

RELIGARE ENTERPRISES LIMITED

Regd. Office : 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi -110019, CIN: L74899DL1984PLC146935

Statement of Standalone Unaudited Financial Results for the Quarter and 6 Months Ended September 30, 2017

Rs in lacs

S/n	Particulars	3-Months Ended 30/09/2017	Preceding 3- Months Ended 30/06/2017	Corresponding 3- Months Ended 30/09/2016	Year to Date Figures for 6 Months Ended 30/09/2017	Year to Date Figures for Previous 6 Months Ended 30/09/2016	Year Ended 31/03/2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue						
	a. Revenue from Operations	265.34	257.25	1,182.15	522.59	2,579.79	3,459.15
	b. Other Income (Refer Note 6)	1,520.66	-	2.86	1,520.66	2.86	50.17
	Total Revenue (a+b)	1,786.00	257.25	1,185.01	2,043.25	2,582.65	3,509.32
2	Expenses						
	(a) Employee Benefits Expense	109.49	139.82	126.61	249.31	198.31	335.22
	(b) Finance Costs	4,433.29	4,411.01	3,821.22	8,844.30	7,454.49	15,562.99
	(c) Depreciation and Amortization Expense	4.48	7.06	8.88	11.54	21.35	37.98
	(d) Other Expenses	288.38	438.66	675.85	727.04	901.91	2,284.32
	Total Expenses (a to d)	4,835.64	4,996.55	4,632.56	9,832.19	8,576.06	18,220.51
3	Profit/ (Loss) Before Exceptional Items and Tax (1-2)	(3,049.64)	(4,739.30)	(3,447.55)	(7,788.94)	(5,993.41)	(14,711.19)
4	Exceptional Items						
	(a) Write Back of Provision for Diminution in the value of Long Term Investments in subsidiaries	-	-	-	-	-	45,385.00
	(b) Provision for Diminution in the value of Long Term Investments in a subsidiary	-	-	(500.00)	-	(500.00)	(1,500.00)
	(c) Profit/ (Loss) on Sale of Long Term Investment in a subsidiary	-	-	-	-	-	(44,999.10)
5	Profit / Loss Before Tax and extraordinary items (3-4)	(3,049.64)	(4,739.30)	(3,947.55)	(7,788.94)	(6,493.41)	(15,825.29)
6	Tax Expense						
	- For the year	-	-	6.11	-	44.45	155.06
	- For earlier years	-	-	-	-	-	(56.33)
7	Net Profit / Loss After Tax (5-6)	(3,049.64)	(4,739.30)	(3,953.66)	(7,788.94)	(6,537.86)	(15,924.02)
8	Extraordinary Items (Net of Tax)						
9	Net Profit/ (Loss) for the quarter(s)/ year(s) (7 - 8)	(3,049.64)	(4,739.30)	(3,953.66)	(7,788.94)	(6,537.86)	(15,924.02)
10	Paid-up Equity Share Capital	17,845.52	17,845.52	17,833.45	17,845.52	17,833.45	17,833.45
	(Face Value of equity share Rs. 10 each)						
11	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year						167,691.52
12	Earnings Per Share ("EPS") before and after extraordinary items of Rs 10 each fully paid up (not annualised)						
	a) Basic EPS (Rs)	(1.71)	(2.66)	(2.22)	(4.37)	(3.67)	(8.94)
	b) Diluted EPS (Rs)	(1.71)	(2.66)	(2.22)	(4.37)	(3.67)	(8.94)
13	Networth	180,555.07	183,604.71	197,561.12	180,555.07	197,561.12	188,174.96
14	Debt Equity Ratio	0.77	0.64	0.74	0.77	0.74	0.69

1. In terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Statement of Unaudited Standalone Financial Results for the quarter and Statement of Assets and Liabilities as at September 30, 2017 of Religare Enterprises Limited ("the Company") have been reviewed by the Audit Committee at its meeting and approved by the Board of Directors ("the Board") at its meeting held on November 14, 2017. The Statement of Unaudited Standalone Financial Results for the quarter and Statement of Standalone Assets and Liabilities as at September 30, 2017 are subjected to limited review by Statutory Auditors of the Company.

2. During the period ended September 30, 2017, the Company has raised Rs. 3,000 lacs on August 28, 2017 by issuing Zero Coupon Unsecured Unrated Unlisted Non-Convertible Redeemable Debentures having maturity of 15 months from the date of allotment alongwith an agreed yield of 11 % p.a. to its wholly owned subsidiary Religare Securities Limited.

3. The Board of Directors in its meeting held on December 27, 2016, approved a scheme of amalgamation by which its eleven wholly owned subsidiaries, direct or indirect, namely, Religare Securities Limited (excluding broking business), Religare Commodity Broking Private Limited, RGAM Investment Advisers Private Limited, Religare Venture Capital Limited, Religare Arts Investment Management Limited, Religare Capital Finance Limited, RGAM Capital India Limited, Religare Investment Advisers Limited, Religare Support Services Limited, Religare Arts Initiative Limited and Religare Capital Markets (India) Limited will merge with/into the Company subject to terms and conditions as provided in the scheme of amalgamation. The Company had filed the first motion application to National Company Law Tribunal (NCLT) on March 31, 2017 and upon the order of NCLT dated May 12, 2017 read with order dated May 30, 2017 convened the Equity Shareholders' meeting on July 13, 2017 and Secured Creditors' meeting on July 18, 2017. The Company had filed the second motion application to NCLT on July 27, 2017. NCLT has reserved its order on the scheme on October 10, 2017. The effect of scheme is not considered for the quarter ended September 30, 2017.

4. The company has entered into definitive agreements on April 9, 2017, with a consortium of investors led by Private Equity firm True North, an India based private equity fund (formerly known as India Value Fund Advisors) to divest its entire stake in Religare Health Insurance Company Limited. The transactions is subject to necessary regulatory and other approvals.

5. The listed Non-Convertible Debentures (NCDs) aggregating to Rs. 17,600 lacs as on September 30, 2017 are secured by way of first mortgage / charge on the Company's land and Investment in Equity Shares of its certain subsidiaries and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures. Details of secured NCDs are as follows:

S/n	Particulars	Previous Due Date		Next Due Date	
		Principal	Interest	Principal	Interest
1	Series - II	NA	NA	Mar-28, 2018	Mar-28, 2018

Interest and Principal have been paid on the due dates.

5 (a) The Company domestic ratings has revised from 'IND AA-/Stable' to 'IND A1/ Watch Negative' from India Ratings & Research Private Limited in respect of its borrowing in form of Non Convertible Debentures (NCD).

5 (b) Formulae for computation of ratios are as follows:

(a) Networth = Share Capital (Eq+Pref) + Reserve and Surplus less Debit balance of Profit and Loss Account

Total Debt

(b) Debt/ Equity Ratio = $\frac{\text{Total Debt}}{\text{Networth attributable to Equity Shareholders}}$

6. Other Income for the quarter and period ended September 30, 2017 includes Rs.1,520.66 lacs being a reversal of provision created in previous quarter/ year on account of amended terms and conditions with the appointed legal advisors.

7. During the period ended September 30, 2017, the company has given corporate guarantee to bankers on behalf of its subsidiary companies Religare Securities Limited and Religare Capital Markets Limited amounting to Rs. 42,500 lacs and Rs.4,000 lacs against the fund based and non fund based facilities. As on September 30, 2017, the outstanding fund based and non fund based facilities availed by aforesaid subsidiaries amounts to Rs. 20,706.13 lacs and Rs. 2,860 lacs respectively.

8. During the period ended September 30, 2017, one of the non-resident shareholder of Religare Finvest Limited, a subsidiary of the Company, and one of the non-resident shareholder of Religare Capital Markets International (Mauritius) Limited, a sub-subsidiary of the Company, has exercised the put option for a consideration as per the Option Agreement. The management is in the process of examination of legal position and pricing terms, as applicable. Accounting affect will be given on finalisation of the outcome.

9. During the quarter the Company has made the following investments (including Equity Share Capital/ Preference Share Capital/ Share Application Money/ Debentures) in subsidiaries, joint ventures and associates:

(Rs in lacs)

S/n	Name of the Company	For the 3-Months Ended 30/09/2017	Year to Date Figures for the Current Period 30/09/2017
1	Religare Health Insurance Company Limited	1,350.74	1,350.74
	Total	1,350.74	1,350.74

10. With reference to the emphasis of matter paragraph of the audit report dated June 29, 2017 of the Company for the year ended March 31, 2017, the explanation given by the management is as below:

Pursuant to the company's communication dated May 18, 2017 to SEBI in respect of SEBI (Prohibition of Inside Trading) Regulations 2015 ("PIT Regulation") transaction regarding gift of equity shares by whole time director of the company is in the ambit of trading under PIT regulations. As per the recommendation of the Audit Committee for non compliance of PIT regulations the monetary penalty levied alongwith the restrictions on further trading in the previous year, the matter is under follow up for recovery of penalty.

11. The Company operates in only one business segment and one geographical segment and hence segment information is not required as per Accounting Standard -17.

12. The figures for the prior quarter(s)/ period (s) / year have been regrouped/ rearranged, wherever necessary, to make them comparable.

Disclosure of Assets and Liabilities as per Regulation 33 (3) (f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as at September 30, 2017

(Rs in lacs)

Particulars	As at Current Half Year Ended 30/09/2017	As at Year Ended 31/03/2017
	Unaudited	Audited
Equity and Liabilities		
Shareholders' Funds		
Share Capital	20,495.52	20,483.45
Reserves and Surplus	160,059.55	167,691.52
Sub-Total Shareholder's Funds	180,555.07	188,174.97
Share application money pending allotment	-	169.05
Non - Current Liabilities		
Long - Term Borrowings	45,500.00	42,500.00
Other Long - Term Liabilities	6,450.00	4,527.12
Long - Term Provisions	69,209.58	69,224.05
Sub-Total Non-Current Liabilities	121,159.58	116,251.17
Current Liabilities		
Short - Term Borrowings	71,619.58	53,838.61
Trade Payables	281.95	1,508.51
Other Current Liabilities	33,404.72	45,074.25
Short - Term Provisions	70.08	78.39
Sub-Total Current Liabilities	105,376.33	100,499.76
Total -Equity and Liabilities	407,090.98	405,094.95
Assets		
Non - Current Assets		
Fixed Assets		
Property, Plant and Equipment - Tangible Assets	26.99	27.50
Intangible Assets	1.56	12.59
Non - Current Investments	395,306.16	393,955.43
Long - Term Loans and Advances	2,650.24	2,567.29
Sub-Total Non-Current Assets	397,984.95	396,562.81
Current Assets		
Current Investments	130.00	-
Cash and Bank Balances	31.83	220.41
Short - Term Loans and Advances	8,716.89	8,183.57
Other Current Assets	227.31	128.16
Sub-Total Current Assets	9,106.03	8,532.14
Total Assets	407,090.98	405,094.95

For and on behalf of the Board of Directors

Place: Gurugram
Date: November 14, 2017

S Lakshminarayanan
Executive Chairman