Audited Financial Statements:
ZUARI INVESTMENTS LIMITED
As at 31st March, 2022
FY 2021-22
Approved on: 6th May, 2022

Compiled by:
Alok Kr. Srivastava & Team

Audited by:
M/s V. Nagrajan & Co.
Chartered Accountants
Mr. Pradeep Kumar
Partner

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Independent Auditor's Report

To the Members of Zuari Investments Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Zuari Investments Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2022 the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards (`IND AS`) prescribed under section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2022, and its profit and its cash flows for the year ended on that date.

Basis for opinion

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

Emphasis of Matter

4. We draw attention to Note 36 to the accompanying financial statements, which describes that the Company applied for registration with the Reserve Bank of India (RBI) as 'Non-Deposit taking Systematically Important Core Investment Company on 25 March 2019. The application was rejected however, RBI asked to re-submit the application with clarifications of queries, company is in process of re-submitting the application. Management of the Company is in the process of corresponding with the RBI for obtaining such registration, however, the impact of non-registration is currently not ascertainable but would not be material to the accompanying financial statements. Our opinion is not modified in respect of this matter.

Information other than the financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.
If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. Reporting under this section is not applicable as other information is obtained at the date of this auditor`s report.

Responsibilities of Management and those charged with the governance for the Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), statement of profit and loss (financial performance including the other comprehensive income), change in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the IND AS prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and

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related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

13. The Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable.

14. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

15. Further to our comments in Annexure A, as required by section 143(3) of the Act, we report that:

    a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

    b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

    c) the financial statements dealt with by this report are in agreement with the books of account;

    d) in the opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under sec 133 of the Act, read with rule 7 of the Companies (Accounts) Rules. 2014 (as amended);

    e) the matter described in paragraph 4 under the Material Uncertainty Related to Going Concern paragraph, in our opinion, may have adverse effect on functioning of the company

    f) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of section 164(2) of the Act;

    g) we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2022 in conjunction with our audit of the financial statements of the Company for the year ended

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on that date and our report dated 06 May 2022 as per Annexure B expressed unmodified;

h) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

I. the Company does not have any pending litigation which would impact its financial position

II. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2022;

III. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2022.

IV. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these financial statements. Hence, reporting under this clause is not applicable.

for **V. NAGARAJAN & Co.,**
Chartered Accountants
FRN.: 004879N

Pradeep Kumar
Partner
M. No.: 514068
UDIN- 22514068AJQVVE1613

Place: New Delhi
Date: 06th May 2022

Annexure A to the Independent Auditor's Report of even date to the members of Zuari Investments Limited, on the financial statements for the year ended 31 March 2022

Annexure A

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The property plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us, company do not hold any immovable property. Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanation given to us, the Company has not revalued its Property, Plant and Equipment or intangible asset during the year.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) The company does not carry any inventory. Thus, the Paragraph 3(ii)(a) of the Order is not applicable to the company.

(b) In our opinion and according to the information and explanation given to us, the Company has not been sanctioned working capital limits from Banks or Financial Institutions on the basis of security of current assets and hence the requirement of para 3 (ii) (b) of the order is not applicable

(iii) (a) The Company has provided {loans or advances in the nature of loans, or guarantee, or security} to Subsidiaries companies/Associates and Others as per details given below:

Particulars	Guarantees	Security	Loans (Rs. Lacs)	Advances in nature of loans
Aggregate amount during the year - Subsidiaries - Associates - Holding	NIL	NIL	13,425/- 12,060/- 13,590/-	Inter-corporate deposit

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Balance outstanding as at balance sheet date - Subsidiaries - Associates - Holding	NIL	NIL	21,118/- 11,989/- 2,569/-	Inter-corporate deposit

(a) In our opinion, and according to the information and explanations given to us, the investments made, guarantees provided, security given and terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not, prima facie, not prejudicial to the interest of the Company's interest.

(b) In respect of loans and advances in the nature of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular.

(c) The amount is not overdue for more than ninety days as on 31.03.2022 and hence no steps are required to be taken by the company for recovery of the principal and interest.

(d) The Company has not granted any loan or advance in the nature of loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan.

(iv) In our opinion, the Company has complied with the provisions of Section 186 in respect of investments. Further, in our opinion, the Company has complied Section 185 and Section 186 of the companies Act in respect of loans, guarantees and security.

(v) The Company has not accepted any deposits from the public, within the meaning of Section 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal. Accordingly, paragraphs 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

(vii) a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities, though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

b) There is no dues in respect of income tax, sales tax, service tax, duty of customs. Duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute.

(viii) In our opinion and according to the information and explanation given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961 (43 of 1961)

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(ix) (a) In our opinion and according to the information and explanation provided to us, the company has not defaulted in repayment of loans or other borrowings, or in payment of interest thereon to any lender.

(b) In our Opinion and according to information and explanation provided to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our Opinion and according to the information and explanation provided to us, the Company has not taken any term loan during the year and there were no outstanding term loans at the beginning of the year and hence reporting under Clause 3(ix)(c) of the Order is not applicable.

(d) In our opinion and according to the information and explanation provided to us and on an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long term purposes by the Company.

(e) In our opinion and according to the information and explanation provided to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us, the Company has raised loans during the year on the pledge of securities held in its {subsidiaries, joint ventures or associate companies} as per details below. Further the Company has {not} defaulted in repayment of such loans raised.

Nature of loan taken	Name of lender	Amount of loan	Name of the subsidiary, joint venture, associate	Relation	Details of security pledged	Whether there was default in repayment of loan	Remarks, if any[1]
Unsecured	Zuari Global Limited	INR 2569.00 Lacs	Zuari Global Limited	Holding Company	Unsecured	No	-----

(x) (a) In our opinion and according to the information and explanation provided to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) In our opinion and according to the information and explanation provided to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) According to the information and explanations given to us, and the representations obtained from the management, no fraud by the company and no material fraud on the Company has been noticed or reporting during the year.

(b) The requirement of clause (xi)(b) of the order is not applicable since we have not come across any instances of fraud by the Company or on the Company during the year.

(c) According to the information and explanation given to us and based on our audit procedures, no whistle blower complaints were received by the Company during the year (upto the date of this report).

(xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the order are not applicable.

(xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable AS.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with Directors or persons connected with him during the year.

(xvi) (a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. However, such registration has not been obtained by the Company as on the date of this report. The Company has applied for registration as a 'Non-Deposit taking Systematically Important Core Investment Company' vide its application dated 25th March 2019. The application was rejected however, RBI asked to re-submit the application with clarifications of queries, company is in process of re-submitting the application.

(b) The Company has conducted Non-Banking Financial or Housing Finance activities during the year without a valid Certificate of Registration (CoR) from the RBI as per the Reserve Bank of India Act, 1934. As mentioned in clause (xvi)(a), company is in process to get the Certificate of Registration (CoR).

(c) The Company is in the process to get CoR as a Core Investment Company (CIC) as defined in the regulations made by the RBI however, according to the information and explanations given to us, it has not fulfilled the criteria of a CIC.

(d) As per the information and explanations received, the group have 2 (two) Core Investments Company as part of the group out of which 1 (one) is not required to be registered with Reserve Bank Of India and 1 (one) has applied and pending registration with Reserve Bank of India.

(xvii) The Company has incurred cash losses in the current financial year and in the immediately preceding financial years.

(xviii) There has been no resignation of statutory auditors during the year and accordingly this clause is not applicable.

(xix) In our opinion and on the basis of examination of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the balance sheet date as and when they fall due within a period of one year from the balance sheet date. We however state that

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this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanation given to us, the Company does not have any liability towards Corporate Social Responsibility. Hence reporting under clause 3(xxi) of the Order is not applicable.

(xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

for **V. NAGARAJAN & Co.,**
Chartered Accountants
FRN.: 004879N

Place: New Delhi
Date: 06th May 2022

Pradeep Kumar
Partner
M. No.: 514068
UDIN- 22514068AJQVVE1613

Annexure B to the Independent Auditor's Report of even date to the members of Zuari Investments Limited, on the financial statements for the year ended 31 March 2022

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit of the financial statements of Zuari Investments Limited ("the Company") as of and for the year ended 31 March 2022, we have audited the internal financial controls over financial reporting (IFCoFR) of the company as of that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over the financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the company's business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of

unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over the financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

for **V. NAGARAJAN & Co.,**
Chartered Accountants
FRN.: 004879N

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

Place: New Delhi
Date: 06th May 2022

Pradeep Kumar
Partner
M. No.: 514068
UDIN- 22514068AJQVVE1613

Zuari Investments Limited
Balance sheet as at 31 March 2022

(All amounts in INR lacs, unless otherwise stated)

Particulars	Notes	As at 31 March 2022	As at 31 March 2021
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	0.68	0.43
(b) Financial assets			
(i) Investments	5	36,822.66	20,173.20
(ii) Loans	6	20,627.00	16,263.59
(c) Non-current tax assets (net)	7	585.10	222.99
Total non current assets		**58,035.44**	**36,660.21**
Current assets			
(a) Financial assets			
(i) Investments	8	666.00	766.01
(ii) Loans	9	12,481.46	2,400.00
(iii) Cash and cash equivalents	10	133.91	50.96
(iv) Other financial assets	11	910.55	531.43
(b) Other current assets	12	0.11	2.93
Total current assets		**14,192.03**	**3,751.33**
Total assets		**72,227.47**	**40,411.54**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	1,945.74	1,945.74
(b) Other equity	14	17,452.92	10,650.61
Total equity		**19,398.66**	**12,596.35**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	15	42,411.44	14,530.46
Total non-current liabilities		**42,411.44**	**14,530.46**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	16	9,550.00	13,125.00
(ii) Trade payables	17		
-Total outstanding due of micro enterprises and small enterprises		-	-
-Total outstanding due of creditors other than micro enterprises and small enterprises		3.35	6.38
(iii) Other financial liabilities	18	736.00	95.82
(b) Other current liabilities	19	128.02	57.53
Total current liabilities		**10,417.37**	**13,284.73**
Total equity & liabilities		**72,227.47**	**40,411.54**

The accompanied notes form an integral part of the financial statements.

As per our report of even date

For V. Nagarajan & Co.
Chartered Accountants
Firm's Registration No.: 004879N

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

Pradeep Kumar
Partner
Membership No 514068
Place New Delhi
Date 06-05-2022

For and on behalf of the Board of Directors of
Zuari Investments Limited

Alok Banerjee
(Director)
DIN-01371033
Place : Bangalore
Date : 06-05-2022

Nishant Dalal
(Director)
DIN-08972330
Place : Gurgram
Date 06-05-2022

Nikesh Kumar Pandey
(Chief Financial Officer)
PAN: AWEPP7551P
Place : New Delhi
Date : 06-05-2022

ZUARI INVESTMENTS LIMITED

Zuari Investments Limited

Statement of Profit and Loss for the year ended 31 March 2022

(All amounts in INR lacs, unless otherwise stated)

Particulars	Notes	Year ended 31 March 2022	Year ended 31 March 2021
Income			
Revenue from operations		-	-
Other income	20	3,918.92	1,072.56
Total income		**3,918.92**	**1,072.56**
Expenses			
Employee benefits expense	21	13.14	12.18
Finance costs	22	4,430.78	2,361.84
Depreciation & amortization expense	23	0.24	0.07
Other expenses	24	271.14	161.82
Total expenses		**4,715.30**	**2,535.91**
Loss before tax (exceptional items)		**(796.38)**	**(1,463.35)**
Less: Exceptional Items	35	**2,131.30**	-
Loss before tax		**(2,927.68)**	**(1,463.35)**
Tax expense:	25	-	**24.14**
Current tax		-	-
Previous tax		-	24.14
Deferred tax		-	-
Loss after tax		**(2,927.68)**	**(1,487.49)**
Other comprehensive income ('OCI')			
Items that will not be reclassified to profit or loss			
Equity instruments designated at fair value through OCI		9,729.99	7,659.66
Income tax effect		-	-
Other comprehensive (loss) / income for the year		**9,729.99**	**7,659.66**
Total comprehensive (loss) / income for the year		**6,802.31**	**6,172.17**
Loss per equity share	26		
(i) Basic		(15.05)	(7.64)
(ii) Diluted		(15.05)	(7.64)

The accompanied notes form an integral part of the financial statements.

As per our report of even date.

For V. Nagarajan & Co.
Chartered Accountants
Firm's Registration No.: 004879N

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

Pradeep Kumar
Partner
Membership No. 514068
Place : New Delhi
Date : 06-05-2022

For and on behalf of the Board of Directors of
Zuari Investments Limited

Alok Banerjee
(Director)
DIN-01371033
Place : Bangalore
Date : 06-05-2022

Nishant Dalal
(Director)
DIN-08972330
Place : Gurgram
Date : 06-05-2022

Nikesh Kumar Pandey
(Chief Financial Officer)
PAN: AWEPP7531P
Place : New Delhi
Date : 06-05-2022

ZUARI INVESTMENTS LIMITED

Zuari Investments Limited
Cash Flow Statement for the year ended 31 March 2022

(All amounts in INR lacs, unless otherwise stated)

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
A Cash flow from operating activities		
Loss before tax :	(796.38)	(1,463.35)
Adjustments for:		
Depreciation & amortization expense	0.24	0.07
Interest income	(3,563.31)	(966.31)
Long term capital gain sale of shares	-	
Provision for impairment in investment	74.34	119.65
Gain arising on measuring financial assets at fair value through profit and loss	(269.39)	(27.42)
Finance costs	4,430.78	2,361.84
Dividend income	(86.06)	(66.83)
Excess provisions written back	(0.12)	(12.00)
Operating loss before working capital changes	**(209.90)**	**(54.35)**
Adjustment for changes in working capital		
-Decrease/(Increase) in other current Assets	2.82	9.47
-Decrease/(Increase) in other financial assets	199.73	0.08
-(Decrease)/Increase in trade Payable	(3.04)	(0.22)
(Decrease)/Increase in Other financial liabilities	0.82	(71.82)
(Decrease)/Increase in Other current liabilities	70.49	(67.39)
Cash flow generated from/(used in) operations	**60.92**	**(184.23)**
Income taxes paid (net)	(362.11)	(91.36)
Net cash flow generated from/(used in) operating activities (A)	**(301.19)**	**(275.59)**
B Cash flow from investing activities		
Purchase of property, plant and equipment	(0.48)	(0.45)
Proceeds from sale of investments	(2,031.29)	1,127.07
Investment in equity shares and compulsorily convertible preference	-	-
Purchase of Investment	(6,724.42)	(150.01)
Inter Corporate Deposits (ICDs) (Net)	(14,444.87)	(11,621.59)
Interest received	2,955.50	1,906.06
Dividend received	115.02	139.24
Net cash flow generated from/(used in) investing activities (B)	**(20,130.54)**	**(8,599.68)**
C Cash flow from financing activities		
Proceeds/Repayment from non-current borrowings (Net)	27,880.98	3,825.05
Proceeds/Payment from current borrowings (Net)	(3,575.00)	8,400.00
Interest amounts paid	(3,791.30)	(3,331.35)
Net cash generated from financing activities (C)	**20,514.68**	**8,893.70**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**82.95**	**18.43**
Cash and cash equivalents as at the beginning of the year	50.96	32.53
Cash and cash equivalents as at the end of the year	**133.91**	**50.96**
Reconciliation of cash and cash equivalents		
Cash and cash equivalents as at end of the year	133.91	50.96
Total Cash and bank balances equivalents as at end of the year	**133.91**	**50.96**

Notes:

1 The above cash flow statement has been prepared under the **"Indirect Method"** as per Indian Accounting Standard (Ind AS) 7.
2 Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3 Refer note 16.2 for changes in liabilities arising from financing activities.

The accompanied notes form an integral part of the financial statements

As per our report of even date.
For V. Nagarajan & Co.
Chartered Accountants
Firm's Registration No.: 004879N

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

Pradeep Kumar
Partner
Membership No. 514068
Place : New Delhi
Date 06-05-2022

For and on behalf of the Board of Directors of
Zuari Investments Limited

Alok Banerjee
(Director)
DIN-01371033
Place : Bangalore
Date : 06-05-2022

Nishant Dalal
(Director)
DIN-08972330
Place Gurgram
Date 06-05-2022

Nikesh Kumar Pandey
(Chief Financial Officer)
PAN: AWEPP7531P
Place : New Delhi
Date 06-05-2022

ZUARI INVESTMENTS LIMITED

Zuari Investments Limited
Statement of Changes in Equity as at 31 March 2022

(All amounts in INR lacs, unless otherwise stated)

A Equity share capital

Equity shares of INR 10/- each issued, subscribed and fully paid:

	Number of shares	Amount
As at 31 March 2020	**1,94,57,364**	**1,945.74**
Changes in Equity share capital	-	-
As at 31 March 2021	**1,94,57,364**	**1,945.74**
Changes in Equity share capital	-	-
As at 31 March 2022	**1,94,57,364**	**1,945.74**

B Other equity

	Retained earnings	FVTOCI - Equity	Total
As at 31 March 2020	(3,937.78)	8,416.22	4,478.44
Loss for the year	(1,487.49)	7,659.66	6,172.17
Reclassification of cumulative gains against investments in equity instruments measured at FVTOCI transferred on sale of investments	987.17	(987.17)	-
Total	(500.32)	6,672.49	6,172.17
As at 31 March 2021	**(4,438.10)**	**15,088.71**	**10,650.61**
Profit/(Loss) for the period	(2,927.68)	9,729.99	6,802.31
Reclassification of cumulative gains against investments in equity instruments measured at FVTOCI transferred on sale of investments	-	-	-
Total	**(2,927.68)**	**9,729.99**	**6,802.31**
As at 31 March 2022	(7,365.78)	24,818.70	17,452.92

The accompanied notes form an integral part of the financial statements.
As per our report of even date.

For V. Nagarajan & Co.
Chartered Accountants
Firm's Registration No.: 004879N

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

Pradeep Kumar
Partner
Membership No. 514068
Place : New Delhi
Date : 06-05-2022

For and on behalf of the Board of Directors of
Zuari Investments Limited

Alok Banerjee
(Director)
DIN-01371033
Place : Bangalore
Date : 06-05-2022

Nishant Dalal
(Director)
DIN-08972330
Place : Gurgram
Date : 06-05-2022

Nikesh Kumar Pandey
(Chief Financial Officer)
PAN: AWEPP7531P
Place : New Delhi
Date : 06-05-2022

ZUARI INVESTMENTS LIMITED

1. Corporate information

Zuari Investments Limited (the "Company") is a public Company domiciled in India an incorporated under the provisions of the Companies Act, 1956. The Company has applied for registration as Non-Banking Financial Company with Reserve Bank of India. The Company's principal place of business is Plot No. 2, Zamrudpur Community Centre, Kailash Colony Extension, New Delhi – 110048.

2. Application of Indian Accounting Standards

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorized have been considered while preparing these financial statements.

3. Significant accounting policies

a) Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended time to time) notified under section 133 of the Companies Act, 2013 (the "Act").

The financial statements of the Company have been prepared on a historical cost basis, except for certain financial assets measured at fair value or net realizable value as applicable.

b) Newly effective standard adopted by the Company (recent accounting pronouncement)

The Company has applied Ind AS 116, Leases, for the first time for their annual reporting period commencing 1 April 2019. The Company had to change its accounting policies as a result of adopting Ind AS 116. The Company adopted the new standard retrospectively but recognized the cumulative effect of initially applying the new standard on 1 April 2019. Refer note 39 for details. The other amendments did not have any impact on the amounts recognized in earlier periods and are not expected to affect the current period.

c) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

An **asset** is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period All other assets are classified as non-current.

A **liability** is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

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The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

d) Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties, if any. The Company recognizes revenue when it transfers control over a product or service to a customer.

To determine whether to recognize revenue, the Company follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognizing revenue when/as performance obligation(s) are satisfied.

Identifying the performance obligations

Under Ind AS 115, the Company must evaluate the separability of the promised goods or services based on whether they are 'distinct'. A promised good or service is 'distinct' if both:

- the customer benefits from the item either on its own or together with other readily available resources, and
- it is 'separately identifiable' (i.e. the Company does not provide a significant service integrating, modifying or customizing it).

Determining the transaction price

Under Ind AS 115, the Company shall consider the terms of the contract and its customary business practices to determine the transaction price. The transaction price excludes amounts collected on behalf of third parties. The consideration promised include fixed amounts, variable amounts, or both.

Allocating the transaction price to the performance obligations

The transaction price is allocated to the separately identifiable performance obligations on the basis of their standalone selling price. For services that are not provided separately, the standalone selling price is estimated using adjusted market assessment approach.

Recognizing revenue when/as performance obligation(s) are satisfied.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is recognized either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers.

In the comparative period presented in financial statements, revenue was measured at the fair value of the consideration received or receivable. Revenue from the sale of goods was recognized when the significant risks and rewards of ownership had been transferred to the customer, recovery of the consideration was probable, there was no continuing management involvement with the goods and the

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amount of revenue could be measured reliably. The company recognizes revenue from the following major sources: -

Rendering of services:
Revenue from brokering services is recognized when the Company satisfies its performance obligations by rendering services to customers. These services are consumed simultaneously by the customers.

Interest income:
For all debt instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). Refer note k for the same.

e) Taxes
Income tax comprises of current and deferred tax. It is recognized in Statement of Profit and Loss except to the extent that is related to an item recognized directly in equity or other comprehensive income.

Current income tax
Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax
Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred income tax liabilities are recognized for all taxable temporary differences. Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.
Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

f) Borrowing costs
General and specific borrowing costs directly attributed to the acquisition, construction or production of a qualifying asset are capitalized up to the period of time that is required to complete and prepare the

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asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

All other borrowing costs are expensed in the period in which they occur or accrue. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

g) Property, plant and equipment

All the items of the property, plant and equipment are stated as per cost model i.e. cost of acquisition less accumulated depreciation and impairment. All significant costs incidental to the acquisition of assets are capitalized.

Recognition:

The costs including subsequent costs of an item of property, plant and equipment is recognized as an asset if, and only if:

- it is probable that future economic benefits associated with the item will flow to the entity; and
- the cost of the item can be measured reliably.

All other expenses including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss in the period when such expenses are incurred.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting period and adjusted prospectively, if appropriate.

Depreciation, estimated useful life and residual life

Depreciation is calculated using the straight line method to allocate their cost, net of their residual values, over their estimated useful lives: -

Particulars	**Life (years)**
Office equipment	05

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

h) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization impairment losses, if any.

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Recognition:
The costs of intangible asset is recognized as an asset if, and only if:

- it is probable that future economic benefits associated with the item will flow to the entity; and
- the cost of the item can be measured reliably.

Intangibles representing computer software are amortized using the straight line method over their estimated useful lives of three years.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at each financial reporting period and adjusted prospectively, if appropriate treating them as changes in accounting estimates. The maintenance expenses on intangible assets with finite lives is recognized in the statement of profit and loss, unless such expenditure forms part of carrying value of an asset and satisfies recognition criteria.

Gains/(losses) arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

Assets carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

i) Impairment of tangible and intangible assets
At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets of a "Cash Generating Unit" (CGU) to determine whether there is any indication that those assets have suffered an impairment loss. Individual assets are grouped for impairment assessment purposes at the lowest level at which there are identifiable cash flows that are largely independent of the cash flows of other groups of assets. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash- generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating

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unit) is increased to the revised estimate of its recoverable amount. The increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in the statement of profit and loss.

j) Leases

As a lessee

As inception of the contract, the Company assesses whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to control the use an asset (the underlying asset) for a period of time in exchange for consideration'.

To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the identified asset throughout the period of use.

The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.
At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Measurement and recognition of leases as a lessee
The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.
The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

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Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero, as the case may be.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the balance sheet. Also, the Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

In the comparative period, as a lessee, the lease payments in respect of assets taken on operating lease are charged to the profit or loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with the expected general inflation to compensate the lessor's expected inflationary cost increase.

k) Post-employment and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no statutory nor contractual obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability being a defined benefit obligation is provided for on the basis of estimation on projected unit credit method made at the end of period. The gratuity plan of the Company has been funded by policy taken from Life Insurance Corporation of India. Actuarial gains and losses for defined benefit plan are recognized in partly for the period in which they occur in the statement of profit and loss.

Measurements, comprising of actuarial gains and losses are recognized immediately in the balance sheet

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with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Actuarial gains/losses are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:
•The date of the plan amendment or curtailment, and
•The date that the Company recognizes related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

•Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non- routine settlements; and
•Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the entire leave as current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Actuarial gains and losses are recognized in full in the period in which they occur in the statement of profit and loss.

l) Financial instruments

Financial assets and financial liabilities are recognized when Company becomes a party to the contractual provisions of the instruments.
Financial assets and financial liabilities are initially measured at fair value using best estimates. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are recognized immediately in the statement the profit and loss.

Financial assets:

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Amortized cost

A financial asset shall be measured at amortized cost using effective interest rates if both of the following conditions are met:

•financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
•contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The effective interest method is a method of calculating the amortized cost of a financial asset and of

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allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets at fair value through profit and loss (FVTPL)
Financial assets at FVTPL include financial assets that either do not meet the criteria for amortized cost classification or are equity instruments held for trading or that meet certain conditions and are designated at FVTPL upon initial recognition. All derivative financial instruments also fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements may apply. Assets in this category are measured at fair value with gains or losses recognized in the statement of profit and loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Financial assets at fair value through other comprehensive income (FVTOCI)
On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to the statement of profit and loss on disposal of the investments. The Company has irrevocably adopted to value its equity investments through FVTOCI.

Dividends on these investments in equity instruments are recognized in the statement of profit and loss when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognized in the Statement of Profit and Loss are included in the 'Other income' line item.

Impairment of financial assets
The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost and financial asset designated as at FVTOCI.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses using the simplified approach permitted under Ind AS 109.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

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Financial liabilities:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are derecognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of profit and loss.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realization on future date.

m) Earnings per share

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

n) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Unallocated items include general corporate income and expense items which are not allocated to any business segment. The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

o) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

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p) Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognized when present obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events. Provisions are not recognized for future operating losses. Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material. Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset. However, this asset may not exceed the amount of the related provision. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Contingent liabilities

In those cases, where the possible outflow of economic resources as a result of present obligations is considered not probable or where the amount of the obligation cannot be determined reliably, no liability is recognized.

Contingent assets

Possible inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets.

q) Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.

Significant management judgements

The following are significant management judgements in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

Classification of leases – The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset. The Company has also factored in overall time period of rent agreements to arrive at lease period to recognize rental income on straight line basis.

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Contingent liabilities – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding warranties and guarantees. However the actual future outcome may be different from this judgement.

Significant estimates

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be different.

Impairment of financial assets – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Fair value measurements – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

Determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

Zuari Investments Limited

Summary of significant accounting policies and other explanatory notes as at 31st March 2022

(All amounts in INR lacs, unless otherwise stated)

4 Property, plant and equipment

Particulars	Office equipment
Year ended 31 March 2021	
Gross carrying amount	
Balance as at 1 April 2020	0.10
Additions	0.45
Disposals/transfers	-
Balance as at 31 March 2021	**0.55**
Accumulated depreciation	
Balance as at 1 April 2020	0.05
Depreciation during the period	0.07
Disposals/transfers	-
Balance as at 31 March 2021	**0.12**
Net carrying amount	**0.43**
Year ended 31 March 2022	
Gross carrying amount	
Balance as at 1 April 2021	0.55
Additions	0.48
Disposals/transfers	-
Balance as at 31 March 2022	**1.03**
Accumulated depreciation	
Balance as at 1 April 2021	0.12
Depreciation during the period	0.24
Disposals/transfers	-
Balance as at 31 March 2022	**0.36**
Net carrying amount	**0.68**

(a) There has been no revaluation of property plant and equipment for the year ended 31 March 2022, 31 March 2021 .
(b) Company does not have any immoveable property.
(c) No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

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Zuari Investments Limited

Summary of significant accounting policies and other explanatory notes as at 31st March 2022

(All amounts in INR lacs, unless otherwise stated)

5 Investments (non-current)

Particulars		As at 31 March 2022	As at 31 March 2021
Investments in equity instruments (fully paid up)			
Measured at fair value through other comprehensive income			
Quoted			
Texmaco Infrastructure & Holdings Limited [1,28,10,900 shares (1,28,10,900 shares) of INR 1/- each]		7,334.24	8,967.63
Texmaco Rail & Engineering Limited [6,37,68,926 shares (2,89,63,900 shares) of INR 1/- each]		26,591.64	6,692.06
Chambal Fertilisers & Chemicals Limited [4,02,840 shares (4,02,840 shares) of INR 10/- each]		1,700.39	922.71
		35,626.27	**16,582.40**
Unquoted			
Lionel Edward Limited [19,092 shares(19,092 shares) of INR 100/- each]		56.98	56.98
Less: Provision for impairment in Lionel Edward Limited		-	
		56.98	**56.98**
Measured at cost			
Quoted			
Gobind Sugar Mills Limited ('GSML') [Nil (29,13,679 shares) of INR 10/- each] (subsidiary)		-	1,742.89
		-	**1,742.89**
Unquoted			
Indian Furniture Products Limited ('IFPL')[7,044,643 shares (7,044,643 shares) of INR 10/- each] (Associate)		657.50	657.50
Less: Provision for impairment in IFPL		-631.44	-557.10
New Eros Tradecom Limited ('NETL') [2,049,994 shares (2,094,994 shares) of INR 10/- each] (Associate)		1,553.88	1,553.88
Less: Provision for impairment in NETL		-440.53	-440.53
		1,139.41	**1,213.75**
	(A)	**36,822.66**	**19,596.02**
Investments in Non Convertible Redeemable Preference Shares ('NCRPS') (fully paid up) (unquoted)			
Measured at fair value through profit and loss			
7% NCRPS of GSML			
Series-VIII - Date of allotment- 30 June 2014 [Nil (81,448 shares) of INR 10/-each]		-	3.72
Series-IX - Date of allotment - 17 June 2014 [Nil (20,00,000 shares) of INR 10/-each]		-	84.39
Series-X - Date of allotment - 14 January 2015 [Nil (20,00,000 shares) of INR 10/-each]		-	81.15
Series-XIII -Date of allotment - 5 May 2015 [Nil (5,00,000 shares) of INR 10/-each]		-	19.51
(All above series are redeemable in one single lot after expiry of the 12th year from the date of allotment)	(B)	-	**188.77**
Deemed investment in GSML	(C)	-	**388.41**
Total (A+B+C)		**36,822.66**	**20,173.20**
Aggregate book value of quoted investments		35,626.27	16,582.40
Aggregate market value of quoted investments		35,626.27	16,582.40
Aggregate book value of unquoted investments		56.98	634.16
Aggregate amount of impairment in value of investments		1,071.97	997.63

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

Particulars	As at 31 March 2022	As at 31 March 2021
6 Loans (non-current)		
Measured at amortised cost		
Loan (unsecured, considered good)		
Related parties	20,627.00	16,263.59
Total	**20,627.00**	**16,263.59**

Type of Borrower	Related Parties Nature	Amount of loan or advance in the	
		Repayable on demand	Without specifying any terms or period of repayment
Promoters			
Directors			
KMPs			
Related Parties			
Gobind Sugar Mills Ltd.	Subsidiary Company	Nil	NA
Zuari Infraworld India Ltd.	Associates	Nil	NA
Indian Furniture Product Ltd.	Associates	Nil	NA
Texmaco Rail & Engineering Ltd.	Associates	Nil	NA
Zuari Global Ltd.	Holding Company	Nil	NA

Particulars	As at 31 March 2022	As at 31 March 2021
7 Non current tax assets (net)		
Income taxes paid (net of provisions)	585.10	222.99
Total	**585.10**	**222.99**
8 Investments (current)		
Measured at fair value through profit and loss		
Investments in 6% NCRPS of Adventz Investment Company Private Limited (fully paid up) (unquoted) 6,60,000 shares (6,60,000 shares) of INR 100/- each [redeemable on 31 March 2022 (31 March 2021)]	616.00	616.00
Investment in Mutual Fund		
PGIM India Mutual Fund - Common Collection Account	50.00	-
Mirae Asset Overnight Fund {As at 31 December 2021 No. of unit - NIL ((Previous Year- No. of unit 14,249.3010)} *	-	150.01
Total	**666.00**	**766.01**

* Market value as at 31 March 2021 is INR NIL (Previous Year-INR 150.01 Lacs)

Particulars	As at 31 March 2022	As at 31 March 2021
9 Loans (current)		
Measured at amortised cost		
Loan (unsecured, considered good)		
Related parties	12,481.46	2,400.00
Total	**12,481.46**	**2,400.00**
10 Cash and cash equivalents		
Balances with banks		
- in currents accounts	133.91	50.96
Total	**133.91**	**50.96**
11 Other financial assets - current		
Measured at amortised cost		
Interest accrued	910.55	302.74
Dividend receivable	-	28.96
Other receivables	-	199.73
Total	**910.55**	**531.43**
12 Other current assets		
Balances with revenue authorities	0.11	2.93
Total	**0.11**	**2.93**

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(All amounts in INR lacs, unless otherwise stated)

13 Share capital

Particulars	As at 31 March 2022	As at 31 March 2021
Authorised share capital:		
6,70,00,000 (P.Y. 6,70,00,000) Equity Shares of INR 10/- each	6,700.00	6,700.00
Issued share capital:		
1,94,57,364 (P.Y. 1,94,57,364) Equity shares of INR 10/- each	1,945.74	1,945.74
Subscribed and fully paid-up share capital :		
1,94,57,364 (P.Y. 1,94,57,364) Equity shares of INR 10/- each	1,945.74	1,945.74
Total	1,945.74	1,945.74

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2022		As at 31 March 2021	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
Outstanding at the beginning and at the end of the year	1,94,57,364	1,945.74	1,94,57,364	1,945.74

(ii) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share.

(iii) Shares held by holding company

Particulars	As at 31 March 2022	As at 31 March 2021
Zuari Global Limited	1,94,57,364	1,94,57,364

*Nominee shareholders are Mr. Sriramulu Ramakrishna (Equity -6), Mr. Nilesh Govind Dessai (Equity-6), Mr. Anand Rajadhyaksha (Equity-3), Mr. Suryakanta Khuntia (Equity-6) Mr. Jayant Vithal Panvelkar (Equity-6), Mr. Vinay Venkappayya (Equity- 3)

(iv) Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31 March 2022		As at 31 March 2021	
	Number of shares	% holding	Number of shares	% holding
Zuari Global Limited	1,94,57,364	100	1,94,57,364	100

As per the records of the Company including its register of shareholders/members, the above shareholding represents legal ownerships of shares.

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(v) Details of shares held by the promoters at the end of the year:

As at 31 March 2022

Name of promotor	Number of shares	% of shares	% Change during the
Zuari Global Limited	1,94,57,364	100	-

As at 31 March 2021

Name of promotor	Number of shares	% of shares	% Change during the
Zuari Global Limited	1,94,57,364	100	-

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(All amounts in INR lacs, unless otherwise stated)

14 Other equity

Particulars	As at 31 March 2022	As at 31 March 2021
Retained earnings		
Opening balance	(4,438.10)	(3,937.78)
Loss for the year	(2,927.68)	(1,487.49)
Reclassification of cumulative (losses)/gains against investments in equity instruments measured at FVTOCI transferred	-	987.17
Closing balance	**(7,365.78)**	**(4,438.10)**
Fair value through OCI- equity instruments		
Opening balance	15,088.71	8,416.22
Movement during the year	9,729.99	7,659.66
Reclassification of cumulative (gains)/loss against investments in equity instruments measured at FVTOCI transferred	-	(987.17)
Closing balance	**24,818.70**	**15,088.71**
Total	**17,452.92**	**10,650.61**

Nature and purpose:

Retained earnings:

Retained earnings are created from the profit/(loss) of the Company, as adjusted for distributions to owners, transfers to other reserves, etc.

Fair value through OCI- equity instruments

The Company has elected to recognise changes in the fair value of certain investments in equity shares in other comprehensive income.

These are accumulated in Fair value through OCI- equity instruments reserve in OCI within the equity. The Company transfers this reserves to retained earnings when relevant equity investments are derecognised/ transferred.

15 Borrowings (non current)

Secured at amortised cost		
Non convertible debentures	17,500.00	-
Term loan from Financial institution	22,342.44	6,099.21
Unsecured at amortised cost		
Loans from related parties	2,569.00	8,431.25
	42,411.44	14,530.46
Less : Current maturities of non-current borrowings	-	-
Total	**42,411.44**	**14,530.46**

Refer note 15.1 for details of non-current borrowings

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

15.1 Details of non-current borrowings

S No.	Nature of loan	Lender	As at 31 March 2022	As at 31 March 2021	Nature of securities	Interest rate	Terms of repayment
1	NCD	IIFL Income Opportunities Fund	17,500.00	-	i. 3,61,700 Equity Shares of Gillette India Ltd held by Adventz Finance Pvt. Ltd. ii. 51,05,000 Equity shares of Chambal Fertilisers & Chemicals Limited held by Zuari Global Limited.	10.00%	Redemption Date 29th June, 2024
2	Loan from body corporates	IIFL Wealth Prime Limited	10,000.00	-	32,50,000 Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. & to provide 2.00 times of security value at all times at initial share price taken as the closing price of the previous day and 2,04,500 Equity Shares of Gillette India Ltd held by Adventz Finance Pvt. Ltd)	12.25%	36 months(effective 10th April 21) with 18 months lock-in
3	Loan from body corporates	Tata Capital Financial Services Ltd.	12,450.00	-	15000 Equity Shares of Gillette India Ltd of GTHL, 63,59,079 Equity shares of Chambal Fertilisers & Chemicals Limited held by Zuari Global Limited.	9.85%	The term loan has bullet repayment in 99 months. The loan may be renewed at the end of the tenure at the option of lender as per the terms and conditions mutually accepted.
4	General corporate purposes from financial institution	Bajaj Finance Limited[#]	-	6,099.21	Equity shares of Chambal Fertilisers & Chemicals Limited & Zuari Agro Chemicals Limited with a combined security cover of 2.25 times.	9% (23-08-2021 to 27-03-2022 on 9.5%, before 23-08-2022 it was 10%)	The term loan has bullet repayment in 24 months. The loan may be renewed at the end of the tenure at the option of lender as per the terms and conditions mutually accepted
5	Loan from body corporates	Zuari Global Limited	2,569.00	8,125.25	Unsecured	15.00%	Repayable by 31 March 2024.
6	Loan from body corporates	Zuari Insurance Brokers Limited	-	306.00		12.00%	Repayable by 31 March 2024
	Total		**42,519.00**	**14,530.46**			

[#] Shares pledged of Zuari Global Limited-holding company of the Company.

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

16 **Borrowings (current)**

Particulars	As at 31 March 2022	As at 31 March 2021
Measured at amortised cost		
Term loan from Financial institution	6,100.00	-
Secured loan from body corporates	1,500.00	11,100.00
Unsecured loans from related parties	-	125.00
Unsecured loans from body corporates	1,950.00	1,900.00
Total	**9,550.00**	**13,125.00**

Details of borrowings

Lenders Name	Type of lenders (Bank/FI/ Body Corporates)	Type of current assets secured	Quarterly return or statements submitted to bank/FI (Yes/ No)	If yes, whether that is in agreement with books of accounts (Y/N/NA)	If no, give the summary of differences and reasons for material differences.
SKS Fincap Private Limited	Body Corporates	Equity Share	No	NA	NA
Hind Filters Private Ltd.	Body Corporates	Equity Share	No	NA	NA
Bajaj Finance Limited	FI	Equity Share	No	NA	NA
Kejriwal Investments Company Pvt Ltd.	Body Corporates	-	No	NA	NA
Garima Developers Private Limited	Body Corporates	-	No	NA	NA
Garima Investment And Trading Co. Limited	Body Corporates	-	No	NA	NA
Matheson Bosanquet Enterprises Pvt. Ltd.	Body Corporates	-	No	NA	NA

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Zuari Investments Limited

Summary of significant accounting policies and other explanatory notes as at 31st March 2022

(All amounts in INR lacs, unless otherwise stated)

16.1 Details of short term borrowings

S No.	Lender	As at 31 March 2022	As at 31 March 2021	Interest rate	Terms of repayment	Nature of securities
1	SKS Fincap Private Limited#	1,000.00	1,000.00	10.25%	Up to 31st May, 2022	6,50,000 Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. to provide 2.00 times of security value at all times
2	Emergent Industrial Solutions Limited	-	1,000.00	10.50%	Upto 30th November, 2021	870,000 Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. to provide 2.00 times of security value at all times at initial share price taken as the closing price of the previous day.
3	Hind Filters Private Ltd.	500.00	-	11.00%	Upto 2nd June, 2022	3,00,000 Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. to provide 2.00 times of security value at all times at initial share price taken as the closing price of the previous day.
4	IIFL Wealth Prime Limited	-	9,100.00	12.25%		90,00,000 Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. & to provide 2.00 times of security value at all times at initial share price taken as the closing price of the previous day.
5	Bajaj Finance Limited#	6,100.00	-	9% (23-08-2021 to 27-03-2022 on 9.5%, before 23-08-2022 it was 10%)	The term loan has bullet repayment in 24 months. The loan may be renewed at the end of the tenure at the option of lender as per the terms and conditions mutually accepted.	30,50,000/- Equity shares of Chambal Fertilisers & Chemicals Limited of Zuari Global Ltd. cover of 2.25 times.
Sub-Total Secured loan from body corporates (1 to 6)		**7,600.00**	**11,100.00**			

S No.	Lender	As at 31 March 2022	As at 31 March 2021	Interest rate	Terms of repayment	Nature of securities
6	Kejriwal Investments Company Pvt Ltd.	375.00	375.00	12.00%	Repayable on demand	Unsecured
7	Garima Developers Private Limited	250.00	150.00	12.00%	Repayable on demand	Unsecured
8	Garima Investment And Trading Co. Limited	825.00	275.00	12.00%	Repayable on demand	Unsecured
9	Deva Lease & Finance Private Limited	-	100.00	13.00%	Repayable on demand	Unsecured
10	Shivangini Properties Private Limited	-	1,000.00	11.50%	203 days	Unsecured
11	Matheson Bosanquet Enterprises Pvt. Ltd	500.00	-	12.50%	91 days	Unsecured
Total Unsecured loans from body corporates		**1,950.00**	**1,900.00**			
	New Eros Tradecom Limited	-	125.00	13.00%	Repayable at 31 March 2021.	Unsecured
	Total Unsecured loans from related parties	-	**125.00**			

Shares pledged of Zuari Global Limited-holding company of the Company.

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(All amounts in INR lacs, unless otherwise stated)

16.2 Changes in liabilities arising from financing activities

Particulars	Non-current borrowings	Current borrowings	Interest accrued but not due on borrowings
As at 31 March 2020	**10,705.41**	**4,725.00**	**1,064.68**
Cash adjustments			
Cash inflows	12,950.00	22,589.80	-
Cash outflows	(7,948.70)	(15,413.43)	-
Interest paid	(936.33)	(1,296.15)	(1,051.50)
Non cash adjustment			
Interest expense/accruals	983.71	1,296.15	81.98
Impact of reclassification fom current to non current borrowings [refer note 16.1]	-	-	-
As at 31 March 2021	**15,754.09**	**11,901.37**	**95.16**
Cash adjustments			
Cash inflows	36,951.24	20,150.00	-
Cash outflows	(11,748.24)	21,031.00	-
Interest paid	(2,429.79)	(1,255.90)	**(95.16)**
Non cash adjustments			
Interest expense/accruals	2,440.24	1,255.90	734.65
Impact of reclassification fom current to non current borrowings [refer note 16.1]	(61.00)	61.00	-
As at 31 March 2022	**40,906.55**	**53,143.37**	**734.65**

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ZUARI INVESTMENTS LIMITED

Zuari Investments Limited

Summary of significant accounting policies and other explanatory notes as at 31st March 2022

17 Trade payables

(All amounts in INR lacs, unless otherwise stated)

Particulars	As at 31 March 2022	As at 31 March 2021
Measured at amortised cost		
Total outstanding due of micro, medium and small enterprises	-	-
Total outstanding due of creditors other than micro, medium and small enterprises	3.35	6.38
Total	**3.35**	**6.38**

Trade Payable Ageing Schedule

As at 31 March 2022

Particulars	Oustanding for following period from due date of payments				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	-	-	-	-	-
Others	3.35	0.00	-	-	3.35
Disputed Dues - MSME					
Disputed Dues - Others					

Trade Payable Ageing Schedule

As at 31 March 2021

Particulars	Oustanding for following period from due date of payments				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	-	-	-	-	-
Others	6.38	-	-	-	6.38
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-

18 Other financial liabilities

Measured at amortised cost		
Other payables	1.35	0.65
Interest accrued but not due on borrowings	734.65	95.17
Total	**736.00**	**95.82**

19 Other current liabilities

Statutory dues	128.02	57.53
Total	**128.02**	**57.53**

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

20 Other income

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Interest income on ICDs	3,563.31	966.31
Dividend income	86.06	66.83
Excess provisions written back	0.12	12.00
Gain on sale financial instruments	269.39	27.42
Miscellaneous income	0.04	-
Total	**3,918.92**	**1,072.56**

21 Employee benefits expense

Salaries including bonus	13.14	12.18
Total	**13.14**	**12.18**

22 Finance costs

Interest expense	4,430.78	2,361.84
Total	**4,430.78**	**2,361.84**

23 Depreciation and amortisation expense

Depreciation on tangible assets	0.24	0.07
Total	**0.24**	**0.07**

24 Other expenses

Fees and subscriptions	0.34	0.10
Legal and professional	2.46	13.22
Payment to auditors*	3.10	3.30
Rates and taxes	10.11	0.34
Directors sitting fees	2.05	1.60
Rent (refer note 28)	2.10	2.10
Communication	0.16	0.05
Travelling and conveyance	0.27	0.41
Provision for impairment of investments	74.34	119.65
Provision for GST Credits unutilised	-	17.44
Interest Paid on late payment of statutory Dues	-	2.81
Miscellaneous	1.63	0.80
Loss on sale financial instruments	174.58	-
Total	**271.14**	**161.82**

*Payment to the auditors:-		
Audit fees	3.10	2.80
Other matters	-	0.50
Total	**3.10**	**3.30**

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

25 Income tax expense

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Accounting loss	(796.38)	(1,463.35)
Accounting Profit		
Applicable tax rates	25.17%	25.17%
Expected tax expense	(200.45)	(368.33)
Deferred taxes not recognized on unused tax losses (refer note (ii) below)	(200.45)	(368.33)
Actual tax expense	-	-
Tax expense comprises		
Current tax expense	-	-
Deferred tax expense	-	-
Total	-	-

Note:

(i) Deferred tax:

The Company has not recognised deferred tax asset on unused tax losses in absence of reasonable certainty and availability of sufficient future taxable profits against which such unused tax losses shall be utilized.

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(All amounts in INR lacs, unless otherwise stated)

26 Earnings per share (EPS)

Basic and diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year :

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at 31 March 2022	As at 31 March 2021
Loss attributable to equity holders of the Company	(2,927.68)	(1,487.49)
Face value per equity share (INR)	10.00	10.00
Weighted average number of equity shares for basic and diluted earnings per share (No.)	1,94,57,364	1,94,57,364
Loss per share (basic and diluted) (INR)	(15.05)	(7.64)

27 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the company's capital management is to maximize the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company adjusts dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio below 1:1. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	As at 31 March 2022	As at 31 March 2021
Borrowings	51,961.44	27,655.46
Trade payables	3.35	6.38
Less: Cash and cash equivalents	133.91	50.96
Net debt	**51,830.88**	**27,610.88**
Total capital	**19,398.66**	**12,596.35**
Capital and net debt	**71,229.54**	**40,207.23**
Gearing ratio	**0.73**	**0.69**

No changes were made in the objectives, policies or processes for managing capital during the period ended 31 March 2022.

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

28 Related party disclosures as per Ind AS 24:

A The list of related parties as identified by the management is as under:

i) Holding Company:

Zuari Global Limited

Nature of transaction	As at 31 March 2022	As at 31 March 2021
Opening balance Cr.	8,216.00	7,856.48
Opening balance Dr.	10,229.42	8,484.30
ICDs received	15,630.19	8,423.46
ICDs Taken	6,101.24	17,913.80
ICDs paid	11,748.24	16,808.86
ICDs Given	27,015.45	10,930.00
Interest expense/accrual	243.89	1,114.45
Amount Received against sale of GSML preferences share	123.00	-
Amount Paid towards re-anouncement of right issue of Texmaco Rail & Engineering Ltd.	17.29	-
Amount paid on their behalf	0.01	
Interest Income/accrual	1,961.90	903.06
Closing balance (short term borrowings)	-	-
Closing balance (interest accrued-other financial assets-current)	675.58	296.08
Closing balance (other recivable)	-	199.80
Closing balance (Assests -non current and current)	21,118.80	9,733.54
Closing balance (long term borrowings- Ind AS Balances)	2,569.00	8,216.00

ii) Fellow Subsidiaries:

1 Simon India Limited

Opening balance	-	1,330.12
ICDs received	-	-
ICDs paid	-	1,193.26
Interest expense/accrual	-	78.23
Amount paid on our behalf	-	-
Re-imbursement of expenses	-	-
Closing balance (interest accrued but not due on borrowings)	-	-
Closing balance (long term borrowings)	-	-

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ZUARI INVESTMENTS LIMITED

(All amounts in INR lacs, unless otherwise stated)

	Nature of transaction	As at 31 March 2022	As at 31 March 2021
2	**Zuari Finserv Limited**		
	Opening balance	0.12	22.41
	Amount paid on our behalf	-	0.37
	Amount received on their behalf	-	3.67
	Rent expense	2.10	2.10
	Amount Received against sale of share	-	1,122.60
	Support Services charged	0.27	-
	Depository/ RTA and brokerage charges paid	0.49	3.52
	Employees benefits expense	7.06	6.53
	Closing balance (Other Payable)	0.11	0.12
3	**Zuari Insurance Brokers Limited**		
	Opening balance	306.00	256.21
	ICDs received	-	66.00
	ICDs paid	306.00	-
	Interest expense/accrual	18.21	34.16
	Amount paid on our behalf	-	0.11
	Closing balance (interest accrued but not due on borrowings)	-	-
	Closing balance (long term borrowings)	-	306.00
4	**Zuari Sugar & Power Limited**		
	Opening balance	-	12.00
	Amount paid / Reversal	-	12.00
	Closing balance (other payables)	-	-
i)	**Associates:**		
	New Eros Tradecom Limited		
	Opening balance	125.00	125.00
	ICDs received	-	-
	ICDs Paid	125.00	
	Amount Received against sale of GSML preferences share	160.56	
	Amount Paid towards re-anouncement of right issue of Texmaco Rail & Engineering Ltd.	3.17	
	Interest expense/accrual	37.49	29.43
	Closing balance (Interest accrued but not due on borrowings)	-	28.21
	Closing balance (short term borrowings)	-	125.00
ii)	**Associates:**		
	Texmaco Rail & Engineering Ltd.		
	Opening balance	9,029.26	-
	ICDs received	9,070.33	-
	ICDs Given	1,000.00	9,000.00
	Equity Share Purchased (QTY -38705026)	8,902.16	
	Dividend Income	25.06	
	Interest income/accrual	1,048.94	29.26
	Closing balance (interest accrued-other financial assets-current)	41.45	29.26
	Closing balance (ICD receivable)	929.67	9,000.00

(All amounts in INR lacs, unless otherwise stated)

iii) Associates:		
Lionel Edward Limited		
Opening balance	-	-
ICDs received	-	-
ICDs Given	-	-
Interest income/accrual	-	-
Closing balance (interest accrued-other financial assets-current)	-	-
Closing balance (ICD receivable)	-	-
iv) Associates:		
Indian Furniture Product Ltd.		
Opening balance	-	-
ICDs received	-	-
ICDs Given	3,560.00	-
Interest income/accrual	267.49	-
Closing balance (interest accrued-other financial assets-current)	-	-
Closing balance (ICD receivable)	3,560.00	-
v) Associates:		
Zuari Infraworld India Ltd.		
Opening balance	-	-
ICDs Given	7,500.00	-
Interest income/accrual	215.03	-
Closing balance (interest accrued-other financial assets-current)	193.53	-
Closing balance (ICD receivable)	7,500.00	-
vi) Associates:		
Texmaco Infrastructure and Holdings Limited		
Opening balance	-	-
ICDs received	-	-
ICDs Paid	-	-
Dividend Received	25.62	25.62
Amount Received against sale of GSML preferences share	-	-
Amount Paid towards re-anouncement of right issue of	250.71	-
Interest expense/accrual	-	-
Closing balance (interest accrued-other financial assets-current)	-	-
Closing balance (ICD receivable)	-	-

vii) Key Management Personnel

Mr. Nishant Dalal (Executive Director) #
Mr. Nikesh Kumar Pandey (Chief Financial Officer)##
Mr. Mayank Sharma (Company Secretary)

Nishant Dalal	0.00	1.00
Nikesh Kumar Pandey	7.06	6.53
Mayank Sharma	5.44	5.04

WEF 28/11/2020, Amount in INR.
WEF 17/07/2020

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(All amounts in INR lacs, unless otherwise stated)

29 Fair value measurements

Financial instruments by category

	As at 31 March 2022			As at 31 March 2021		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial assets						
Investments						
Investments in equity instruments	-	35,683.25	-	-	16,639.38	-
Investments in NCRPS	666.00	-	-	954.78	-	-
Loans	-	-	33,108.46	-	-	18,663.59
Cash and cash equivalents	-	-	133.91	-	-	50.96
Other financial assets	-	-	910.55	-	-	531.43
Total financial assets	**666.00**	**35,683.25**	**34,152.92**	**954.78**	**16,639.38**	**19,245.98**
Financial liabilities						
Borrowings (including current maturities of long term borrowings)	-	-	51,961.44	-	-	27,655.46
Trade payables	-	-	3.35	-	-	6.38
Other financial liabilities	-	-	736.00	-	-	96.00
Total financial liabilities	**-**	**-**	**52,700.79**	**-**	**-**	**27,757.84**

The management of the Company has assessed that the carrying amount of the financial assets and financial liabilities measured at amortised cost, are approximately equal to their fair values as at respective balance sheet dates and do not significantly vary from the amounts reported.

The investments in equity shares GSML are measured at cost. Refer note 5 for further details.

Financial value hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are grouped into three Levels of a fair value hierarchy. The three Levels are defined based in the observability of significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: unobservable inputs for the asset or liability

Quantitative disclosures of fair value measurement hierarchy as at 31 March 2022

Financial instruments measured at fair value (recurring fair value measurements)	Date of valuation	Total	Level 1	Level 2	Level 3
Financial assets	**As at 31 March 2022**				
Financial investments at FVTPL					
Investment in preference shares		666.00	-	666.00	-
Financial investments at FVTOCI					
Investments in equity instruments		35,683.25	35,626.27	-	56.98

There have been no transfers between Level 1 and Level 2 during the year.

Quantitative disclosures of fair value measurement hierarchy as at 31 March 2021:

Financial instruments measured at fair value (recurring fair value measurements)	Date of valuation	Total	Level 1	Level 2	Level 3
Financial assets	**As at 31 March 2021**				
Financial investments at FVTPL					
Investment in preference shares		954.78	-	766.01	188.77
Financial investments at FVTOCI					
Investments in equity instruments		16,639.38	16,582.40	-	56.98

There have been no transfers between Level 1 and Level 2 during the year

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ZUARI INVESTMENTS LIMITED ★

30 Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables, security deposits and employee liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments and other receivables, and cash and short-term deposits that derive directly from its operations.

The Company is exposed to **market risk, credit risk and liquidity risk.** The Company's senior management oversees the management of these risks. The Company's senior management is supported by a Risk Management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: **interest rate risk, currency risk and other price risk,** such as **equity price risk.** Financial instruments affected by market risk include loans and investments. The Company is not exposed to currency risk and price risk as it has not foreign currency transactions and no market exposures. The Company has fixed term loan facility which is having fixed rate of interest. Therefore, risk of exposure to interest rates is considered insignificant.

Equity price risk

Applicability

Investment in un-quoted equity shares and preference shares:

The Company's non-listed securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity and preference share instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Director or Managing Director reviews and approves all long term investment decisions.

Investment in quoted shares:

The Company's listed equity investments carried at FVTOCI are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity investments at FVTOCI was INR 10,049.81 lacs (previous year: INR 27,924.09 lacs). A decrease of 5% on the NSE market index could have an impact of approximately INR 502.49 lacs (previous year INR 1,396.20 lacs) on the OCI or equity attributable to the Company. The analysis is based on the assumption that the NSE market index and the equity investment moved inline. An increase of 5% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, stock exchanges and other financial instruments.

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(All amounts in INR lacs, unless otherwise stated)

Applicability	31 March 2022	31 March 2021
Cash and cash equivalents	133.91	50.96
Other financial assets	910.55	531.43
Loans	33,108.46	18,663.59
	34,152.92	**19,245.98**

Note:

Loans, balances with banks and cash and cash equivalents.

Credit risk from balances with banks is managed by the Company's senior management in accordance with the Company's policy. Investments of surplus funds are made only with a prior approval from Board of Directors. The Company has provided loan to its subsidiary company for setting up of distillery plant (being long term in nature).Therefore, the Company assesses its credit risk as low or negligible.

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through shareholder funds or borrowings from the holding company or sister concerns. Considering the stability of the company's holding company, liquidity risk of the company is considered to below.

The table below summarizes the maturity profile of the Company's financial liabilities based on **contractual undiscounted payments.**

Particulars	Within 1 year	1 to 5 years	> 5 years	Total
As at 31 March 2022				
Borrowings	6,353.56	12,838.58	-	**19,192.14**
Trade payables	3.35	-	-	**3.35**
Other financial liabilities	736.00	-	-	**736.00**
	7,092.91	**12,838.58**	**-**	**19,931.49**
As at 31 March 2021				
Borrowings	6,353.56	12,838.58	-	**19,192.14**
Trade payables	6.38	-	-	**6.38**
Other financial liabilities	95.82	-	-	**95.82**
	6,455.76	**12,838.58**	**-**	**19,294.34**

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(All amounts in INR lacs, unless otherwise stated)

31 Fair values

The management assessed that cash and cash equivalents, trade receivables and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.
The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.
The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2022 and 31 March 2021 are as shown below:

Description	Investment in NCRPS of GSML		
Valuation technique	Discounted cash flow method		
Significant unobservable inputs	Average borrowing rate of the instrument issuer company		
Probable weighted range	31 March 2022: 14% - 17% (16%)		
	31 March 2021: 14% - 17% (16%)		
Sensitivity of the input to fair value		**31 March 2022**	**31 March 2021**
	+0.50%	(5.85)	(4.20)
	-0.50%	5.68	4.10

The valuation of financial assets measured at fair value using level 3 inputs is carried out by finance head of the Company who directly report to board of directors of the Company.
They considers average borrowing rates of the issuer of the instrument and tracks for changes in financial position.

Reconciliation of fair value measurement of unquoted preference shares classified as FVTPL assets:

	Investment in NCRPS of GSML
As at 31 March 2020	**161.35**
Re-measurement gain recognised in statement of profit and loss	27.42
As at 31 March 2021	**188.77**
Re-measurement gain recognised in statement of profit and loss	269.39
As at 31 March 2022	**458.16**

32 Segment information

The management of the Company does not separately reviews the different sources of revenues for the Company. Therefore, there are not any reportable segments of the Company as per management of the Company.

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Zuari Investments Limited

Summary of significant accounting policies and other explanatory notes as at 31st March 2022

33. Ratio Analysis

(All amounts in Lacs)

Particulars	**31-Mar-22**	**31-Mar-21**
a. **Current Ratio= Current assets divided by Current Liabilities**		
Current Assets	14,192.03	3,751.33
Current Liabilities	10,417.37	13,284.73
Ratio	1.36	0.28
% change from previous year	**382.45%**	

The ratio has been increased from 0.28 to 1.36 during the year mainly due to decrease in current bowworings.

b. **Debt equity ratio= total debt divided by total shareholder's 's equity**

Total Debt	51,961 44	27,655.46
Total equity (excluding Non- controlling interests)	19,398.66	12,596.35
Ratio	2.68	2.20
% change from previous year	**22.00%**	

c. **Debt service coverage ratio= earnings available for debt services divided by total interest and principal repayments**

Profit(loss) after tax*	(2,928)	(1,487)
Add: Non cash operating expenses and finance cost		
Depreciation and other non cash operating expenses	0.24	0.07
Finance costs	4,430.78	2,361.84
Earnings available for debt service	1,503.34	874.43
Interest on borrowings	4,430.78	2,361.84
Principal repayments	32,779.24	23,362.13
Total Interest and principal repayments	37,210.02	25,723.97
Ratio	0.04	0.03
% change from previous year	19%	

d. **Return on equity ratio/ return on investment ratio= Net profit after tax divided by Average shareholder's equity**

Net profit/ (loss) after tax*	-2,927.68	-1,487.49
Average shareholders's equity	15,997.51	9,510.27
Ratio	-0.18	-0.16
% change from previous year	17%	

The ratio has been increased from -0.16 to -0.18 during the year mainly due to increase in losses.

e. **Net profit turnover ratio= Net profit after tax divided by Net sales**

Net profit/(loss) after tax *	-2,927.68	-1,487 49
Sale of Services	-	-
Ratio	-	-
% change from previous year	0%	

The ratio has decreased due to variations in PAT (due to exceptional expenditure on sale of NRPS).

f. **Net profit turnover ratio= Net profit after tax divided by Net sales (operations)**

Net profit/(loss) after tax *	-2,927.68	-1,487.49
Sale of Services	-	-
Ratio	-	-
% change from previous year	0%	0%

The ratio has increased year on year due to improvement in PAT.

g. **Return on Capital employed = Earnings before interest and taxes (EBIT) divided by Capital Employed**

Profit/(loss) before tax *	-796.38	-1,463 35
Add: finance costs	4,430.78	2,361.84
EBIT*	3,634.40	898.49
Tangible Net worth (total assets- total liablities- Intangible assets)	19,398.66	12,596.35
Total debt	51,961.44	27,655.46
Capital Employed	71,360.10	40,251.81
Ratio	0.05	0.02
% change from previous year	128%	

The ratio has been increased from 0.02 to 0.05 during the year mainly due to increase in EBIT because of better performace of the company.

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34 **Disclosure in pursuant to section 186(4) of the Companies Act, 2013 in respect of unsecured loans to subsidiary companies:**

Particulars	Purpose/Term of loan	Oppening Balance	Loan Given	Loan Received	Closing Balance
		01-04-2021			31-03-2022
Zuari Global Ltd.	General Corporate Purpose	9,733.54	28,575.71	17,190.45	21,118.80
Indian Furniture Product Ltd.	General Corporate Purpose	-	3,560.00	-	3,560.00
Texmaco Rail & Engineering Ltd.	General Corporate Purpose	9,000.00	1,000.00	9,070.33	929.67
Zuari Infraworld India Ltd	General Corporate Purpose	-	7,500.00	-	7,500.00
Total		**18,733.54**	**40,635.71**	**26,260.78**	**33,108.47**

35 Zuari Global Limited (ZGL), the ultimate holding company and Gobind Sugar Mills Limited (GSML) the subsidiary of Zuari Investments Limited (ZIL), had accorded its consent for Scheme of Amalgamation themselves between ZGL and GSML, and their respective shareholders and creditors ('the Scheme').

The scheme has been approved by respective NCLT and filed with respective ROC on 30th April 2022. The appointed date of Amalgamation as per scheme is 01 April 2020. The carrying amount of investments in the shares of GSML as appearing in the books of subsidiaries of ZGL shall stand cancelled.

Accordingly, investment in GSML INR 2,131.30 Lacs have been written off in current year and shown as exceptional item in Profit and loss account.

36 The Company, after the demerger of operation division, had applied for registration with Reserve Bank of India (RBI) as Non Deposit taking Systematically Important Core Investment Company (ND-SI-CIC) under section 45- IA of the RBI Act vide application dated 25 March 2019. The application was rejected however, RBI asked to re-submit the application with clarifications of queries, company is in process of re-submitting the application. The Company sought time for meeting with relevant officials in March 2020 and afterwards till March 2022 to explain the matter, however, the matter got derailed due to lock down imposed following spread of Corona Virus. The management is of the view that the Company fulfils the requisite conditions for registration with RBI as ND-SI-CIC. The management is in the process of filing necessary responses with the RBI for obtaining the registration at the earliest and is of the view that the impact of such non-registration is currently not ascertainable but is not expected to be material to the accompanying financial statements.

37 Pursuant to sub-section 3 of section 129 of Companies Act, 2013 read with rule 6 of Companies (Accounts) Rules, 2014 and Companies (Accounts) Amendment Rules, 2016 (the "rules") published vide notification number G.S.R. 742(E) dated 27 July 2016, the Company has opted not to prepare consolidated financial statements of the Company, its subsidiaries and associates for the financial year ended 31 March 2022. With respect to this, the Company has taken necessary steps to ensure compliance with conditions specified in the rules for availing exemption as prescribed.

38 Company is following Division II Schedule III of companies act for the purpose of preparing the financial statements till no certificate of registration of NBFC is received

39 Company have not traded in Crypto currency or virtual currency during the reporting period or comparative period

40 CSR is not applicable on the company

41 There is no charge or satisfaction that is yet to be registered with ROC.

42 Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

43 Company do not have any transaction with companies struck off under section 248 of companies Act, 2013 or section 560 of Companies act, 1956.

44 Company has not been declared wilful defaulter by any bank or financial institution or other lender.

45 Previous Year's figures have been re-grouped wherever necessary to confirm to current year's classification.

46 The Financial Statements were approved by the Board of Directors on May 6, 2022.

The accompanied notes form an integral part of the financial statements.

As per our report of even date.
For V. Nagarajan & Co.
Chartered Accountants
Firm's Registration No.: 004879N

Pradeep Kumar
Partner
Membership No. 514068
Place : New Delhi
Date : 06-05-2022

For and on behalf of the Board of Directors of Zuari Investments Limited

Alok Banerjee
(Director)
DIN-01371033
Place : Bangalore
Date : 06-05-2022

Nishant Dalal
(Director)
DIN-08972330
Place : Gurgaon
Date : 06-05-2022

Nikesh Kumar Pandey
(Chief Financial Officer)
PAN: AWEPP7531P
Place : New Delhi
Date : 06-05-2022

V. NAGARAJAN & CO. FRN 004879N Chartered Accountants

ZUARI INVESTMENTS LIMITED