



# Vardhman

Delivering Excellence. Since 1965.

## VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD  
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E: secretarial.lud@vardhman.com

**Ref. VTXL:SCY:JAN:2020-21**

**Dated: 21.01.2021**

BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code: 502986	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
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**SUB: DISCLOSURE UNDER REGULATION 30 & 33 OF SEBI LISTING OBLIGATIONS**

Dear Sir,

Pursuant to Regulation 30 read with Part A of Schedule III and Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, we are enclosing herewith Un-Audited Financial Results of the Company for the quarter/ nine-months ended 31<sup>st</sup> December, 2020 together with Limited Review Report as approved by Board of Directors in its meeting held on 21<sup>st</sup> January, 2021.

The meeting of the Board of Directors commenced at 10:00 a.m. and concluded at 02:50 p.m.

Kindly note and display the notice on your notice board for the information of the members of your exchange and general public.

Thanking you,

Yours faithfully,

For **VARDHMAN TEXTILES LIMITED**



(SANJAY GUPTA)  
Company Secretary

**YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS**

PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345  
WWW.VARDHMAN.COM

**VARDHMAN TEXTILES LIMITED**

Registered Office : Chandigarh Road, Ludhiana-141010

Standalone Unaudited financial results for the quarter and nine months ended December 31, 2020

Corporate Identity Number (CIN): L17111PB1973PLC003345, PAN: AABCM4692E

Website:www.vardhman.com Email: secretarial.lud@vardhman.com

(Rs. In Crores)

S.No.	Particulars	Quarter Ended December 31, 2020	Quarter Ended September 30, 2020	Quarter Ended December 31, 2019	Nine Months Ended December 31, 2020	Nine Months Ended December 31, 2019	Year Ended March 31, 2020
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I.	Revenue from operations	1,666.88	1,532.90	1,722.88	3,970.95	4,833.98	6,325.15
II.	Other income	51.76	50.50	62.29	143.92	132.13	171.98
III.	<b>Total income from operations (I+II)</b>	<b>1,718.64</b>	<b>1,583.40</b>	<b>1,785.17</b>	<b>4,114.87</b>	<b>4,966.11</b>	<b>6,497.13</b>
IV.	<b>Expenses</b>						
	Cost of materials consumed	840.77	804.68	859.68	2,095.36	2,565.51	3,332.63
	Purchase of stock- in trade	18.17	8.36	13.69	39.68	44.50	52.05
	Change in inventories of finished goods,works -in progress and stock - in- trade	21.38	132.68	70.94	117.39	(34.45)	(50.30)
	Employee benefits expense	142.44	126.28	143.89	388.33	419.28	550.98
	Finance cost	23.31	27.34	28.58	83.73	97.89	132.54
	Depreciation and amortisation expense	88.12	87.83	82.99	261.52	234.41	319.21
	Power and fuel	162.87	127.43	192.94	389.86	544.30	710.28
	Other expenses	230.30	199.47	233.99	559.36	621.58	846.73
	<b>Total Expenses</b>	<b>1,527.36</b>	<b>1,514.07</b>	<b>1,626.70</b>	<b>3,935.23</b>	<b>4,493.02</b>	<b>5,894.12</b>
V.	<b>Profit/(Loss) before tax (III-IV)</b>	<b>191.28</b>	<b>69.33</b>	<b>158.47</b>	<b>179.64</b>	<b>473.09</b>	<b>603.01</b>
VI.	<b>Tax expense</b>						
	Current tax	38.24	-	45.76	38.24	99.38	129.66
	Deferred tax	8.65	19.76	(76.15)	5.83	(38.71)	(72.14)
VII.	<b>Profit/(Loss) after tax (V-VI)</b>	<b>144.39</b>	<b>49.57</b>	<b>188.86</b>	<b>135.57</b>	<b>412.42</b>	<b>545.49</b>
VIII.	<b>Other Comprehensive Income/(Expenditure)</b>	-	-	0.03	-	0.09	(3.26)
IX.	<b>Total Comprehensive income/(Expenditure) (VII+VIII)</b>	<b>144.39</b>	<b>49.57</b>	<b>188.89</b>	<b>135.57</b>	<b>412.51</b>	<b>542.23</b>
X.	<b>Earnings Per Share (in Rs.) (not annualized)</b>						
	(a) Basic	25.10	8.62	32.84	23.57	71.73	94.86
	(b) Diluted	24.93	8.56	32.56	23.41	71.10	94.16
XI.	Paid up Equity Share Capital (Face value per share Rs.10)	57.52	57.52	57.50	57.52	57.50	57.52





**VARDHMAN TEXTILES LIMITED**

Registered Office : Chandigarh Road, Ludhiana-141010

**Notes to standalone financial results:**

- 1 The Financial Results has been prepared in accordance with recognition and measurement principles as laid down in the Indian Accounting Standards ("Ind AS") 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and SEBI's circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016 as amended from time to time.
- 2 The Company is primarily in the business of manufacturing and sales of textile products (i.e., Yarns and Fabrics). The Chief Operating Decision Maker (CODM), the Chairman & Managing Director, performs a detailed review of the operating results, take decisions about the allocation of resources based on the analysis of the various performance indicators of the Company as a whole. Therefore, there is only one operating segment namely, "Textiles".
- 3 (a) The Company had issued secured, rated listed Redeemable Non-convertible Debentures (NCDs) aggregating to Rs. 195.00 Crores for cash at par on private placement basis on June 1, 2020. The NCD's are listed at the Bombay Stock Exchange of India (BSE) and repayable at the end of 36 months from the date of allotment and have a yield of 6.83% per annum payable on 1<sup>st</sup> June on annual basis.

CRISIL has assigned a rating of AA+ with Stable outlook to the said NCDs of the Company on May 28, 2020. The NCDs shall be secured by way of a first pari passu charge over the immovable and movable fixed assets of the Company and it should have fixed asset cover of more than 1.25 times of outstanding amount of NCDs.

- (b) The Company had also issued secured, rated listed Redeemable Non-convertible Debentures (NCDs) aggregating to Rs. 499.80 crores for cash at par on private placement basis on September 8, 2017. The NCDs are listed at the Bombay Stock Exchange of India (BSE) and comprise of three series repayable in third, fourth and fifth years and have an overall yield of 7.69% per annum. During the nine months ended December 31, 2020 1,500 7.59% Series A NCDs of Rs.10 lacs each amounting to Rs.150 Cr were redeemed on 08-September 2020.

CRISIL has assigned a rating of AA+ with Stable outlook to the said NCDs of the Company on May 28, 2020. These NCDs are secured by way of a first pari passu charge over the immovable and movable fixed assets of the Company and it should have fixed asset cover of more than 1.05 times of outstanding amount of NCDs.

- 4 Financial Results has been reviewed by the Audit Committee on 20th January, 2021 and approved by the Board of Directors at its meeting held on 21st January, 2021. The limited review as required under Regulation 33 of SEBI ( Listing Obligation and Disclosure Requirements) Regulations, 2015, has been completed by the Statutory Auditors.
- 5 On account of COVID-19 pandemic, the Government of India had imposed a complete nation-wide lockdown on March 24, 2020 leading to temporarily shut down of company's manufacturing facilities and operations for some period during first quarter. Since then the Government of India progressively relaxed lockdown conditions and has allowed industry to resume its operations. Hence results of quarter and nine months ended 31st December 2020 are not comparable with previous quarter and corresponding quarter and nine months ended 31st December 2019 respectively. The Company has made assessment of its liquidity position for the current period and the recoverability and carrying value of its assets comprising property, plant and equipment, right of use assets, investments, inventories and trade receivables. The results for the current quarter has improved and the Company has considered internal and external sources of information for making said assessment. On the basis of said assessment, the Company expects to recover the carrying amount of these assets and no material adjustments is required in the financial results. The Company will closely monitor any material changes arising out of the future economic conditions arising due to COVID-19 and its impact on the business of the company.
- 6 The Company was carrying substantial stock of cotton at the start of the Financial Year 2020-21. Amidst Covid situation, it was thought prudent to hedge the same partially against price fluctuation. Accordingly, the Company had entered into derivative contracts at an International Commodity Exchange. 'Other Expense' for the quarter and the nine months ended 31st December, 2020 include loss (including Mark to Market loss) of Rs 29.45 cr and Rs 84.56 cr respectively on these derivative contracts.
- 7 The Board of Directors, in its meeting held on May 27, 2020 had approved a Scheme of Amalgamation (the "Scheme") under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the 2013 Act, as per pooling of interest method, amongst the Company (Transferee Company) and its subsidiaries VMT Spinning Company Limited and Vardhman Nishinbo Garments Company Limited (Transferor companies). The Appointed date for the scheme will be April 1, 2020. The Scheme is subject to necessary approval from members & creditors of all the companies involved in the merger and other statutory approvals.
- 8 The Code on Social Security 2020 has been notified in the Official Gazette on 29th September 2020. The effective date from which the changes are applicable is yet to be notified. Impact if any of the change will be assessed and accounted in the period in which said Code becomes effective.

Place : Ludhiana  
Date : January 21, 2021

For Vardhman Textiles Limited

S.P. Oswal  
Chairman & Managing Director

## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF VARDHMAN TEXTILES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **VARDHMAN TEXTILES LIMITED** ("the Company"), for the quarter and nine months ended December 31, 2020 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 specified under section 143(10) of the Companies Act, 2013 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 stated in paragraph 3 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 Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



**Rajesh Kumar Agarwal**  
(Partner)

(Membership No. 105546)  
(UDIN: 21105546AAAAAG7895)

Place: New Delhi  
Date: January 21, 2021



Vardhman Textiles Limited

Registered Office : Chandigarh Road, Ludhiana-141010

Consolidated Unaudited Financial Results for the quarter and nine months ended December 31, 2020

Corporate Identity Number (CIN): L17111PB1973PLC003345, PAN: AABCM4692E

Website:www.vardhman.com Email: secretarial.lud@vardhman.com

(Rs. In crores)

S.No	Particulars	Quarter Ended December 31, 2020	Quarter Ended September 30, 2020	Quarter Ended December 31, 2019	Nine Months Ended December 31, 2020	Nine Months Ended December 31, 2019	Year Ended March 31, 2020
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I.	Revenue from operations	1,750.10	1,625.23	1,825.21	4,192.80	5,139.24	6,735.00
II.	Other income	56.75	54.25	70.37	154.16	133.04	174.47
III.	<b>Total income (I+II)</b>	<b>1,806.85</b>	<b>1,679.48</b>	<b>1,895.58</b>	<b>4,346.96</b>	<b>5,272.28</b>	<b>6,909.47</b>
IV.	<b>Expenses</b>						
	Cost of materials consumed	880.74	846.47	924.31	2,217.98	2,773.74	3,604.19
	Purchase of stocks- in trade	0.14	0.64	0.00	1.28	2.27	9.01
	Change in inventories of finished goods, Works -in progress and stock -in-trade	23.18	152.09	81.52	128.83	(42.10)	(58.25)
	Employee benefits expenses	152.09	135.27	155.46	416.48	452.50	595.93
	Finance cost	23.25	27.93	29.44	84.91	100.48	135.27
	Depreciation and amortisation expense	91.61	91.39	86.49	271.96	245.06	333.22
	Power and fuel	174.17	137.56	203.49	420.00	578.57	754.87
	Other expenses	243.04	208.55	248.60	588.55	662.04	891.90
	<b>Total Expenses</b>	<b>1,588.22</b>	<b>1,599.90</b>	<b>1,729.31</b>	<b>4,129.99</b>	<b>4,772.56</b>	<b>6,266.14</b>
V	Share of Profit/(Loss) of Associates	9.56	4.71	3.51	9.54	7.96	12.14
VI.	<b>Profit/(Loss) before tax (III-IV+V)</b>	<b>228.19</b>	<b>84.29</b>	<b>169.78</b>	<b>226.51</b>	<b>507.68</b>	<b>655.47</b>
VII.	<b>Tax expense</b>						
	Current tax	44.40	2.29	46.66	48.23	109.18	144.34
	Deferred tax	8.94	20.42	(78.36)	5.99	(43.61)	(79.84)
VIII.	<b>Profit/(Loss) after tax (VI-VII)</b>	<b>174.85</b>	<b>61.58</b>	<b>201.48</b>	<b>172.29</b>	<b>442.11</b>	<b>590.97</b>
IX.	Other Comprehensive Income/(Expenditure)	-	-	0.04	-	0.09	(3.63)
X.	<b>Total Comprehensive Income/(Expenditure) (VIII+IX)</b>	<b>174.85</b>	<b>61.58</b>	<b>201.52</b>	<b>172.29</b>	<b>442.20</b>	<b>587.34</b>
XI.	<b>Profit/(Loss) for the period attributable to :</b>						
	Owners of the Company	170.52	60.22	199.17	166.44	431.81	577.52
	Non Controlling Interest	4.33	1.36	2.31	5.85	10.30	13.45
		<b>174.85</b>	<b>61.58</b>	<b>201.48</b>	<b>172.29</b>	<b>442.11</b>	<b>590.97</b>
XII.	<b>Other Comprehensive Income/ (expenditure) for the period attributable to :</b>						
	Owners of the Company	-	-	0.04	-	0.09	(3.54)
	Non Controlling Interest	-	-	-	-	-	(0.08)
				<b>0.04</b>		<b>0.09</b>	<b>(3.63)</b>
XIII.	<b>Total Comprehensive Income/ (expenditure) for the period attributable to :</b>						
	Owners of the Company	170.52	60.22	199.21	166.44	431.90	573.97
	Non Controlling Interest	4.33	1.36	2.31	5.85	10.30	13.37
		<b>174.85</b>	<b>61.58</b>	<b>201.52</b>	<b>172.29</b>	<b>442.20</b>	<b>587.34</b>
XIV.	<b>Earnings Per Share (In Rs)</b> (not annualized):						
	(a)Basic	30.17	10.66	35.25	29.45	76.44	102.22
	(b) Diluted	29.97	10.59	34.94	29.25	75.76	101.45
XV.	Paid up equity share capital (face value per share Rs.10)	56.52	56.52	56.50	56.52	56.50	56.52



**VARDHMAN TEXTILES LIMITED**  
 Consolidated Unaudited Financial Results for the quarter and nine months ended December 31, 2020  
 Registered Office : Chandigarh Road, Ludhiana-141010

Statement of Segment Information

(Rs. In Crores)

Particulars	Quarter Ended December 31, 2020	Quarter Ended September 30, 2020	Quarter Ended December 31, 2019	Nine Months Ended December 31, 2020	Nine Months Ended December 31, 2019	Year Ended March 31, 2020
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>I. Segment Revenue</b>						
Textiles	1,687.94	1,576.21	1,759.19	4,061.07	4,949.58	6,478.92
Acrylic Fibre	80.88	64.90	81.99	175.45	250.99	334.37
<b>Total</b>	<b>1,768.82</b>	<b>1,641.11</b>	<b>1,841.18</b>	<b>4,236.53</b>	<b>5,200.57</b>	<b>6,813.29</b>
Less : Inter Segment Revenue	18.72	15.88	15.97	43.73	61.33	78.29
<b>Net Revenue from operations</b>	<b>1,750.10</b>	<b>1,625.23</b>	<b>1,825.21</b>	<b>4,192.80</b>	<b>5,139.24</b>	<b>6,735.00</b>
<b>II. Segment Results</b>						
Profit/(loss) before tax & interest from each segment						
Textiles	211.91	82.02	167.55	234.51	542.66	700.23
Acrylic Fibre	15.90	2.83	(0.30)	15.28	19.76	24.89
<b>Total</b>	<b>227.81</b>	<b>84.85</b>	<b>167.25</b>	<b>249.79</b>	<b>562.42</b>	<b>725.12</b>
Less : (a) Interest	23.25	27.93	29.44	84.91	100.48	135.27
(b) Other un-allocable expenditure / (income) (Net of un-allocable (income)/expenditure)	(14.07)	(22.66)	(28.46)	(52.09)	(37.78)	(53.48)
Add: Share of Profit/(Loss) of Associates	9.56	4.71	3.51	9.54	7.96	12.14
<b>Total Profit/(loss) before tax</b>	<b>228.19</b>	<b>84.29</b>	<b>169.78</b>	<b>226.51</b>	<b>507.68</b>	<b>655.47</b>
Tax expenses	53.34	22.71	(31.70)	54.22	65.57	64.50
<b>Net Profit/(loss) after tax</b>	<b>174.85</b>	<b>61.58</b>	<b>201.48</b>	<b>172.29</b>	<b>442.11</b>	<b>590.97</b>
Less: Non Controlling Interest	4.33	1.36	2.31	5.85	10.30	13.45
<b>Net Profit/(Loss) after taxes, non controlling interest and Share of profit/(loss) of Associates</b>	<b>170.52</b>	<b>60.22</b>	<b>199.17</b>	<b>166.44</b>	<b>431.81</b>	<b>577.52</b>
<b>III. Segment Assets</b>						
Textiles*	7,091.14	6860.92	6,895.34	7,091.14	6,895.34	7,543.28
Acrylic Fibre	119.03	119.67	124.24	119.03	124.24	125.70
<b>Total Segment Assets</b>	<b>7,210.17</b>	<b>6,980.59</b>	<b>7,019.58</b>	<b>7,210.17</b>	<b>7,019.58</b>	<b>7,668.98</b>
Un-allocated	1,768.98	1816.27	1878.64	1768.98	1,878.64	1,684.54
<b>Total Assets</b>	<b>8,979.15</b>	<b>8,796.86</b>	<b>8,898.22</b>	<b>8,979.15</b>	<b>8,898.22</b>	<b>9,353.52</b>
<b>IV. Segment Liabilities**</b>						
Textiles	601.28	482.34	560.83	601.28	560.83	565.11
Acrylic Fibre	35.22	37.39	50.62	35.22	50.62	60.48
<b>Total Segment Liabilities</b>	<b>636.50</b>	<b>519.73</b>	<b>611.45</b>	<b>636.50</b>	<b>611.45</b>	<b>625.59</b>
Un-allocated	25.28	63.74	95.53	25.28	95.53	95.15
<b>Total Liabilities</b>	<b>661.78</b>	<b>583.47</b>	<b>706.98</b>	<b>661.78</b>	<b>706.98</b>	<b>720.74</b>
* Includes Capital Work in Progress and Capital Advances	101.36	91.65	259.06	101.36	259.06	163.64
**excludes borrowings, deferred tax liabilities						





**VARDHMAN TEXTILES LIMITED**

Registered Office : Chandigarh Road, Ludhiana-141010

**NOTES :**

1. The consolidated financial results includes result of all its - (i) Subsidiaries - viz Vardhman Acrylics Limited, VMT Spinning Company Limited, VTL Investments Limited, and Vardhman Nisshinbo Garments Company Limited and (ii) Associates - viz Vardhman Yarns and Threads Limited, Vardhman Special Steels Limited and Vardhman Spinning and General Mills Limited herein referred to as "The Group".

2. The Financial Results has been prepared in accordance with recognition and measurement principles as laid down in the Indian Accounting Standards ("Ind AS") 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and SEBI's circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016 as amended from time to time.

3 (a) .The Parent Company had issued secured, rated listed Redeemable Non-convertible Debentures (NCDs) aggregating to Rs. 195.00 Crores for cash at par on private placement basis on June 1, 2020. The NCD's are listed at the Bombay Stock Exchange of India (BSE) and repayable at the end of 36 months from the date of allotment and have a yield of 6.83% per annum payable on 1st June on annual basis.

CRISIL has assigned a rating of AA+ with Stable outlook to the said NCDs of the Company on May 28, 2020. The NCDs shall be secured by way of a first pari passu charge over the immovable and movable fixed assets of the Company and it should have fixed asset cover of more than 1.25 times of outstanding amount of NCDs.

(b).The Parent Company had also issued secured, rated listed Redeemable Non-convertible Debentures (NCDs) aggregating to Rs. 499.80 crores for cash at par on private placement basis on September 8, 2017. The NCDs are listed at the Bombay Stock Exchange of India (BSE) and comprise of three series repayable in third, fourth and fifth years and have an overall yield of 7.69% per annum. During the quarter ended September 30, 2020 1,500 7.59% Series A NCDs of Rs.10 lacs each amounting to Rs.150 Cr were redeemed on 08-September 2020.

CRISIL has assigned a rating of AA+ with Stable outlook to the said NCDs of the Company on May 28, 2020. These NCDs are secured by way of a first pari passu charge over the immovable and movable fixed assets of the Company and it should have fixed asset cover of more than 1.05 times of outstanding amount of NCDs.

4. On account of COVID-19 pandemic, the Government of India had imposed a complete nation-wide lockdown on March 24, 2020 leading to temporarily shut down of company's manufacturing facilities and operations for some period during first quarter. Since then the Government of India progressively relaxed lockdown conditions and has allowed industry to resume its operations. Hence results of quarter and nine months ended 31st December 2020 are not comparable with previous quarter and corresponding quarter and nine months ended 31st December 2019 respectively. The Group has made assessment of its liquidity position for the current period and the recoverability and carrying value of its assets comprising property, plant and equipment, right of use assets, investments, inventories and trade receivables. The results for the current quarter has improved and the Group has considered internal and external sources of information for making said assessment. On the basis of said assessment, the group expects to recover the carrying amount of these assets and no material adjustments is required in the financial results. The group will closely monitor any material changes arising out of the future economic conditions arising due to COVID-19 and its impact on the business of the group.

5. The Parent Company was carrying substantial stock of cotton at the start of the Financial Year 2020-21. Amidst Covid situation, it was thought prudent to hedge the same partially against price fluctuation. Accordingly, the Parent Company had entered into derivative contracts at an international Commodity Exchange. 'Other Expenses' for the quarter and the nine months ended 31st December, 2020 include loss (including Mark to Market loss) of Rs 29.45 cr and Rs 84.56 cr respectively on these derivative contracts.

6. Financial Results has been reviewed by the Audit Committee on January 20, 2020 and approved by the Board of Directors at its meeting held on January 21, 2021. The limited review as required under Regulation 33 of SEBI ( Listing Obligation and Disclosure Requirements) Regulations, 2015, has been completed by the Statutory Auditors.

7. The Board of Directors, in its meeting held on May 27, 2020 had approved a Scheme of Amalgamation (the "Scheme") under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the 2013 Act, as per pooling of interest method, amongst the Company (Transferee Company) and its subsidiaries VMT Spinning Company Limited and Vardhman Nisshinbo Garments Company Limited (Transferor companies) . The Appointed date for the scheme will be April 1, 2020. The Scheme is subject to necessary approval from members & creditors of all the companies involved in the merger and other statutory approvals.

8. The Code on Social Security 2020 has been notified in the Official Gazette on 29th September 2020. The effective date from which the changes are applicable is yet to be notified . Impact if any of the change will be assessed and accounted in the period in which said Code becomes effective .

Place : Ludhiana  
Date : January 21, 2021

For Vardhman Textiles Limited

S.P. Dhillon  
Chairman & Managing Director



## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF VARDHMAN TEXTILES LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **VARDHMAN TEXTILES LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive income of its associates for the quarter and nine months ended December 31, 2020 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel 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 specified under Section 143(10) of the Companies Act, 2013 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Name of the Entity	Relationship
Vardhman Acrylics Limited	Subsidiary company
VMT Spinning Company Limited	Wholly owned subsidiary company
VTL Investments Limited	Wholly owned subsidiary company
Vardhman Nisshinbo Garments Company Limited	Wholly owned subsidiary company
Vardhman Yarn and Threads Limited	Associate company
Vardhman Special Steels Limited	Associate company
Vardhman Spinning and General Mills Limited	Associate company

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, 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 Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.





## **Deloitte Haskins & Sells LLP**

6. We did not review the interim financial results of two subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. 142.52 crores and Rs. 350.87 crores for the quarter and nine months ended December 31, 2020 respectively, total net profit after tax of Rs. 18.97 crores and Rs. 30.24 crores for the quarter and nine months ended December 31, 2020 respectively and total comprehensive income of Rs. 18.97 crores and Rs. 30.24 crores for the quarter and nine months ended December 31, 2020 respectively, as considered in the Statement. The consolidated unaudited financial results also includes the Group's share of Profit after tax of Rs. 5.41 crore and Rs. 4.45 crore for the quarter and nine months ended December 31, 2020 respectively and total comprehensive Income of Rs. 5.38 crore and Rs. 4.30 crore for the quarter and nine months ended December 31, 2020 respectively, as considered in the Statement, in respect of one associate, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.

7. The consolidated unaudited financial results includes the interim financial results of two subsidiaries which have not been reviewed by their auditors, whose interim financial results reflect total revenue of Rs. 11.79 crores and Rs. 22.36 crores for the quarter and nine months ended December 31, 2020 respectively, total profit after tax of Rs. 1.53 crores for the quarter ended December 31, 2020 and total loss after tax of Rs. 0.78 crores for the nine months ended December 31, 2020 and Total comprehensive income of Rs. 1.53 crores for the quarter ended December 31, 2020 and Total comprehensive loss of Rs. 0.78 crores for the nine months ended December 31, 2020, as considered in the Statement. The consolidated unaudited financial results also includes the Group's share of profit after tax of Rs. 4.18 crores and Rs. 5.24 crores for the quarter and nine months ended December 31, 2020 respectively and total comprehensive income of Rs. 4.18 crores and Rs. 5.24 crores for the quarter and nine months ended December 31, 2020 respectively, as considered in the Statement, in respect of two associates, based on their interim financial results which have not been reviewed by their auditors. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our Conclusion on the Statement is not modified in respect of our reliance on the interim financial results certified by the Management.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



**Rajesh Kumar Agarwal**  
Partner

(Membership No. 105546)  
(UDIN: 21105546AAAAAH9849)

Place: New Delhi  
Date: January 21, 2021