of the impracticability for preparing the resolution plan on individual basis in the case of the Company and SEFL, the Administrator, after adopting proper procedure, had filed applications before the Hon'ble National Company Law Tribunal- Kolkata Bench (Hon'ble NCLT) in the insolvency resolution process of SIFL and SEFL (IA No. 1099 of 2021 under CP.294/KB/2021 and IA No. 1100 of 2021 under CP.295/KB/2021) seeking the following prayers:

- Directing the consolidation of the corporate insolvency resolution processes of SIFL and SEFL;
- Directing formation of a consolidated committee of creditors for the consolidated corporate insolvency resolution processes of SIFL and SEFL;
- Directing and permitting the conduct of the corporate insolvency resolution processes of SIFL and SEFL in terms of the provisions of the Code in a consolidated manner including audit of transactions in relation to Section 43, Section 45, Section 50 and Section 66 of the Code, issuance of single request for submission of resolution plans by the Administrator and the submission and consideration of single resolution plan, for the consolidated resolution of SEFL and SIFL in terms of the provisions of the Code; and
- Directing and permitting the submission and approval of one consolidated resolution plan for the resolution of SEFL and SIFL in terms of the provisions of the Code.

The application in this matter was admitted and the final order received on February 14, 2022 wherein the Hon'ble NCLT approved the consolidation of the corporate insolvency of SIFL and SEFL. Further, the Administrator has received Expression of Interest from various prospective Resolution Applicants and Administrator has finalised the list of the prospective Resolution Applicants who are in the process of submitting the resolution plan in terms of the Code.

#### 5. Payment to lenders/others and claims under CIRP

CIRP has been initiated against the Company, as stated in Note No. 1 and accordingly, as per the Code, the Administrator has invited the financial/operational/other creditors to file their respective claims as on October 8, 2021 (i.e. date of commencement of CIRP). As per the Code, the Administrator has to receive, collate and verify all the claims submitted by the creditors of the Company. The claims as on October 8, 2021 so received by the Administrator till July 31, 2022 is in the process of being verified and updated from time to time and wherever, the claims are admitted, the effect of the same has been given in the books of accounts.

In respect of claims of creditors, which are rejected or under verification, the effect of the same in the books of account will be taken once the verification of the same is completed and admitted. Further, as aforesaid, since the creditors can file their claims during the CIRP, the figures of claims admitted in the books of accounts might undergo changes during the CIRP. Adjustments, if any arising out of the claim verification and admission process will be given effect in subsequent periods.



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**6. Fair value of Investment in Funds**

**i. Fair value loss on units of Infra Construction Fund**

The Company is holding 18,80,333 units in Infra Construction Fund, managed by Trinity Alternative Investments Managers Limited (Trinity). For the purpose of NAV of such units, Trinity, acting as fund manager has forwarded us the valuation report as on March 31, 2022, valuing such units at NIL. As on December 31, 2021, Trinity has reported value of these units as Rs 531 crores under the same circumstances which existed as on March 31, 2022. The Company as a major abundance precaution and only for the purpose of compliance has incorporated the said valuation on March 31, 2022. The Company however does not accept the basis of such valuation and is currently enquiring reasons based on which such valuation of units has been arrived at and such value of investment in Company's books is subject to outcome of enquiry and explanations being sought from Trinity.

- ii. Trinity is managing various funds in which the Company has made the investment. As a practice, Trinity was providing NAV of all the funds on quarterly basis till March 31, 2022. However, for the quarter ended June 30, 2022 Trinity has not provided NAV of any funds. As per explanation given by Trinity Management, as per Clause 23 (1) of AIF Regulations, 2012, Investment Managers are mandated to provide NAV at least once in every six month. So, next NAV of the funds shall be provided for the half year ended September 30, 2022. Hence, the company has valued its investments in the funds at the NAV that existed as on March 31, 2022. The Company is unable to estimate the impact on valuation of investments in Funds, had the NAV for the quarter ended June 30, 2022 would have been provided by Trinity.

**7. Non provisioning of Interest on:**

**a) Intercompany Deposit (ICD)**

- i. The domestic lenders of the Company and SEFL stipulated Trust and Retention Account (TRA) mechanism w.e.f November 24, 2020, pursuant to which all the payments being made by the Company are being approved/released based on approval in the TRA mechanism and accordingly considering the restrictions imposed by the lenders on the related party payments, the Audit Committee of SIFL and SEFL in their meeting dated August 14, 2021 and August 11, 2021 respectively approved waiver of interest on ICD taken by SIFL from SEFL. The Company has not accounted for interest of Rs.2,686 Lakhs for the year ended March 31, 2022 (including Rs.637 lakhs for the quarter ended March 31, 2022)
- ii. Pursuant to the admission of the company under the CIRP, SIFL has not provided for interest amount of Rs 550 lakhs on ICD for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on ICD. Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest are accrued and payable after this date.

**b) Non-convertible Perpetual Bond**

- i. Considering the significant impact of COVID-19 on business activity, the Company had received consent for waiver of interest on Non-convertible Perpetual Bond from the Bond Holders. Accordingly, the Company has not accrued interest of Rs.3300 lakhs for the year ended March 31, 2022 (including Rs 825 lakhs for the quarter ended March 31, 2022).
- ii. Pursuant to the admission of the company under the CIRP, SIFL has not provided for interest amount of Rs. 825 lakhs on Non-convertible Perpetual Bond for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on Non-convertible Perpetual Bond. Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest are accrued and payable after this date.

Had the interest been accrued on borrowings, as aforesaid in (a) and (b) above, the loss before tax for the quarter ended June 30, 2022 would have resulted into loss before tax of Rs 1725 lakhs and the loss before tax for the quarter and year ended March 31, 2022 would have resulted in a loss before tax of Rs. 1805 lakhs and Rs. 7339 lakhs respectively.

8. As at March 31, 2021 the Company was having funds amounting to Rs. 53 lakhs in relation to the Corporate Social Responsibility ('CSR') which were unspent. These unspent amounts as per the requirements of Section 135 of the Act were to be transferred to funds specified under Schedule VII to the Act within a period of 6 months. However, the domestic lenders of the Company had stipulated TRA mechanism effective November 24, 2020, pursuant to which all the payments being made by the Company were being approved/released based on the TRA mechanism. The Company was not able to transfer the aforesaid unspent CSR amount as per the requirements of Section 135 of the Act. The Company has written letter to the Ministry of Corporate Affairs ('MCA') seeking exemptions from the obligations of the Company under portions of Section 135(5) and Section 135(7) of the Act. The reply from MCA in this regard is awaited.





## 9. Going Concern

The Company had reported losses during the quarter ended June 30, 2022 and earlier year/periods as well. Hence, the net worth of the Company has fully eroded.

There is persistent severe strain on the working capital and operations of the Company and it is undergoing significant financial stress. As stated in Note No. 1, CIRP was initiated in respect of the Company w.e.f. October 8, 2021. The Company has assessed that the use of the going concern assumption is appropriate in the circumstances and hence, these financial results have been prepared on a going concern assumption basis as per below:

- i) The Code requires the Administrator to, among other things, run the Company as a going concern during CIRP.
- ii) The Administrator, in consultation with the Committee of Creditors ('CoC') of the Company, in accordance with the provisions of the IBC, is making all endeavours to run the Company as a going concern.

CIRP has started and ultimately a resolution plan needs to be presented to and approved by the CoC and further approved by the Hon'ble NCLT and RBI. Pending the completion of the said process under CIRP, these financial results have been prepared on a going concern basis.

## 10. Probable Connected / Related Companies

The RBI in its inspection report and risk assessment report (the directions) for the year ended March 31, 2020 had identified 'certain borrowers' as probable connected/ related companies. In view of the directions, the Company has been advised to reassess and re-evaluate the relationship with the said borrowers to assess whether they are related parties to the Company or to SEFL and also whether transactions with these connected parties are on arm's length basis.

The superseded Board and the erstwhile management had obtained an assessment report on the review and verification of the transactions with the aforesaid probable connected / related parties from an independent Chartered Accountant firm, which states that the transactions of the Company / SEFL with probable connected parties were done at arm's length principles and are in the ordinary course of business and that such parties are not related parties of the Company / SEFL under the Companies Act, 2013 or Ind AS 24.

The Administrator is not in a position to comment on the views adopted by the erstwhile management of the Company in relation to the findings of the RBI's inspection report since these pertain to the period prior to the Administrator's appointment. As a part of the CIRP, the Administrator has initiated a transaction audit/review relating to the process and compliances of the Company and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code. Such audit/review is in progress; hence, these financial results are subject to outcome of such audit/review.

11. During the quarter ended March 31, 2022, the Company on behalf of SEFL has invoked 49% equity shares of Sanjvik Terminals Private Limited ('STPL'), which were pledged as security against the loan availed by one of the borrowers of SEFL. As at June 30, 2022, these shares appear in the demat statement of the Company, whereas the borrower was transferred to SEFL pursuant to BTA, as stated in Note No. 3 above. SEFL is in the process of getting these shares transferred in its name. Till such name transfer, the Company is holding these shares in trust for SEFL for disposal in due course.

SEFL has no intention to exercise any control/significant influence over STPL in terms of Ind AS 110 / Ind AS 28. SEFL has taken an expert opinion, which confirms that since SEFL is not exercising any significant influence/control over STPL, hence, STPL is not a subsidiary/associate in terms of Ind AS 110 Ind AS 28 and accordingly is not required to prepare consolidated financial statements with respect to its holding of 49% of the equity shares of STPL.

12. The Ministry of Corporate Affairs (MCA) vide its letter dated September 27, 2021 has initiated inspection into the affairs of the Company under section 206 (5) of the Act and it is under progress.
13. Based on the information available in the public domain, some of the lenders have declared the bank account of the Company as fraud. However, in case of one of the lender, on the basis of petition filed by the Promoters, Hon'ble High Court of Delhi has restrained the said lender from taking any further steps or action prejudicial to the petitioner on the basis of the order declaring the petitioner's bank account as fraud. The next hearing in the matter has been listed August 23, 2022.
14. In accordance to Ind AS 108 - "Operating Segments", the required disclosure is done in the Consolidated Financial Results of the Company.



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15. Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, has been given in Annexure 1.
16. The figures for the quarter ended March 31, 2022 represent the difference between the audited figures in respect of the full financial year and the unaudited figures of nine months ended December 31, 2021.
17. Previous period/year figures have been regrouped/rearranged, wherever considered necessary, to conform to the classification of the current period/year.

For Srei Infrastructure Finance Ltd.  
(A Company under Corporate Insolvency  
Resolution Process vide NCLT Order dated October 08, 2021)



**RAJNEESH SHARMA**  
ADMINISTRATOR APPOINTED UNDER IBC

Place: Kolkata  
Date : August 12, 2022





**Annexure I**

**Ratios disclosed pursuant to regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, as amended**

	Particulars	Quarter ended			Year ended	
		June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022	
		Unaudited	Audited	Unaudited	Audited	
1	Debt equity ratio ( No. of times) (Note 1)	N.A.	N.A.	N.A.	N.A.	N.A.
2	Debt service coverage ratio (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
3	Interest service coverage ratio (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
4	Outstanding redeemable preference shares (Nos. in Lakhs)	-	-	-	-	-
5	Outstanding redeemable preference shares (Values)	-	-	-	-	-
6	Capital redemption reserve	-	-	-	-	-
7	Debenture redemption reserve ( ₹ in Lakhs)	NIL	NIL	NIL	NIL	NIL
8	Networth ( ₹ in Lakhs) (Note 2)	(4,788)	(4,452)	(5,758)	(4,452)	(4,452)
9	Net Profit/(Loss) after tax ( ₹ in Lakhs)	(350)	739	(460)	1,573	1,573
10	Earnings per share ( in ₹ )	*(0.07)	*0.15	*(0.09)	*0.31	*0.31
11	Current ratio (Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.
12	Long term debt to working capital (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
13	Bad debts to account receivable ratio (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
14	Current liability ratio (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
15	Total debts to total assets (%) (Note 3)	1.23	1.20	0.53	1.20	1.20
16	Debtor turnover ratio (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
17	Inventory turnover (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
18	Operating margin (%) (Note 6)	N.A.	N.A.	N.A.	N.A.	N.A.
19	Net profit/(loss) margin (%) (Note 4)	(64.81)%	104.38 %	(87.79)%	56.77 %	56.77 %
<b>Sector Specific Ratios</b>						
20	Gross Non Performing Assets % ("GNPA") (Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.
21	Net Non Performing Assets % ("NNPA")(Excl. impairment Reserve) (Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.
22	Net Non Performing Assets % ("NNPA")(Incl. impairment Reserve) (Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.
23	Provision Coverage Ratio % ("PCR")(Excl. impairment Reserve)(Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.
24	Provision Coverage Ratio % ("PCR")(Incl. impairment Reserve) (Note 5)	N.A.	N.A.	N.A.	N.A.	N.A.

\* Not Annualised

**Note:**

Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Formulae for Computation of Ratios are as follows :

1. Debt equity ratio is not determinable as equity is negative.
2. Net worth has been calculated as defined in Section 2(57) of the Companies Act, 2013.
3. Total debts to total assets (%) = (Debt Securities + Borrowings (other than debt securities) + Subordinated Liabilities) / Total Assets.
4. Net profit/(loss) margin (%) = Profit/(loss) after Tax / Total Revenue from Operations.
5. The company does not have any lending business presently, hence not applicable
6. The Company is Non Banking Financial Company registered under the Reserve Bank of India Act 1934. Hence these Ratios are generally not applicable.

**Srei Infrastructure Finance Ltd.**

(a Company under Corporate Insolvency Resolution Process by an order dated October 8, 2021 passed by Hon'ble NCLT, Kolkata)



**Mr. Rajneesh Sharma**  
Administrator appointed under IBC

Place: Kolkata

Date : August 12, 2022

The Administrator has been appointed under Rule 5(a)(iii) of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 under the Insolvency and Bankruptcy Code, 2016 (IBC). The affairs, business and property of Srei Equipment Finance Limited are being managed by the Administrator, Mr. Rajneesh Sharma, who acts as agent of the Company only and without any personal liability.

Address for Correspondence - Vishwakarma 86C, Topsia Road (South), Kolkata, West Bengal, 700046

Email ID for Correspondence - sreiaadministrator@srei.com





# D. K. CHHAJER & CO.

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**Independent Auditor's Review Report on quarterly Unaudited Consolidated Financial Results of Srei Infrastructure Finance Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To the Administrator  
Srei Infrastructure Finance Limited

- 1) We were engaged to review the accompanying Statement of Unaudited Consolidated Financial Results of Srei Infrastructure Finance Limited ("the Holding Company/SIFL") and its subsidiaries and trust (the Holding Company, its Subsidiaries and trust together referred to as "the Group") for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
- 2) The Reserve Bank of India ('RBI') vide press release dated October 4, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ('RBI Act') superseded the Board of Directors of the Holding Company (SIFL) and its wholly owned subsidiary, Srei Equipment Finance Limited (SEFL) and appointed an Administrator under Section 45-IE (2) of the RBI Act. Further, RBI, in exercise of powers conferred under section 45-IE (5) (a) of the RBI Act, has constituted a three-member Committee of Advisors for advising the Administrator.

The RBI had also filed application for initiation of Corporate Insolvency Resolution Process ('CIRP') against SIFL and SEFL under Section 227 read with clause (zk) of sub-section (2) of Section 239 of the Insolvency and Bankruptcy Code (IBC), 2016 ('the Code') read with Rules 5 and 6 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 ("FSP Insolvency Rules") before the Hon'ble National Company Law Tribunal, Kolkata Bench ("Hon'ble NCLT"). Hon'ble NCLT vide its order dated October 8, 2021 admitted the application made by RBI for initiation of CIRP against SIFL and SEFL. Further, Hon'ble NCLT gave orders for appointment of Mr. Rajneesh Sharma, as the Administrator to carry out the functions of Resolution Professional as per the Code and that the management of the Company shall vest in the Administrator.

- 3) We refer to Note No. 2 to the Statement which states that the Statement has been taken on record by the Administrator while discharging the powers of the Board of Directors of the Company which were conferred upon him by the RBI and subsequently by the Hon'ble NCLT vide its order dated October 8, 2021.

The Statement has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on this Statement based on our review.





- 4) We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free from material misstatements. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.

- 5) The Statement includes the results of the following entities:

S.No.	Name of the Entities	Relationship
1.	Srei Equipment Finance Limited (SEFL)	Wholly owned Subsidiary
2.	Srei Capital Markets Limited	Wholly owned Subsidiary
3.	Srei Asset Leasing Limited* (Formerly Srei Finance Limited)	Wholly owned Subsidiary
4.	Controlla Electrotech Private Limited	Wholly owned Subsidiary
5.	Srei Mutual Fund Asset Management Private Limited	Wholly owned Subsidiary
6.	Srei Mutual Fund Trust Private Limited	Wholly owned Subsidiary
7.	Srei Insurance Broking Private Limited	Wholly owned Subsidiary
8.	Bengal Srei Infrastructure Development Limited	Subsidiary
9.	Srei Mutual Fund Trust	Trust

We had issued a Disclaimer of Conclusion basis the observations forming part of the report for the quarter and year ended March 31, 2022.

#### 6) Basis for Disclaimer of Conclusion

- a. Note No. 2 to the Statement which explains that the Administrator has initiated audits/reviews relating to the processes and compliances of SIFL and SEFL and has also appointed professionals for conducting transaction audit as per Sections 43, 45, 50 and 66 of the Code. Note No. 2 also explains that since the Administrator has taken charge of the affairs of SIFL and SEFL on October 4, 2021, the Administrator is not liable or responsible for any actions and regarding the information pertaining to the period prior to October 4, 2021 and has relied upon the explanations, clarifications, certifications, representations and statements made by the existing officials of SIFL and SEFL who were also part of the respective Companies prior to the appointment of the Administrator.

Further as stated in Note No. 2, the Administrator of the Company received certain account wise transaction audit reports from the professional agency appointed as the transaction auditor indicating that there are certain transactions in SEFL which are fraudulent in nature as per Section 66 of the Code. Accordingly, the Administrator has filed applications under section 60(5) and section 66 of the Code before the Kolkata bench of the Hon'ble NCLT on various dates till August 5, 2022 for adjudication.





As per Ind AS 109, for a financial asset that is credit-impaired at the reporting date, an entity shall measure the expected credit losses as the difference between the asset's gross carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. Any adjustment is recognised in profit or loss as an impairment gain or loss. Note No. 2 explains that SEFL has considered Impairment Reserve amounting to Rs. 1,497 crores created in earlier periods as per RBI guidelines while calculating the impairment on such accounts which is not in accordance with Ind AS 109. The transaction audit is still in progress for other accounts.

Pending the completion of the Transaction Audit, we are unable to comment on the impact of the same, if any, on the Statement.

- b. Note No. 3(b) to the Statement which explains that the latest valuations from independent valuers as a part of CIRP in respect of assets / collaterals held as securities and considered for loan loss provision in case of SEFL is in progress. Further, the Note also explains that, the Statement, disclosures, categorization and classification of assets are subject to the outcome of such valuation process. Hence, pending completion of the process, we are unable to comment on the impact of the same, if any, on the Statement.
- c. Note No. 4(a) to the Statement which states that SEFL has not provided for interest amount of Rs. 1,107 crores for the quarter ended June 30, 2022 in respect of SEFL's obligation for interest on all the borrowings since insolvency commencement date i.e. October 8, 2021. Note No. 4(b)(ii) to the Statement which states that SIFL has not provided for interest amount of Rs. 6 crore for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on Intercompany Deposit since insolvency commencement date i.e. October 8, 2021. Note No. 4(c)(ii) to the Statement which states that SIFL has not provided for interest amount of Rs. 8 crore for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on Non-convertible Perpetual Bond since insolvency commencement date i.e. October 8, 2021.

Had SIFL and SEFL provided their obligation for interest, as aforesaid, loss before tax for the quarter ended June 30, 2022 would have increased by Rs. 1,121 crore.

- d. Note No. 5 to the Statement which explains that during the financial year 2019-20, the Holding Company and SEFL accounted for the slump exchange transaction and consequently recognized and derecognized the relevant assets and liabilities in their books of account, pursuant to the Business Transfer Agreement ('BTA') with SEFL, with effect from October 1, 2019, subject to necessary approvals. The superseded Board of Directors and erstwhile management of SIFL and SEFL obtained expert legal and accounting opinions in relation to the accounting of BTA which confirmed that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework. The Note further explains that during the financial year 2020-2021, SEFL had filed two separate applications under Section 230 of the Act before the Hon'ble NCLT proposing Schemes of Arrangement (the Schemes) with all its secured and unsecured lenders. Since applications/appeals in connection with the Schemes were pending before Hon'ble NCLT/NCLAT, the superseded Board of Directors and erstwhile management had maintained status quo on the Scheme including accounting of BTA. Both the Schemes were rejected by majority of the creditors and an application of withdrawal was filed by the Administrator in this matter which has been allowed by the Tribunal vide order dated February 11, 2022.

As stated in the said Note, SEFL is in the process of consolidated resolution of SEFL and SIFL and hence no further action is being contemplated regarding establishing the validity of BTA or otherwise, consequent upon the withdrawal of Schemes. Accordingly, the status quo





regarding BTA, as it existed on the date of commencement of CIRP, has been maintained. In view of the uncertainties that exists in the matter of BTA, we are unable to comment on the accounting of BTA, as aforesaid, done by the Holding Company and SEFL and accordingly on the impact of the same, if any, on the Statement.

- e. Note No. 7 to the Statement which explains that the Administrator has invited the financial/operational/other creditors to file their respective claims and that the admission of such claims is in process. Further, the note explains that the effect in respect of the claims, as on October 8, 2021, admitted by the Administrator till July 31, 2022 has been given in the books of account. The note also explains that the creditors can file their claim during CIRP and the figures of claims admitted and accounted in the books of account might undergo changes during CIRP. Hence, adjustments, if any, arising out of the claim verification and submission process, will be given effect in subsequent periods. We are unable to comment on the impact of the same, if any, on the Statement.

Further Note No. 7 to the Statement also explains that SEFL as per the Code on the date of commencement of CIRP i.e. October 8, 2021 has converted foreign currency debt into INR and accordingly has not translated its foreign currency exposure as on June 30, 2022, as per requirements of Ind AS 21. We are unable to comment on the impact of the same, if any, on the Statement.

- f. Note No. 8 to the Statement which explains the reasons owing to which SEFL has not been able to comply with guidelines of RBI in relation to mandatory hedging of exposure in External Commercial Borrowings amounting to Rs. 273 crore as at June 30, 2022 as per contractual terms. As stated, in the said note, SEFL has reported the above fact to RBI and reply of the same is awaited from RBI. We are unable to comment on the impact of the same or any other consequences arising out of such non-compliance, if any, on the Statement.

- g. Note No. 9 (ii) to the Statement which explains Trinity Alternative Investments Managers Limited (Trinity) has not provided NAV for the quarter ended June 30, 2022 of various funds managed by them in which SIFL has made the investment. SIFL has valued its investments in the funds at the NAV that existed as on March 31, 2022. The Company is unable to estimate the impact on valuation of investment in funds had the NAV for the quarter ended June 30, 2022 would have been provided by Trinity. In the absence of NAV of such funds as on June 30, 2022, we are unable to comment on the impact of the same, if any, on the Statement.

- h. Note No. 11 to the Statement which explains that the erstwhile management of SIFL and SEFL, as per the specific directions from Reserve Bank of India (RBI) in relation to certain borrowers referred to as 'probable connected parties/related parties', was advised to re-assess and re-evaluate the relationship with the said borrowers to assess whether they are related parties to the Holding Company or to SEFL and also whether transactions with these connected parties were in line with arm's length principles. The erstwhile management obtained legal and accounting views on the matter which stated that the said transactions were not related party transactions. In view of the RBI's directions, the erstwhile management of SEFL, in line with arm's length principles, was in the process of re-assessing and re-negotiating terms and conditions with such borrowers and all other borrowers, who have been granted loans with moratorium period and at interest rate which is linked with the cash flows of the project. However, the said process was not concluded and meanwhile SEFL has gone into CIRP. As stated in the said Note, the Administrator is not in a position to comment on the views adopted by the erstwhile management in relation to the RBI's direction since these pertain to the period prior to the Administrator's appointment. As stated in paragraph (a) above, the Administrator has initiated a transaction audit/review





relating to the process and compliance of the Company and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code, which is in process. Out of Accounts referred by the RBI in the directions, the Administrator has received certain account-wise transaction audit reports, which has identified some of such accounts as fraudulent in nature under Section 66 of the Code. In respect of such accounts, the Administrator has filed applications under Section 60(5) and Section 66 of the Code before the Kolkata Bench of Hon'ble NCLT on various dates till August 5, 2022 for adjudication. The transaction audit is still in progress for other accounts and the Statement is subject to completion of such audits / reviews. We are unable to comment on the impact of the same, if any, on the Statement.

- i. Note No. 12 to the Statement which explains the reasons owing to which SIFL and SEFL was not able to comply with the requirements of Section 135 of the Act in relation to depositing unspent amount of CSR. As stated, in the said note, SIFL and SEFL have written to the Ministry of Corporate Affairs ('MCA') seeking exemptions from the obligations of SIFL and SEFL under portions of Section 135(5) and Section 135(7) of the Act. We are unable to comment on the impact of the same or any other consequences arising out of such non-compliance, if any, on the Statement.
- j. Note No. 13 to the Statement which states that SEFL has not been able to maintain the security cover as stated in the Information Memorandum/Debenture Trust Deeds etc. which is sufficient to discharge the principal and interest amount at all times for the secured non-convertible debentures issued by SEFL. Further, as stated in the said Note and paragraph (b) above, latest valuations from independent valuers in respect of assets of SEFL & SIFL is in progress, accordingly, the percentage of security cover given in Note No. 13 to the Statement is subject to the outcome of such valuation process. Hence, we are unable to comment on Note No. 13 as given by the Company in the Statement.
- k. Note No. 14 to the Statement which explains that in relation to certain borrowings (including secured borrowings and NCDs) acquired by SEFL from SIFL pursuant to BTA as stated in Note No. 5 to the Statement, charges created on such borrowings are yet to be transferred in the name of SEFL and are still appearing in the name of the Holding Company for the reasons stated in the said Note. We are unable to comment on the impact of the same or any other consequences arising out of it, if any, on the Statement.
- l. Note No. 15 to the Statement which explains the reasons owing to which SEFL was not able to comply with the requirements of Section 125 of the Act in relation to transfer of certain amounts lying unpaid for 07 years to Investor Education Protection Fund ('IEPF'). As stated, in the said note, SEFL has written to IEPF authorities and requested guidance in the matter. We are unable to comment on the impact of the same or any other consequences arising out of such non-compliance, if any, on the Statement.
- m. Note No. 17 to the Statement which explains that during the quarter ended September 30, 2021, based on the directions of RBI, SEFL has made provisions amounting to Rs. 98 crore and Rs. 50 crore in respect of direct tax cases and indirect tax cases respectively where SEFL was under various stages of appeal with the relevant tax authorities. However, SEFL has not assessed whether the outflow of resource embodying economic benefits is probable or not as per the requirements of Ind AS 37- 'Provisions, Contingent Liabilities and Contingent Assets'. Hence, in absence of such assessment, we are unable to comment on any non-compliance with Ind AS and the corresponding impact of the same, if any, on the Statement.





- n. Note No. 20 to the Statement which explains that SIFL has not received Board approved financial results of 01 subsidiary, viz. Trinity Alternative Investment Managers Limited (Trinity) and 02 subsidiaries of Trinity (step down subsidiaries of SIFL), viz. Hyderabad Information Technology Venture Enterprises Limited and Cyberabad Trustee Company Private Limited for the quarter ended June 30, 2022 despite of repeated reminders and accordingly, the financial statements of these companies have not been considered for consolidation as on June 30, 2022. Accordingly, the consolidated financial results for the quarter ended June 30, 2022 are not comparable with the consolidated financial results for the quarter ended March 31, 2022 and June 30, 2021. We are unable to comment on the possible impact of the same on the consolidated financial results for the quarter ended June 30, 2022 or any other consequences arising out of such non-compliance, if any, on the Statement.
- o. The project progress reports of various borrowers in case of SEFL are yet to be received. Hence, we are unable to comment on the status and the impact of the same, if any, on the Statement.
- p. We have been informed that certain information including the minutes of meetings of the Committee of Creditors, Advisory Committee, Joint Lenders and Transaction Audit Reports are confidential in nature and has not been shared with us. Accordingly, we are unable to comment on the possible financial effects on the Statement, including on presentation and disclosures, if any, that may have arisen if we had been provided access to that information.
- q. In view of the possible effects of the matters described in paragraph 6(a) to 6(p) above, we are also unable to comment on SEFL's compliance of the covenants in respect of all borrowings (including creation of charges) and consequential implications including disclosures etc., if any.
- r. In view of the possible effects of the matters described in paragraph 6(a) to 6(q) above, we are also unable to comment on the Holding Company's and SEFL's compliance on various regulatory ratios/ limits and consequential implications including disclosures, if any.
- s. In view of the possible effects of the matters described in paragraph 6(a) to 6(r) above, we are also unable to comment on the ratios disclosed by SIFL and SEFL in Annexure 1 to the Statement.

## 7) Disclaimer of Conclusion

In view of the significance of the matters described in paragraph 6 above and the uncertainties involved, we have not been able to obtain sufficient and appropriate evidence and therefore, unable to conclude as to whether the Statement has been prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India or state whether the Statement has disclosed the information required to be disclosed, including the manner in which it is to be disclosed, or that it contains any material misstatement.

We had also issued a Disclaimer of Conclusion Report basis the observations forming part of the report for the quarter and year ended March 31, 2022.

## 8) Material Uncertainty Related to Going Concern

We draw attention to Note No. 10 to the Statement which states that SIFL and SEFL have been admitted to CIRP and also indicates the factors that have resulted into net loss during the quarter ended June 30, 2022 and also during previous quarters / year. As a result, the Group's net worth has fully eroded and the Group has not been able to comply with various regulatory





ratios/limits. All this have impacted the Group's ability to continue its operations in normal course in future. These events or conditions, along with other matters as set forth in the aforesaid Note, indicate that there is a material uncertainty which casts significant doubt about the Group's ability to continue as a 'going concern' in foreseeable future. However, for the reasons stated in the said note, the Group have considered it appropriate to prepare their Statement on a going concern basis.

#### 9) **Emphasis of Matter**

We draw attention to the following matters in the notes to the Statement:

- a. Note No. 3(a) to the Statement which explains the extent to which Covid-19 pandemic has impacted the operations of SEFL. Further, the extent to which there may be further impact on the operations, financial results and asset quality of SEFL is highly uncertain at this point of time. Further, as stated in Note No. 3(b) to the Statement, SEFL has made ECL provision aggregating to Rs. 4,266 crore for the quarter ended June 30, 2022.
- b. Note No. 4 (b) (i) to the Statement which explains that considering the restrictions imposed by the lenders on the related party payments, SIFL had received consent for waiver of interest on Inter Corporate Deposit taken by SIFL from SEFL. Accordingly, SIFL has not accounted for interest of Rs. 27 crore for the year ended March 31, 2022 (including Rs. 6 crore for the quarter ended March 31, 2022).

Note no. 4 (c) (i) to the Statement which explains that SIFL had received consent for waiver of interest on Non-convertible Perpetual Bond from the Bond Holders. Accordingly, SIFL has not accrued interest of Rs. 33 crore for the year ended March 31, 2022 (including Rs. 8 crore for the quarter ended March 31, 2022).

- c. Note No. 6 to the Statement which explains that in view of the impracticability for preparing the resolution plan on individual basis in case of the Holding Company and SEFL, the Administrator, after adopting proper procedure, has filed applications before the Hon'ble NCLT, Kolkata Bench seeking, amongst other things, consolidation of the CIRP of the Holding Company and SEFL. The application in the matter is admitted and the final order was received on February 14, 2022 wherein the Hon'ble NCLT approved the consolidation of the corporate insolvency of the Holding Company and SEFL.
- d. Note No. 9(i) to the Statement which explains that SIFL is holding 18,80,333 units in Infra Construction Fund, managed by Trinity Alternative Investments Managers Limited (Trinity). Trinity is a 51% subsidiary of the Holding Company. For the purpose of NAV of such units, Trinity, acting as fund manager has forwarded the valuation report as on March 31, 2022 to the Holding Company, valuing such units at Nil. As on December 31, 2021, Trinity had reported value of these units as Rs. 531 crore under the same circumstances which existed as on March 31, 2022. The Holding Company as an abundance precaution and only for the purpose of compliance has incorporated the said valuation on March 31, 2022. The Holding Company has not accepted the basis of such valuation and is currently enquiring the basis of the same and such value of investment in the Holding Company's books is subject to outcome of enquiry and explanations being sought from Trinity.





- e. Note No. 16 to the Statement which explains that the Holding Company during the quarter and year ended March 31, 2022 on behalf of SEFL, had invoked 49% equity shares of Sanjvik Terminals Private Limited ('STPL'), which were pledged as security against the loan availed by one of the borrowers of SEFL. These shares appear in the demat statement of the Company, whereas the borrower was transferred to SEFL pursuant to BTA. SEFL is in the process of getting these shares transferred in its name. Till such name transfer, the Company is holding these shares in trust for SEFL for disposal in due course. SEFL has taken an expert opinion, which confirms that since the Company is not exercising any significant influence/control over STPL, hence, STPL is not a subsidiary/associate in terms of Ind AS 110 / Ind AS 28 and accordingly is not required to prepare consolidated financial statements with respect to its holding of 49% of the equity shares of STPL.
- f. Note No. 18 to the Statement which states that the Ministry of Corporate Affairs (MCA) vide its letter dated September 27, 2021 has initiated investigation into the affairs of the Holding Company and SEFL under Section 206(5) of the Act and it is under progress.
- g. Note No. 19 to the Statement which explains that the audited consolidated financial statements of the Group for the year ended March 31, 2022 included unaudited financial statements of 1 subsidiary, viz. Trinity Alternative Investment Managers Limited (Trinity) and two subsidiaries of Trinity (step down subsidiaries of SIFL), viz. Hyderabad Information Technology Venture Enterprises Limited and Cyberabad Trustee Company Private Limited since the audit report and audited accounts were not received within the annual account approval date of SIFL. The management of these subsidiaries had not provided audited financial statements of these aforesaid companies despite many reminders and accordingly, the financial statements of these subsidiaries were considered for consolidation based on the approved and certified financial statements provided by the management of the respective companies. Subsequently, on receipt of the Audited Financial Statements dated May 20, 2022 on June 04, 2022, material mismatch was observed between the Audited Financial Statements and the Financial Statements that were considered for consolidation. At the time of preparation of financial results for the quarter ended June 30, 2022, these discrepancies / mismatches were rectified retrospectively in accordance with the guidelines of Ind AS 8, "Accounting Policies, Changes in Accounting Estimates and Errors".

As a result of this retrospective adjustment, Other Comprehensive Income /(loss) (net of income tax) has changed from Rs. (277) crore to Rs. (584) crore and from Rs. (28) crore to Rs. (335) crore for the quarter and year ended March 31, 2022 respectively. Other Equity has changed from Rs. (6,404) to Rs (6,561) crore, Investments have changed from Rs. 1,921 crore to Rs, 1,265 crore and Deferred Tax Liabilities of Rs. 83 crore has changed from Deferred Tax Assets of Rs. 5 crore as on March 31, 2022. Changes in other Balance Sheet items are immaterial.

- h. Note No. 21 to the Statement which states that based on the information available in the public domain, forensic audit was conducted on SIFL and SEFL and few lenders have declared the bank account of SIFL and SEFL as fraud. However, in case of one of the lenders, on the basis of petition filed by the promoters, Hon'ble High Court of Delhi has restrained the said lender from taking any further steps or action prejudicial to the petitioner on the basis of the order declaring the petitioner's bank account as fraud. The next hearing in the matter has been listed August 23, 2022. Reports of such forensic audit was not made available to us.





10) **Other Matters**

- a. The Statement includes the interim financial results of 01 subsidiary (SEFL) whose interim financial results reflect total revenues of Rs. 561 crore, total net profit after tax / (loss) of Rs. (4,619) crore and total comprehensive income of Rs. (4,625) crore for the quarter ended June 30, 2022, as considered in the Statement. The interim financial results of this subsidiary have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 4 above.
- b. The Statement includes the interim financial results of 07 subsidiaries and 01 Trust whose interim financial results reflect total revenues of Rs. 4 crore, total net profit after tax of Rs. 1 crore and total comprehensive income of Rs. (0.02) crore for the quarter ended June 30, 2022, as considered in the Statement. These interim financial results have not been reviewed by the auditors of such subsidiaries and have been furnished to us by the Management and our reporting 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 unreviewed interim financial results. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.
- c. Attention is drawn to Note no. 23 to the Statement which states that the Statement includes the results for the quarter ended March 31, 2022, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited figures of nine months ended December 31, 2021, which were subject to limited review by us.

**For D. K. Chhajjer & Co.**

*Chartered Accountants*

FRN : 304138E



**Manoj K Roongta**

Partner

Membership No.: 057761

UDIN: 22057761A0XZWQ6856

Place: Kolkata

Date: August 12, 2022



**UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2022**

	Particulars	Quarter ended		(Rs. in Lakhs)	
		30-Jun-22 (Unaudited)	31-Mar-22 (Audited)	30-Jun-21 (Unaudited)	31-Mar-22 (Audited)
	<b>Revenue from Operations</b>				
	Interest Income	50,692	64,243	65,806	2,54,594
	Rental Income	4,208	11,265	11,652	44,421
	Fees and Commission Income	1,554	1,078	1,622	7,059
	Net gain on derecognition of financial instruments	-	-	910	-
	Net gain on derecognition of financial instruments under fair value through profit or loss	1	-	2	7
	Others	877	793	962	3,396
(I)	<b>Total Revenue from Operations</b>	<b>57,332</b>	<b>77,379</b>	<b>80,954</b>	<b>3,09,477</b>
(II)	Other Income	47	2,069	(1,620)	2,720
(III)	<b>Total Income (I+II)</b>	<b>57,379</b>	<b>79,448</b>	<b>79,334</b>	<b>3,12,197</b>
	<b>Expenses</b>				
	Finance Costs	5,906	10,409	93,607	2,16,918
	Fees and Commission Expense	309	502	774	2,512
	Net loss on fair value changes	794	1,681	2,516	27,492
	Net loss on derecognition of financial instruments under amortised cost	329	582	9,502	12,328
	Impairment on Financial Instruments (Net)	45,609	15,065	43,873	2,01,511
	Employee Benefits Expenses	2,368	2,608	3,272	12,161
	Depreciation, Amortisation and Impairment	12,071	13,132	14,967	56,990
	Administrative and Other Expenses	4,051	3,907	5,136	25,345
	Loss / write-off on Repossessed Assets and Assets acquired in satisfaction of debt	1,729	279	2,725	4,320
(IV)	<b>Total Expenses (IV)</b>	<b>73,166</b>	<b>48,165</b>	<b>1,76,372</b>	<b>5,59,577</b>
(V)	<b>Profit before Exceptional Items &amp; Tax (III-IV)</b>	<b>(15,787)</b>	<b>31,283</b>	<b>(97,038)</b>	<b>(2,47,380)</b>
(VI)	Exceptional Items	(4,44,573)	-	-	-
(VII)	<b>Profit/ (Loss) Before Tax (V+VI)</b>	<b>(4,60,360)</b>	<b>31,283</b>	<b>(97,038)</b>	<b>(2,47,380)</b>
(VIII)	<b>Tax Expense:</b>				
	(a) Current Tax	28	(3)	19	252
	(b) Income Tax in respect of earlier year	1	(1,081)	-	6,881
	(c) Deferred Tax	(6)	(107)	48	(38)
(IX)	<b>Profit/ (Loss) After Tax but before Loss of Associates (VII-VIII)</b>	<b>(4,60,383)</b>	<b>32,474</b>	<b>(97,105)</b>	<b>(2,54,475)</b>
(X)	Share of Profit/ (Loss) of Associates	-	-	-	-
(XI)	<b>Profit/ (Loss) After Tax (IX+X)</b>	<b>(4,60,383)</b>	<b>32,474</b>	<b>(97,105)</b>	<b>(2,54,475)</b>
(XII)	<b>Other Comprehensive Income/(Expense)</b>				
	Items that will not be reclassified to Profit or Loss				
	- Remeasurement Gains/ (Losses) on Defined Benefit Plan	(5)	81	11	(29)
	- Gains/ (Losses) on Equity Instruments through Other Comprehensive Income	(1,017)	(59,410)	29,536	(33,485)
	- Tax related to above	1	208	(29)	165
	Items that will be reclassified to Profit or Loss				
	- Effective portion of gains and losses on hedging instruments in a cash flow hedge	-	-	14	14
	- Gains on fair valuation of loans	(552)	682	(471)	(210)
	- Tax related to above	-	-	-	-
	<b>Total Other Comprehensive Income/(Expense) (XII)</b>	<b>(1,573)</b>	<b>(58,439)</b>	<b>29,061</b>	<b>(33,545)</b>
(XIII)	<b>Total Comprehensive Income/(Expense) for the period (XI+XII)</b>	<b>(4,61,956)</b>	<b>(25,965)</b>	<b>(68,044)</b>	<b>(2,88,020)</b>
	<b>Profit/ (Loss) for the period attributable to:</b>				
	-Owners of the parent	(4,60,375)	32,607	(97,182)	(2,54,531)
	-Non-controlling interest	(8)	(133)	77	56
	<b>Other Comprehensive Income/(Expense) for the period attributable to:</b>				
	-Owners of the parent	(1,573)	(58,203)	29,011	(33,372)
	-Non-controlling interest	-	(236)	50	(173)
	<b>Total Comprehensive Income/(Expense) for the period attributable to:</b>				
	-Owners of the parent	(4,61,948)	(25,596)	(68,171)	(2,87,903)
	-Non-controlling interest	(8)	(369)	127	(117)
	Paid-up Equity Share Capital (Par Value Rs. 10/- per Equity Share)	50,309	50,309	50,309	50,309
	Other Equity excluding Revaluation Reserves	-	-	-	(6,56,101)
	<b>Earnings per Equity share (Basic and Diluted) (in Rs.) (*Not annualised)</b>				
	(Par Value Rs. 10/- per Equity Share)	<b>*(91.51)</b>	<b>6.45</b>	<b>*(19.30)</b>	<b>(50.58)</b>

**Segment wise Revenue, Results, Assets and Liabilities**

Particulars	Quarter ended		(Rs. in Lakhs)	
	30-Jun-22 (Unaudited)	31-Mar-22 (Audited)	30-Jun-21 (Unaudited)	31-Mar-22 (Audited)
<b>1. Segment Revenue</b>				
(a) Financial Services	57,394	77,363	80,956	3,09,606
(b) Others	79	156	1	159
<b>Total</b>	<b>57,473</b>	<b>77,519</b>	<b>80,957</b>	<b>3,09,765</b>
<b>Less: Inter Segment Revenue</b>	<b>141</b>	<b>140</b>	<b>3</b>	<b>288</b>
<b>Net Income from Operations</b>	<b>57,332</b>	<b>77,379</b>	<b>80,954</b>	<b>3,09,477</b>
<b>2. Segment Results</b>				
(a) Financial Services	(15,772)	31,302	(97,021)	(2,47,314)
(b) Others	(15)	(19)	(17)	(66)
<b>Profit Before Tax</b>	<b>(15,787)</b>	<b>31,283</b>	<b>(97,038)</b>	<b>(2,47,380)</b>
<b>3. Segment Assets</b>				
(a) Financial Services	21,87,789	26,51,982	28,54,290	26,51,982
(b) Others	1,932	1,953	1,962	1,953
(c) Un-allocable	20,606	19,762	20,002	19,762
<b>Total Segment Assets</b>	<b>22,10,327</b>	<b>26,73,697</b>	<b>28,76,254</b>	<b>26,73,697</b>
<b>4. Segment Liabilities</b>				
(a) Financial Services	32,78,088	32,79,478	32,62,094	32,79,478
(b) Others	6	19	25	19
(c) Un-allocable	24	29	30	24
<b>Total Segment Liabilities</b>	<b>32,78,118</b>	<b>32,79,526</b>	<b>32,62,149</b>	<b>32,79,521</b>





**Notes:**

1. **Supersession of Board of Directors and Implementation of Corporate Insolvency Resolution Process**  
Reserve Bank of India ('RBI') vide press release dated October 4, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ('RBI Act') superseded the Board of Directors of Srei Infrastructure Finance Ltd, ('the Company' or 'SIFL') and its material wholly owned subsidiary, Srei Equipment Finance Ltd. ('SEFL') and appointed an Administrator under Section 45-IE (2) of the RBI Act. Further, RBI in exercise of powers conferred under section 45-IE (5) (a) of RBI Act, constituted a three-member Advisory Committee to assist the Administrator in discharge of his duties.  
Thereafter, RBI filed applications for initiation of Corporate Insolvency Resolution Process ('CIRP') against the SIFL & SEFL under section 227 read with clause (zk) of sub-section (2) of Section 239 of the Insolvency and Bankruptcy Code (IBC), 2016 ('the Code') read with Rules 5 and 6 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 ('FSP Insolvency Rules') before the Hon'ble National Company Law Tribunal, Kolkata Bench ('Hon'ble NCLT'). Hon'ble NCLT vide its order dated October 8, 2021 admitted the application made by RBI for initiation of CIRP against the SIFL & SEFL. Further, Hon'ble NCLT gave orders for appointment of Mr. Rajneesh Sharma, as the Administrator to carry out the functions as per the Code and that the management of the SIFL & SEFL shall vest in the Administrator. Further, Hon'ble NCLT also retained the three-member Advisory Committee, as aforesaid, for advising the Administrator in the operations of the Company & SEFL during the CIRP.

During the quarter ended June 30, 2022, there has been change in one of the advisory committee's members.

2. The above unaudited consolidated financial results of SIFL, its subsidiaries and trust together referred to as "the Group" for the quarter ended June 30, 2022 have been taken on record by the Administrator on August 12, 2022 while discharging the powers of the Board of Directors of the Company and SEFL which were conferred upon him by RBI press release dated October 4, 2021 and subsequently, powers conferred upon him in accordance with Hon'ble NCLT order dated October 8, 2021. It is also incumbent upon the Resolution Professional, under Section 20 of the Code, to manage the operations of the Company and SEFL as going concern. As a part of the CIRP, the Administrator has initiated audits/reviews relating to the processes and compliances of the Company and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code. The Administrator of the Company received certain account wise transaction audit reports from the professional agency appointed as the transaction auditor indicating that there are certain transactions in SEFL which are fraudulent in nature as per Section 66 of the Code. Accordingly, the Administrator has filed applications under section 60(5) and section 66 of the Code before the Kolkata bench of the Hon'ble National Company Law Tribunal (NCLT) on various dates till August 5, 2022 for adjudication.

In terms of paragraph 2 (b) of Annex to the guidelines DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 issued by RBI on Implementation of Indian Accounting Standards for Non-Banking Finance Companies and Asset Reconstruction Companies, SEFL had created Impairment Reserve amounting to Rs. 1,497 crores on such accounts in the earlier periods. Since no withdrawal from such reserve is permitted without the prior permission of RBI as per the notification/ circular referred above, an amount of Rs. 3,986 crores has been provided towards loans loss provisioning and Rs. 459 Crores has been provided as loss on fair valuation after considering the impact of impairment reserve as stated above and provisions made earlier, thereby making impairment to the extent of 100% of gross exposure, despite having some underlying securities as a matter of abundance prudence. If the loan loss provisioning would have been provided without considering the impairment reserve as mentioned above the loss before tax for the quarter ended June 30, 2022 would have increased by Rs. 1,497 crores, and correspondingly impairment reserve of Rs. 1,497 crores would have been transferred to retained earnings, thereby having no impact on shareholders fund.

The transaction audit is still in progress for other accounts and these financial results are subject to the outcome of such audits / reviews.

Since the Administrator has taken charge of the affairs of the Company on October 4, 2021, the Administrator is not liable or responsible for any actions and has no personal knowledge of any such actions of the Company prior to his appointment and has relied on the position of the financial results of the Company as they existed on October 4, 2021.

Regarding information pertaining to period prior to October 4, 2021 the Administrator has relied upon the explanations, clarifications, certifications, representations and statements made by the existing management team ('the existing officials of SIFL & SEFL'), who were / are part of SIFL & SEFL prior to the appointment of the Administrator.

The above consolidated financial results for the quarter ended June 30, 2022 were subjected to limited review by the Statutory Auditors, D.K. Chhajer & Co., Chartered Accountants of the Company as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations').

3. **Impact of Covid-19 pandemic**

The outbreak of Covid-19 pandemic in 2020 followed by lockdown extended from time to time across India caused significant adverse impact due to slowdown in economic activities during the previous year, which has continued even thereafter.





**(a) Moratorium granted to borrowers pursuant to RBI guidelines**

In the previous year, as a measure for revival of economic activities, RBI issued guidelines relating to Covid-19 Regulatory Packages on March 27, 2020, April 17, 2020 and May 23, 2020 as well as resolution framework for Micro, Small and Medium Enterprises (MSME) sector and other eligible borrowers on August 6, 2020 and May 5, 2021. In accordance with these guidelines and on the basis of the then Board approved policy, SEFL offered repayment moratorium/resolution plan to eligible borrowers to whom loans have been granted (including cases of co-lending and loans assigned) (hereinafter referred to as 'borrowers') and to eligible customers to whom assets are given on lease (hereinafter referred to as 'lessees'). If any of the eligible borrowers are becoming stage III / NPA, SEFL is making adequate provision on the same as per ECL policy.

Owing to the above, the collection from the borrowers and the lessees had been severely impacted and which also adversely affected the cash flows of SEFL. While economic activities are returning to normalcy, the extent to which the effect of remedial measures taken during pandemic may further unfold in foreseeable future and also the extent to which any new wave of Covid-19 may further impact the operations, financial results of SEFL and asset quality, is still unascertainable at this point of time.

**(b) Loan loss provisioning**

Based on the ECL policy, SEFL has made ECL provision aggregating to Rs. 4,266 crores for the quarter ended June 30, 2022 which includes provision of Rs. 3,986 crores as stated in Note No. 2 above. Further, in terms of paragraph 2 (b) of Annex to the guidelines DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 issued by RBI on Implementation of Indian Accounting Standards for Non-Banking Finance Companies and Asset Reconstruction Companies, SEFL has also considered provision amounting to Rs. 357 crores for the quarter ended June 30, 2022 under Income Recognition, Asset Classification and Provisioning Norms. Such provision is also over and above ECL provision as stated above and has been accounted as 'Impairment Reserve'.

As a part of the ongoing CIRP process, the Administrator has appointed two (2) independent valuers to conduct the valuation of the assets of SIFL & SEFL and assets/collateral held as securities as required under the provisions of the Code. Accordingly, the financial results, disclosures, categorization and classification of assets are subject to the outcome of such valuation process.

**4. Non provisioning of Interest on**

**a) Borrowings**

Pursuant to the admission under the CIRP, SEFL has not provided for interest amount of Rs. 1,107 crores for the quarter ended June 30, 2022, Rs. 1,043 crores and Rs. 2,000 crores for the quarter and year ended March 31, 2022 respectively in respect of SEFL's obligation for interest and principal amount for all the borrowings since insolvency commencement date i.e. October 8, 2021. Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest has been accrued and payable after this date.

**b) Intercompany Deposit (ICD)**

- i. The domestic lenders of the Company and SEFL stipulated Trust and Retention Account (TRA) mechanism w.e.f November 24, 2020, pursuant to which all the payments being made by SIFL and SEFL are being approved/released based on approval in the TRA mechanism and accordingly considering the restrictions imposed by the lenders on the related party payments, the Audit Committee of SIFL and SEFL in their meeting dated August 14, 2021 and August 11, 2021 respectively approved waiver of interest on ICD taken by SIFL from SEFL. The Company has not accounted for interest of Rs.27 crores for the year ended March 31, 2022 (including Rs.6 crores for the quarter ended March 31, 2022)
- ii. Pursuant to the admission of the Company under the CIRP, SIFL has not provided for interest amount of Rs 6 crores on ICD for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on ICD. Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest are accrued and payable after this date.

**c) Non-convertible Perpetual Bond**

- i. Considering the significant impact of COVID-19 on business activity, the Company had received consent for waiver of interest on Non-convertible Perpetual Bond from the Bond Holders. Accordingly, the Company has not accrued interest of Rs.33 crores for the year ended March 31, 2022 (including Rs. 8 crores for the quarter ended March 31, 2022).
- ii. Pursuant to the admission of the company under the CIRP, SIFL has not provided for interest amount of Rs. 8 crores on Non-convertible Perpetual Bond for the quarter ended June 30, 2022 in respect of SIFL's obligation for interest on Non-convertible Perpetual Bond. Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest are accrued and payable after this date.





Had the interest been accrued on borrowings, as aforesaid in (a), (b) and (c) consolidated loss before tax for the quarter ended June 30, 2022 would have resulted in a loss before tax of Rs. 5,743 crores, and the loss before tax for the quarter and year ended March 31, 2022 would have resulted in a loss before tax of Rs. 928 crores and Rs. 4,748 crores respectively.

## 5. Business Transfer Agreement

During the year 2019-20, SIFL and SEFL entered into a Business Transfer Agreement ('BTA') to transfer the Lending Business, Interest Earning Business and Lease Business of the Company together with associated employees, assets and liabilities (including liabilities towards issued and outstanding non - convertible debentures) (Transferred Undertaking), as a going concern by way of slump exchange to SEFL pursuant to the BTA, subject to all necessary approvals. Accordingly, the Company and SEFL passed the relevant accounting entries in their respective books of account to reflect the slump exchange w.e.f. October 1, 2019 while allotment of shares by SEFL was made on December 31, 2019. The superseded Board of directors and erstwhile management of the Company, as existed prior to the appointment of the Administrator, had obtained external expert legal and accounting opinions in relation to the accounting of BTA which confirmed that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework.

During the year 2020-2021, SEFL had filed two (2) separate applications under Sec. 230 of the Companies Act, 2013 ('the Act') before the Hon'ble NCLT, Kolkata vide application no. (CA 1106/KB/2020 and CA 1492/KB/2020) proposing Schemes of Arrangement (the Schemes) with all its secured and unsecured lenders (Creditors). BTA, constituted an integral part of the Schemes.

The first scheme (i.e. CA 1106/KB/2020) sought for amongst other things "formal consent to be obtained from the required majority of the creditors of SEFL to the completed acquisition by way of slump exchange of the Transferred Undertaking from SIFL in terms of the BTA and consequential formal novation of the loans and securities already forming part of SEFL's liabilities and outstanding to the creditor." (as set out in the Scheme -CA 1106/KB/2020 filed)

The second scheme (i.e. CA 1492/KB/2020) sought for amongst other things restructuring of the debt due to certain creditors of SEFL including secured debenture holders, unsecured debenture holders, perpetual debt instrument holders, secured ECB lenders and unsecured ECB lenders and individual debenture holders.

Pursuant to the directions of Hon'ble NCLT vide order dated October 21, 2020, the superseded Board of directors and erstwhile management of SIFL and SEFL had maintained status quo on the Scheme including accounting of BTA. The final order/s in connection with the Schemes was awaited from Hon'ble NCLT at that time.

Both the schemes of arrangement were rejected by the majority of the creditors during the meetings held pursuant to the Hon'ble NCLT's directions dated October 21, 2020 and December 30, 2020 respectively. Further, certain appeals were filed before Hon'ble NCLAT by rating agencies in the matter relating to the second scheme of arrangement (i.e. CA 1492/KB/2020).

An application of withdrawal was filed by the Administrator in this matter in Hon'ble NCLAT which has been allowed by NCLAT by an order dated February 11, 2022. As stated in Note-6 below, The Administrator is in the process of filing consolidated resolution of SEFL and SIFL and hence no further action is being contemplated regarding establishing the validity of BTA or otherwise, consequent upon the withdrawal of Schemes as stated above. Accordingly, the status quo regarding BTA, as it existed on the date of commencement of CIRP, has been maintained.

In accordance with the obligations imposed on the Administrator under Section 18(f) of the Code, the Administrator has taken custody and control of SIFL and SEFL with the financial position as recorded in the balance sheet as on insolvency commencement date on an 'as-is where-is' basis. The accounts for the quarter ended June 30, 2022 have been taken on record by the Administrator in the manner and form in which it existed on the insolvency commencement date in view of the initiation of the CIRP. Further, in line with the provisions of Section 14 of the Code, SIFL and SEFL cannot alienate any of the assets appearing on the insolvency commencement date and this fact has also been informed by the Administrator to the stakeholders. Further, in line with the provisions of Section 14 of the Code, the Company has not alienated any of the assets appearing on the insolvency commencement date.

## 6. Consolidated Resolution under CIRP

In view of the impracticability for preparing the resolution plan on individual basis in the case of the Company and SEFL, the Administrator, after adopting proper procedure, had filed applications before the Hon'ble NCLT in the insolvency resolution process of SIFL and SEFL (IA No. 1099 of 2021 under CP.294/KB/2021 and IA No. 1100 of 2021 under CP.295/KB/2021) seeking the following prayers:

- Directing the consolidation of the corporate insolvency resolution processes of SIFL and SEFL;
- Directing formation of a consolidated committee of creditors for the consolidated corporate insolvency resolution processes of SIFL and SEFL;



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- Directing and permitting the conduct of the corporate insolvency resolution processes of SIFL and SEFL in terms of the provisions of the Code in a consolidated manner including audit of transactions in relation to Section 43, Section 45, Section 50 and Section 66 of the Code, issuance of single request for submission of resolution plans by the Administrator and the submission and consideration of single resolution plan, for the consolidated resolution of SEFL and SIFL in terms of the provisions of the Code; and
- Directing and permitting the submission and approval of one consolidated resolution plan for the resolution of SEFL and SIFL in terms of the provisions of the Code.

The application in this matter was admitted and the final order received on February 14, 2022 wherein the Hon'ble NCLT approved the consolidation of the corporate insolvency of SIFL and SEFL. Further, the Administrator has received Expression of Interest from various prospective Resolution Applicants and the Administrator has finalized the list of the prospective Resolution Applicants who are in the process of submitting the resolution plan in terms of the Code.

#### 7. Payment to lenders/others and claims under CIRP

CIRP has been initiated against SIFL and SEFL, as stated in Note No. 1 and accordingly, as per the Code, the Administrator has invited the financial/operational/other creditors to file their respective claims as on October 8, 2021 (i.e. date of commencement of CIRP). As per the Code, the Administrator has to receive, collate and verify all the claims submitted by the creditors of SIFL and SEFL. The claims as on October 8, 2021 so received by the Administrator till July 31, 2022 is in the process of being verified and updated from time to time and wherever, the claims are admitted, the effect of the same has been given in the books of accounts.

In respect of claims of creditors, which are under verification, the effect of the same in the books of account will be taken once the verification of the same is completed and admitted. Further, as aforesaid, since the creditors can file their claims during the CIRP, the figures of claims admitted in the books of accounts might undergo changes during the CIRP. Adjustments, if any arising out of the claim verification and admission process will be given effect in subsequent periods.

Further, the foreign currency debt of SEFL has been converted into INR as per the Code on the date of commencement of CIRP and accordingly, SEFL has not translated its foreign currency exposure as on June 30, 2022 as per the requirements of Ind AS 21 'The effects of changes in foreign exchange rates'.

#### 8. Unhedged Foreign Currency Exposure / Trust and Retention Account

As per the requirements of RBI notification RBI/FED/2018-19/67 FED Master Direction No.5/2018-19 dated March 26, 2019 entities raising External Commercial Borrowings ('ECB') are required to mandatorily hedge 70 per cent of their ECB exposure in case the average maturity of ECB is less than 5 years, which SEFL complied on an ongoing basis till the nine months ended December 31, 2020. Thereafter, it was not able to meet the requirements of the aforesaid RBI notification due to procedural issues. SEFL was not able to make payment of the hedging premium/cost to the concerned banks for keeping the ECB exposures hedged, as aforesaid. Therefore, the concerned banks unwound the currency risk hedges, which resulted in ECB exposures amounting to Rs. 273 crores as per contractual terms being not hedged as on June 30, 2022, in terms of the aforesaid RBI notification. SEFL has reported the above fact to RBI and reply from the same is still awaited.

#### 9. Fair value of Investment in Funds

##### i. Fair value loss on units of Infra Construction Fund

The Company is holding 18,80,333 units in Infra Construction Fund, managed by Trinity Alternative Investments Managers Limited (Trinity). For the purpose of NAV of such units, Trinity, acting as fund manager has forwarded us the valuation report as on March 31, 2022, valuing such units at NIL. As on December 31, 2021, Trinity has reported value of these units as Rs 531 crores under the same circumstances which existed as on March 31, 2022. The Company as a major abundance precaution and only for the purpose of compliance has incorporated the said valuation on March 31, 2022. The Company however does not accept the basis of such valuation and is currently enquiring reasons based on which such valuation of units has been arrived at and such value of investment in Company's books is subject to outcome of enquiry and explanations being sought from Trinity.

- ii. Trinity is managing various funds in which the Company has made the investment. As a practice, Trinity was providing NAV of all the funds on quarterly basis till March 31, 2022. However, for the quarter ended June 30, 2022 Trinity has not provided NAV of any funds. As per explanation given by Trinity Management, as per Clause 23 (1) of AIF Regulations, 2012, Investment Managers are mandated to provide NAV at least once in every six month. So, next NAV of the funds shall be provided for the half year ended September 30, 2022. Hence, the company has valued its investments in the funds at the NAV that existed as on March 31, 2022. The Company is unable to estimate the impact on valuation of investments in Funds, had the NAV for the quarter ended June 30, 2022 would have been provided by Trinity.





## 10. Going Concern

The Group had reported net losses during the quarter ended June 30, 2022 and earlier year as well. Hence, the net worth has fully eroded.

There is persistent severe strain on the working capital and operations of the Group and it is undergoing significant financial stress. As stated in Note No. 1, CIRP was initiated in respect of the SIFL and SEFL w.e.f. October 8, 2021, the Holding Company have assessed that the use of the going concern assumption is appropriate in the circumstances and hence, these financial results have been prepared on a going concern assumption basis as per below:

- i) The Code requires the Administrator to, among other things, run SIFL and SEFL as a going concern during CIRP.
- ii) The Administrator, in consultation with the Committee of Creditors ('CoC') of SIFL and SEFL, in accordance with the provisions of the IBC, is making all endeavors to run SIFL and SEFL as a going concern. Considering the future business outlook and with time bound recovery of its due from customers and monetization of assets / securities, SIFL and SEFL are hopeful of improvement in its cash flows in due course of time.
- iii) Reduction in overhead expenditure.
- iv) Dedicated focused collection team to increase the collection and is also exploring all possibilities to start new business with the launch of various schemes.

CIRP has started and ultimately a resolution plan needs to be presented to and approved by the CoC and further approved by the Hon'ble NCLT and RBI. Pending the completion of the said process under CIRP, these financial results have been prepared on a going concern basis.

## 11. Probable Connected / Related Companies

RBI in its inspection report and risk assessment report (the directions) for the year ended March 31, 2020 had identified 'certain borrowers' as probable connected/related companies. In view of the directions, SIFL and SEFL have been advised to re-assess and re-evaluate the relationship with the said borrowers to assess whether they are related parties to SIFL or to SEFL and also whether these are on arm's length basis.

It has been brought to the Administrator's notice that the erstwhile management of SIFL and SEFL had taken legal view to determine whether such borrowers are related parties to the SIFL and SEFL. Based on the legal view, the erstwhile management was advised and had therefore come to the conclusion that the SIFL or to SEFL have no direct or indirect control or significant influence (as per Companies Act, 2013, Ind AS) over such borrowers and are not under common control and accordingly, are not a related party of SIFL or to SEFL. The erstwhile management had also obtained an assessment report on the review & verification of the transactions with the aforesaid probable connected/related companies from an independent Chartered Accountant firm, which states that the transactions of SIFL or to SEFL with probable connected parties were done at arm's length principles and are in the ordinary course of business and that such parties are not related parties of the SIFL or to SEFL under the Act or Ind AS 24.

Further, in view of RBI directions, in line with arm's length principles, the erstwhile management was in the process of re-assessing & re-negotiating terms and conditions with the aforesaid borrowers and all other borrowers, who have been granted loans with moratorium period and at interest rate which is linked with the cash flows of the project while ensuring that the overall yield is maintained. However, the same was not concluded and meanwhile SIFL and SEFL have gone into CIRP.

The total exposure (net of impairment) towards such borrowers is Rs. 3,669 crores and Rs. 7088 crores as on June 30, 2022 and as on March 31, 2022 respectively.

However, the Administrator is not in a position to comment on the views adopted by the erstwhile management in relation to the findings of the directions since these pertain to the period prior to the Administrator's appointment. As a part of the CIRP, the Administrator has initiated transaction audits/reviews relating to the process and compliances and has also appointed professionals for conducting transaction audit as per section 43, 45, 50 and 66 of the Code.

Out of Accounts referred by RBI in the directions, the Administrator has received certain account wise transaction audit reports, which has identified some of such transactions/accounts as fraudulent in nature under section 66 of the Code. In respect of such accounts, the Administrator has filed applications under section 60(5) and section 66 of the Code before the Kolkata bench of the Hon'ble NCLT on various dates till August 5, 2022 for adjudication. SEFL has also made 100 percent impairment on such accounts. The transaction audit is still in progress for other accounts and these financial results are subject to the outcome of such audits / reviews.

12. In the previous year 2020-21, the Group was having shortfall payment to INR 5.76 crores in relation to the Corporate Social Responsibility ('CSR') which were unspent. These unspent amounts as per the requirements of Section 135 of the Act were to be transferred to funds specified



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under Schedule VII to the Act within a period of 6 months. However, the domestic lenders of SIFL and SEFL had stipulated TRA mechanism effective November 24, 2020, pursuant to which all the payments being made by SIFL and SEFL were being approved/released based on the TRA mechanism. The Group was not able to transfer the aforesaid unspent CSR amount as per the requirements of Section 135 of the Act. SIFL and SEFL has written letter to the Ministry of Corporate Affairs ('MCA') seeking exemptions from the obligations of SIFL and SEFL under portions of Section 135(5) and Section 135(7) of the Act. The reply from MCA in this regard is awaited.

13. As per Regulation 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the secured redeemable non-convertible debentures as on June 30, 2022 are secured by first pari-passu charge by mortgage of immovable property at West Bengal and Tamil Nadu (except for one ISIN wherein principal outstanding is Rs. 0.70 crores only) and exclusive and/or specific charge on the specific & identified receivables of SEFL. Security cover available as on June 30, 2022, net of provisions as per Ind AS norms excluding provisions made under IRACP is 64.11% of the principal and interest amount of its secured redeemable non-convertible debentures. SEFL has not been able to maintain the security cover as stated in the Information Memorandum/Debenture Trust Deeds etc. As stated in Note No. 3 (b) above, as part of the ongoing CIRP process the Administrator has appointed two (2) independent valuers to conduct the valuation of the assets of SEFL & SIFL as required under the provisions of the Code. Accordingly, the percentage of security cover given above is subject to the outcome of such valuation process.

Pursuant to Regulations 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the total assets of the listed entity provide Nil coverage of the principal of the unsecured debt securities as on June 30, 2022. After allocation of loan assets/other assets as on June 30, 2022 to the secured borrowings based on the allocation of specific loan assets/other assets that were done by SEFL as at September 30, 2020 for the purpose of security cover as at September 30, 2020. etc., there are certain residual assets of SEFL on which the secured lenders don't have any specific charges etc. However, since the net assets (i.e. after considering expected credit loss etc. created) of SEFL is lower than the total exposure to secured lenders, SEFL has not considered these residual assets, for unsecured lenders.

14. As stated in Note No. 5, SEFL had acquired borrowings (including secured borrowings and NCDs) from SIFL and charges created with ROC in relation to such borrowings were to be transferred in the name of SEFL. In relation to the above, cases where the novation agreements are signed by the lenders / trustees pursuant to Slump Exchange Transaction between SIFL to SEFL, necessary e-forms w.r.t. charges have been filed by SEFL with the Registrar of Companies, Kolkata (ROC) except for one ISIN whereby principal outstanding is Rs. 0.70 crores only.

However, above charges filed by SEFL have not been approved by the ROC. Hence, the charges which were originally created in the name of SIFL for such secured borrowings are still continuing so in the records of ROC.

Further, with respect to certain borrowings where, though borrowed facilities have been repaid in full, charge satisfactions are still pending. This pendency is mainly on account of non-receipt of NOC from lenders etc. / completion of satisfaction formalities.

15. As per section 125 of the Act, SEFL was required to transfer certain amount lying unpaid, for 7 years, to Investor Education Protection Fund ('IEPF'). Prior to the date of commencement of CIRP i.e. October 8, 2021 (CIRP commencement date) an amount of Rs. 18,574/- and post commencement of CIRP an amount of Rs. 31,633/- and Rs. 25,195/- was transferable by SEFL to IEPF in terms of section 125 of the Act pertaining to the interest on application money on different dates till the June 30, 2022.

SEFL was unable to comply with the provision of Section 125 of the Act, as its compliance will accord to breach of the moratorium in terms of section 14 of the IBC. To the extent that the provision of the Act is inconsistent with section 14 of the IBC, the provisions of the IBC will prevail, in light of section 238 of the IBC. However, SEFL has written to IEPF authorities and requested guidance in this regard / submission of their claim and await their response.

16. During the quarter ended March 31, 2022, SIFL on behalf of SEFL has invoked 49% equity shares of Sanjivik Terminals Private Limited ('STPL'), which were pledged as security against the loan availed by one of the borrowers of SEFL. As at June 30, 2022, these shares appear in the demat statement of SIFL, whereas the borrower was transferred to SEFL pursuant to BTA, as stated in Note No. 5 above. SEFL is in the process of getting these shares transferred in its name. Till such name transfer, SIFL is holding these shares in trust for SEFL for disposal in due course.

SEFL has no intention to exercise any control/significant influence over STPL in terms of Ind AS 110/Ind AS 28.

SEFL has taken an expert opinion, which confirms that since SEFL is not exercising any significant influence/control over STPL, hence, STPL is not a subsidiary/associate in terms of Ind AS 110/Ind AS 28 and accordingly is not required to prepare consolidated financial statements with respect to its holding of 49% of the equity shares of STPL.

17. Based on the directions of RBI, during year ended March 31, 2022 SEFL has made provision amounting to Rs. 98 crores and Rs. 50 crores in respect of direct tax cases and indirect tax cases respectively where SEFL was under various stages of appeal with the relevant tax authorities.





These amounts which have been provided for were appearing under 'Contingent Liabilities' earlier. Since, the provision, as aforesaid, has been done on the directions of RBI, the Group has not assessed whether the outflow of resource embodying economic benefits is probable or not as per the requirements of Ind AS 37- 'Provisions, Contingent Liabilities and Contingent Assets'.

18. The Ministry of Corporate Affairs (MCA) vide its letter dated September 27, 2021 has initiated investigation into the affairs of SIFL and SEFL under Section 206(5) of the Act and it is under progress.

**19. Re-statement of CFS for the year ended 31.03.2022**

The audited consolidated financial statements for the year ended March 31, 2022 includes Board approved financial statements of a subsidiary, viz. Trinity Alternative Investment Managers Limited (Trinity) and two subsidiaries of Trinity, viz. Hyderabad Information Technology Venture Enterprises Limited and Cyberabad Trustee Company Private Limited.

The management of these subsidiaries did not provided audited financial statements of these aforesaid companies despite many reminders and accordingly, the financial statements of said subsidiaries were considered for consolidation based on the Board approved financial statements signed by one director as confirmed by Trinity via email dated May 26, 2022. Subsequently, after publication of consolidated financial results of the Company, Trinity have provided signed audited Financial Statements dated May 20, 2022 on June 04, 2022 in which material mismatch was observed between the Financial Statements received on 04 June, 2022 and Financial Statements received on May 26, 2022. Which was considered for consolidation. At the time of preparation of financial results for the quarter ended June 30, 2022, these discrepancies / mismatches were rectified retrospectively in accordance with the guidelines of Ind AS 8, "Accounting Policies, Changes in Accounting Estimates and Errors".

As a result of this retrospective adjustment, Other Comprehensive Income /(loss) (net of income tax) has changed from Rs.(277) crores to Rs.(584) crores and from Rs. (28) crores to Rs.(335) crores for the quarter and year ended March 31, 2022 respectively. Other Equity has changed from Rs.(6404) to Rs (6561) crores, Investments has changed from Rs.1921 crores to Rs.1265 crores and Deferred tax liabilities of Rs.83 crores has changed to Deferred Tax Assets of Rs.5 crores as on March 31, 2022. Changes in other Balance Sheet items are immaterial.

20. The Company has not received Board approved financial results of the a subsidiary, viz. Trinity Alternative Investment Managers Limited (Trinity) and two subsidiaries of Trinity (step down subsidiaries of SIFL), viz. Hyderabad Information Technology Venture Enterprises Limited and Cyberabad Trustee Company Private Limited for the quarter ended June 30, 2022 despite of repeated reminders and accordingly, the financial statements of these companies have not been considered for consolidation as on June 30, 2022. The possible impact on the consolidated financial results with respect to the aforesaid subsidiaries is not ascertainable.
21. Based on the information available in the public domain, some of the lenders have declared the bank accounts of the Company and SEFL as fraud. However, in case of one of the lender, on the basis of petition filed by the Promoters, Hon'ble High Court of Delhi has restrained the said lender from taking any further steps or action prejudicial to the petitioner on the basis of the order declaring the petitioner's bank account as fraud. The next hearing in the matter has been listed August 23, 2022.
22. Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, has been given in Annexure 1.
23. The figures for the quarter ended March 31, 2022 represent the difference between the audited figures in respect of the full financial year and the unaudited figures of nine months ended December 31, 2021.
24. Previous period/year figures have been regrouped/rearranged, wherever considered necessary, to conform to the classification of the current period.

**For Srei Infrastructure Finance Ltd.**  
(A Company under Corporate Insolvency  
Resolution Process vide NCLT Order dated October 08, 2021)

**RAJNEESH SHARMA**  
ADMINISTRATOR APPOINTED UNDER IBC

Place: Kolkata  
Date : August 12, 2022





**Annexure I**

**Ratios of Consolidated Financial disclosed pursuant to regulation 52(4) of SEBI(Listing Obligation and Disclosure Requirements) Regulations 2015, as amended**

	Particulars	Quarter ended		Year ended	
		June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
		Unaudited	Audited	Unaudited	Audited
1	Debt equity ratio ( No. of times) (Note 1)	N.A.	N.A.	N.A.	N.A.
2	Debt service coverage ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
3	Interest service coverage ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
4	Outstanding redeemable preference shares (Nos. in Lakhs)	-	-	-	-
5	Outstanding redeemable preference shares (Values)	-	-	-	-
6	Capital redemption reserve	-	-	-	-
7	Debenture redemption reserve ( ₹ in Lakhs)	10,222	10,222	10,222	10,222
8	Networth ( ₹ in Lakhs) (Note 2)	(1,751,225)	(1,255,004)	(1,076,332)	(1,255,004)
9	Net Profit/(Loss) after tax ( ₹ in Lakhs)	(460,383)	32,474	(97,105)	(254,475)
10	Earnings per share ( in ₹ )	*(91.51)	6.45	*(19.30)	(50.58)
11	Current ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
12	Long term debt to working capital (Note 8)	N.A.	N.A.	N.A.	N.A.
13	Bad debts to account receivable ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
14	Current liability ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
15	Total debts to total assets (%) (Note 3)	1.46	1.21	1.12	1.21
16	Debtor turnover ratio (Note 8)	N.A.	N.A.	N.A.	N.A.
17	Inventory turnover (Note 8)	N.A.	N.A.	N.A.	N.A.
18	Operating margin (%) (Note 8)	N.A.	N.A.	N.A.	N.A.
19	Net profit/(loss) margin(%) (Note 4)	(803.01)%	41.97%	(119.95)%	(82.23)%
<b>Sector Specific Ratios</b>					
20	Gross Non Performing Assets % ("GNPA") (Note 5)	82.86%	71.52%	68.14%	71.52%
21	Net Non Performing Assets % ("NNPA")(Excl. impairment Reserve) (Note 6)	71.15%	61.88%	59.80%	61.88%
22	Net Non Performing Assets % ("NNPA")(Incl. impairment Reserve) (Note 6)	60.33%	52.97%	51.68%	52.97%
23	Provision Coverage Ratio % ("PCR")(Excl. impairment Reserve)(Note 7)	49.00%	35.37%	30.44%	35.37%
24	Provision Coverage Ratio % ("PCR")(Incl. impairment Reserve) (Note 7)	68.55%	55.16%	50.00%	55.16%

\* Not Annualised

**Note:**

Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Formulae for Computation of Ratios are as follows :

- Debt equity ratio is not determinable as equity is negative.
- Net worth has been calculated as defined in Section 2(57) of the Companies Act, 2013.
- Total debts to total assets (%) = (Debt Securities + Borrowings (other than debt securities) + Subordinated Liabilities) / Total Assets.
- Net profit/(loss) margin (%) = Profit/(loss) after Tax / Total Revenue from Operations.
- Gross Non Performing Assets ("GNPA") (%) = Gross Stage III / Gross Advances, where gross advances represents Loans, Trade Receivables and Net Block of Assets given on Operating Lease.
- Net Non Performing Assets ("NNPA") (%) = Net Stage III / Net Advances, where net advances represents Loans, Trade Receivables and Net Block of Assets given on Operating Lease.
- Provision Coverage Ratio ("PCR") (%) = NPA Provision / Gross NPAs.
- The Company is Non Banking Financial Company registered under the Reserve Bank of India Act 1934. Hence these Ratios are generally not applicable.

**Srei Infrastructure Finance Limited**

(a Company under Corporate Insolvency Resolution Process by an order dated October 8, 2021 passed by Hon'ble NCLT, Kolkata)

**Rajneesh Sharma**  
Administrator appointed under IBC

Place: Kolkata

Date: August 12, 2022

The Administrator has been appointed under Rule 5(a)(iii) of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 under the Insolvency and Bankruptcy Code, 2016 (IBC). The affairs, business and property of Srei Equipment Finance Limited are being managed by the Administrator, Mr. Rajneesh Sharma, who acts as agent of the Company only and without any personal liability.

Address for Correspondence - Vishwakarma 86C, Topsia Road (South), Kolkata, West Bengal, 700046

Email ID for Correspondence - sreiaadministrator@srei.com

