

January 31, 2022

**BSE Limited**

P J Towers, Dalal Street,  
Fort,  
Mumbai – 400 001.

Dear Sir/ Madam,

**Sub.: Outcome of Board Meeting**

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company (the Board) at its Meeting held today, has *inter alia* approved the:-

1. Unaudited Financial Results (the Results) of the Company for the quarter and nine months ended December 31, 2021. The copies of the Results together with the Limited Review Report issued by the Auditors of the Company are enclosed;
2. issue of Non-convertible Debentures for an amount not exceeding Rs. 2,000 crores, in one or more tranches, on a private placement basis; and
3. public issue of Non-convertible Debentures for an amount not exceeding Rs. 500 crores, in one or more tranches.

The meeting of the Board commenced at 3.30 p.m. and concluded at 4.00 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Edel Finance Company Limited**

**Tarun Khurana**  
**Company Secretary**

Encl.: as above



**DHIRAJ & DHEERAJ**  
CHARTERED ACCOUNTANTS

**Independent Auditor's Review Report on the quarterly and Nine Months ended unaudited financial results of the Company pursuant to Regulation 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**Review Report to  
The Board of Directors  
Edel Finance Company Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Edel Finance Company Limited (the "Company") for the quarter ended December 31, 2021 and Nine months ended from April 1, 2021 to December 31, 2021 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Ind AS 34 prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 4 to the accompanying Statement, which describes the uncertainty caused by the continuing COVID-19 pandemic and the related probable events which could impact the Company's estimates on impairment of carrying value of investments in group companies. Our conclusion is not modified in respect of this matter.
6. The comparative figures for the quarter ended September 30, 2021, included in these results, are based on the previously issued results for the period then ended and have been reviewed by the predecessor auditor who expressed unmodified conclusion on those results. The comparative figures for the year ended March 31, 2021, included in these results, are based on financial statements audited by the predecessor auditor who expressed unmodified opinion on those financial statements. The comparative figures for the quarter and nine months ended December 31, 2020, included in these results, are based on the management certified financial results for the period then ended. Our conclusion is not modified in respect of this matter.

**For Dhiraj and Dheeraj  
Chartered Accountants  
ICAI Firm Registration Number: 102454W**

SHAILENDRA  
A DADHICH

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**Shailendra Dadhich  
Partner**

**Membership No. 425098  
UDIN: 22425098AAAAAS7504**

**Place: Mumbai**

**Date: January 31st, 2022**

**Financial Results for quarter and nine months ended December 31, 2021**

Particulars	₹ in Crores					
	Quarter ended			Nine months ended		Year ended
	December 31, 2021 (Unaudited)	September 30, 2021 (Unaudited)	December 31, 2020 (Unaudited)	December 31, 2021 (Unaudited)	December 31, 2020 (Unaudited)	March 31, 2021 (Audited)
<b>1 Revenue from operations</b>						
(a) Interest income	4.28	5.89	22.70	19.31	86.80	132.56
(b) Fee and commission income	-	-	0.09	-	1.86	2.23
(c) Net gain on fair value changes	8.43	44.37	36.07	81.96	71.61	52.87
<b>Total revenue from operations</b>	<b>12.71</b>	<b>50.26</b>	<b>58.86</b>	<b>101.27</b>	<b>160.27</b>	<b>187.66</b>
2 Other income	0.11	0.01	-	3.91	0.01	0.12
<b>3 Total Income (1+2)</b>	<b>12.82</b>	<b>50.27</b>	<b>58.86</b>	<b>105.18</b>	<b>160.28</b>	<b>187.78</b>
<b>4 Expenses</b>						
(a) Finance costs	30.41	61.34	31.42	135.06	165.11	198.62
(b) Employee benefits expense	0.30	0.31	0.76	0.95	3.26	3.41
(c) Depreciation and amortisation expense	0.06	0.07	0.07	0.20	0.24	0.32
(d) Impairment on financial instruments	0.42	0.03	17.01	0.75	45.58	79.33
(e) Other expenses	0.93	0.93	6.95	2.88	22.42	54.51
<b>Total expenses</b>	<b>32.12</b>	<b>62.68</b>	<b>56.21</b>	<b>139.84</b>	<b>236.61</b>	<b>336.19</b>
<b>5 Profit/ (Loss) before tax (3-4)</b>	<b>(19.30)</b>	<b>(12.41)</b>	<b>2.65</b>	<b>(34.66)</b>	<b>(76.33)</b>	<b>(148.41)</b>
<b>6 Tax expense</b>						
Current tax	-	-	-	0.01	-	(21.29)
Deferred tax	(15.72)	-	6.75	(15.72)	(2.96)	(2.96)
<b>7 Net Loss for the period (5-6)</b>	<b>(3.58)</b>	<b>(12.41)</b>	<b>(4.10)</b>	<b>(18.95)</b>	<b>(73.37)</b>	<b>(124.16)</b>
8 Other Comprehensive Income / (Loss)	(0.01)	-	0.08	(0.01)	0.19	(0.04)
<b>9 Total Comprehensive Loss (7+8)</b>	<b>(3.59)</b>	<b>(12.41)</b>	<b>(4.02)</b>	<b>(18.96)</b>	<b>(73.18)</b>	<b>(124.20)</b>
<b>10 Earnings Per Share (₹) (Face Value of ₹ 100/- each)</b>						
- Basic (not annualised)	(0.50)	(1.72)	(0.74)	(2.63)	(13.51)	(22.73)
- Diluted (not annualised)	(0.50)	(1.72)	(0.74)	(2.63)	(13.51)	(22.73)

Notes:

- Edel Finance Company Limited (the 'Company' / 'EFCL') has prepared unaudited financial results (the 'Statement') for the quarter and nine months ended December 31, 2021 in accordance with Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the 'Listing Regulations, 2015') and the Accounting Standards specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and the relevant provision of the Companies Act, 2013, as applicable.
- The above financial results of the Company for the quarter and nine months ended December 31, 2021 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on January 31, 2022.
- The above financial results of the Company for the quarter and nine months ended December 31, 2021 have been subjected to Limited Review by the Statutory Auditors of the Company and the auditors have issued an unqualified review report.
- The uncertainty on account of COVID-19 outbreak continues to have adverse effect across the world economy including India. However recent results from the industry is showing signs of revival signalling a return in economic growth. The impact of the COVID-19 pandemic, on Company's results, including gain/loss on fair value changes, investment, remains uncertain and dependent on actual visibility of growth over coming quarters and steps taken by the government, RBI and other regulators to mitigate the economic impact and foster speedier growth. Further, the Company has assessed the impact of the COVID-19 pandemic on its liquidity and ability to repay its obligations as and when they are due. Management has considered various financial support from banks and other fundraising opportunities in determining the Company's liquidity position over the next 12 months. Based on the foregoing and necessary stress tests considering various scenarios, management believes that the Company will be able to pay its obligations as and when these become due in the foreseeable future. In assessing the recoverability of deferred tax assets, investments, the Company has considered internal and external sources of information, including credit reports, economic forecasts and industry reports up to the date of approval of these financial results. Since the situation continue to evolve, its effect on the operations of the Company may be different from that estimated as at the date of approval of these financial results. The Company will continue to closely monitor material changes in markets and future economic conditions.
- The Indian Parliament has approved the Code on Social Security, 2020 which subsumes the Provident Fund and the Gratuity Act and rules there under. The Ministry of Labour and Employment has also released draft rules thereunder on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and become effective.
- Previous period/year figures have been regrouped/reclassified wherever necessary to conform to current period's presentation.

On behalf of the Board of Directors

Sarjukumar  
 Pravin  
 Simaria

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 Simaria  
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Sarju Simaria  
 Director  
 DIN: 02436025

Mumbai, January 31, 2022

## Annexure

- i) Pursuant to Regulation 54 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we would like to state that all secured & redeemable debt securities issued by the Company and outstanding as on December 31, 2021 are fully secured by pari passu charge on the mortgaged premises and on receivables, stock in trade and listed / unlisted holdings, investments of the Company. Accordingly, the Company is maintaining asset cover of 1x or such higher asset cover required as per the terms of offer document/ Information Memorandum and additional security clause.
- ii) Information as required pursuant to Regulation 52 (4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Particulars	Nine months ended	Year ended
	December 31, 2021 (Unaudited)	March 31, 2021 (Audited)
1 Debt-equity ratio (Refer note 1)	1.39	1.45
2 Net worth (Rs. in Crores) (Refer note 2)	1,217.03	1,235.99
3 Debt Service Coverage Ratio (DSCR) (Refer note 3)	NA	NA
4 Interest Service Coverage Ratio (ISCR) (Refer note 3)	NA	NA
5 Outstanding redeemable preference shares (no.of shares)	Nil	Nil
6 Capital redemption reserve (Rs. in Crores)	8.43	8.43
7 Debenture redemption reserve (Refer note 4)	Nil	Nil
8 Net profit/ (loss) after tax (Rs.in Crores)	(18.95)	(124.16)
9 Earnings Per Share (₹) (Face Value of ₹ 100/- each)		
- Basic	(2.63)	(22.73)
- Diluted	(2.63)	(22.73)
10 Total debt to Total assets (%) (Refer Note 5)	58.00%	59.05%
11 Sector specific relevant ratios		
a) Investments & loans to group companies as a proportion of Net Assets (%)	99.97%	99.61%
b) Investments in equity shares and compulsorily convertible instruments of group companies as a proportion of Net Assets (%)	66.85%	64.57%
c) Capital Adequacy Ratio (%) [Adjusted Net worth / Risk Weighted Assets]	41.34%	42.20%
d) Leverage Ratio (Times) [Outside liabilities / Adjusted Network]	1.44	1.49

### Notes:

- Debt-equity Ratio = Total debt (Debt securities + Borrowings other than debt securities + Subordinated liabilities) / Net worth
- Net worth = Equity share capital + Instruments entirely equity in nature + Other equity
- The Company, being Core Investment Company (CIC), this disclosure is not applicable pursuant to Regulation 52 (4) of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015.
- As per Rule 18(7)(b)(ii) of the Companies (Share Capital and Debentures) Rules, 2014 the Company, being Core Investment Company (CIC), is not required to create debenture redemption reserve in respect of privately placed debentures.
- Total debt to Total assets = (Debt securities + Borrowings other than debt securities + Subordinated liabilities) / Total assets
- Current ratio, Long term debt to working capital, Bad Debts to account receivables ratio, Current liability ratio, Debtors turnover, Inventory turnover, Operating margin (%) and Net profit margin (%) are not applicable owing to the business model of the Company.