

Independent Auditor's Review Report on the Half Yearly Unaudited Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
NeoGrowth Credit Private Limited**

1. We have reviewed the accompanying statement of unaudited financial results of NeoGrowth Credit Private Limited (the "Company") for the half year ended September 30, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 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 Indian Accounting Standards ('Ind AS') specified 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.

For **S.R. BATLIBOI & ASSOCIATES LLP**
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Sarvesh Warty.

per Sarvesh Warty
Partner
Membership No.: 121411
UDIN: 19121411AAAAOY8302
Mumbai
December 04, 2019

NeoGrowth Credit Private Limited
CIN No-U51504MH1993PTC251544

Regd Office: 503, Tower 2B, One IndiaBulls Centre 841 S.B. Marg Mumbai-400013

Financial Results for the half year ended September 30, 2019

(₹ in Crores)

Particulars	Half year ended	
	September 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)
1 Revenue from operations		
(a) Interest income	156.22	132.38
(b) Dividend income	-	-
(c) Fee and commission income	3.32	4.49
(d) Net gain on fair value changes	4.56	8.86
Total revenue from operations	164.10	145.73
2 Other income	3.99	1.77
3 Total Income (1+2)	168.09	147.50
4 Expenses		
(a) Finance costs	52.07	47.07
(b) Employee benefits expense	32.96	32.56
(c) Depreciation and amortisation expense	4.73	4.73
(d) Impairment on financial instruments	35.13	42.22
(e) Other expenses	30.76	37.73
Total expenses	155.65	164.31
5 Profit / (Loss) before tax (3-4)	12.44	(16.81)
6 Tax expense	10.85	(4.78)
Current tax	1.29	-
Tax expense of earlier year	2.83	-
Deferred tax	6.73	(4.78)
7 Net Profit / (Loss) for the period (5-6)	1.59	(12.03)
8 Other Comprehensive Income		
(i) Items that will not be reclassified to profit or loss	(0.06)	0.31
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-
9 Total Comprehensive Income (7+8)	1.53	(11.72)
10 Earnings Per Share (₹) (Face Value of ₹ 10/- each)		
- Basic (Annualised)	0.85	(6.51)
- Diluted (Annualised)	0.23	(6.51)

Notes:

- NeoGrowth Credit Private Limited (the 'Company') has prepared unaudited financial results (the 'Statement') for the half year ended September 30, 2019 in accordance with Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (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 Company has adopted Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, from 1 April 2019 and the effective date of such transition is 1 April 2018. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act. Accordingly, the impact of transition has been recorded in the opening reserves as at 1 April 2018 and the corresponding figures, presented in these results, have been restated/ reclassified.
- There is a possibility that these financial results for the current and previous periods may require adjustments due to changes in financial reporting requirements arising from new standards, modifications to the existing standards, guidelines issued by the Ministry of Corporate Affairs or changes in the use of one or more optional exemptions from full retrospective application of certain Ind AS permitted under Ind AS 101 which may arise upon finalisation of the financial statements as at and for the year ending 31 March 2020 prepared under Ind AS.



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4. Reconciliation of Net Profit for the half year ended September 30, 2018 as reported under erstwhile Indian GAAP and Ind AS are summarised as below:
(₹ in Crores)

Particulars	Half Year Ended September 30, 2018 (Unaudited)
Net profit after tax as reported under erstwhile Indian GAAP	0.74
Ind AS adjustments increasing / (decreasing) net profit as reported under Indian GAAP:	
Effective interest rate on financial assets and liabilities (net)	(0.96)
Expected credit loss provision	(14.66)
Fair valuation of assets and liabilities	(0.44)
Fair value of ESOP	(0.40)
Lease Adjustments	(0.98)
Others	(0.11)
Tax effect:	
On above adjustments	5.11
On other adjustments	(0.33)
Net profit as per Ind AS	(12.03)
Other Comprehensive Income after tax as per Ind AS	0.31
Total Comprehensive Income as per Ind AS	(11.72)

Other Comprehensive Income includes impact re-measurement gains/losses on actuarial valuation of post employment defined benefits.

5. Effective 1 April 2019, the Company has adopted Ind AS 116- Leases and applied it to all lease contracts existing on 1 April 2019 using the Full Retrospective Approach. Based on the same and as permitted under the specific transitional provisions in the standard, the Company has restated the comparative figures. On transition, the adoption of the new standard resulted in recognition of right-of-use asset (net) amounting to Rs 24.24 crores and a corresponding lease liability (net) amounting to Rs. 25.81 crore. The effect of this adoption on the profit for the half year ended September 30, 2019 is Rs. 0.45 crore.
6. The recently promulgated Taxation Laws (Amendment) Ordinance 2019, has inserted section 115BAA in the Income Tax Act, 1961, providing existing domestic companies with an option to pay tax at a concessional rate of 22% plus applicable surcharge and cess. The reduced tax rates come with the consequential surrender of specified deduction/incentives. The option needs to be exercised within the prescribed time for filing the return of income under section 139(1) of the Income Tax Act, 1961. for assessment year (AY) 2020-21 or subsequent AYs. Once exercised, such an option cannot be withdrawn for the same or subsequent AYs. These financial results are prepared on the basis that the Company would avail the option to pay income tax at the lower rate. Consequently, the opening deferred tax asset (net) has been measured at the lower rate with a one-time corresponding charge of Rs. 4.57 crore to the Statement of Profit and loss.
7. Results for the half year ended September 30, 2018 have been restated as per Ind AS and have not been subjected to Limited review or audit. However, the management has exercised due diligence to ensure that the financial results provide a true and fair view of the Company's affairs.
8. The above unaudited financial results of the Company are reviewed and recommended by the Audit Committee and have approved by the Board of Directors at its meeting held on December 04, 2019 respectively.

For NeoGrowth Credit Private Limited



Piyush Khaitan
Mananaging Director

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Place: Mumbai
Date: December 04, 2019



NeoGrowth Credit Private Limited
CIN No-U51504MH1993PTC251544

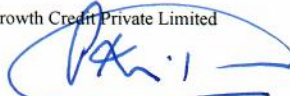
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Balance Sheet as at September 30, 2019

(₹ in Crores)

	September 30, 2019 (Unaudited)
ASSETS	
Financial assets	
(a) Cash and cash equivalents	15.07
(b) Bank balances other than (a) above	0.38
(c) Derivative financial instruments	-
(d) Stock in trade	-
(e) Receivables	
(i) Trade receivables	0.05
(f) Loans	1,045.00
(g) Investments	125.29
(h) Other financial assets	5.54
Non-financial assets	
(a) Current tax assets (net)	8.26
(b) Deferred tax assets (net)	26.92
(c) Property, Plant and Equipment	25.93
(d) Capital work in progress	-
(e) Intangible assets under development	-
(f) Other Intangible assets	1.16
(g) Other non- financial assets	3.27
TOTAL ASSETS	1,256.87
LIABILITIES AND EQUITY	
Financial liabilities	
(a) Derivative financial instruments	-
(b) Payables	
(i) Trade payables	
(i) total outstanding dues of micro enterprises and small enterprises	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	1.93
(c) Debt securities	703.64
(d) Borrowings (other than debt securities)	112.31
(e) Subordinated Liabilities	-
(f) Other financial liabilities	6.25
Non-financial liabilities	
(a) Current tax liabilities (net)	1.15
(b) Provisions	17.39
(c) Other non-financial liabilities	27.35
Equity	
(a) Equity share capital	63.55
(b) Other equity	323.30
TOTAL LIABILITIES AND EQUITY	1,256.87

For NeoGrowth Credit Private Limited



Piyush Khaitan
Mananaging Director

Place: Mumbai
Date: December 04, 2019



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