

Compliance Report for the quarter ended June 30, 2021

Name of Issuer Company : **SIS Limited**

Information submitted at the times of issuance/allotment:

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	Secured, Redeemable, Rated, Listed Non-Convertible Debentures
2	Type of Issue (Private / Public / Rights)	Private Placement
3	Issue Amount and Amounts Raised	INR 1900 Million
4	Listed/Unlisted (If Listed, the Exchange where listed)	Listed on debt segment of National Stock Exchange of India Limited (NSE)
5	ISIN (Listed and Unlisted)	INE285J07041 (Listed)
6	Date of Listing of NCDs (please provide confirmation and supporting from BSE/NSE)	March 31, 2021
7	Whether there has been delay in Listing of the debt securities pursuant to SEBI circular dated October 5, 2020. If yes, confirm whether the Issuer Company has paid penal interest of at least @ 1 % p.a. over the coupon rate for the period of delay to the investor (i.e. from date of allotment to the date of listing)	No
8	Original & Revised (if any) Coupon Rate	Original Coupon Rate: 7.90% p.a. Revised Coupon Rate: N.A.
9	Tenor of Issue	2 years
10	Date of Allotment of Debentures	March 30, 2021
11	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
12	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	Form PAS-3 was filed with ROC within the specified time limit.
13	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	March 31, 2021
14	Credit Rating at the time of issue / last credit rating prior to change	AA-/Stable
15	No. of debenture holders on the date of Allotment	2 (Two)
16	Name of the Debenture holder representative/facility agent along with its contact details	Mr. Shadab Rizvi Ph.: 022-4206 6100

SIS Limited

(Formerly known as Security and Intelligence Services (India) Limited)

Address for correspondence: #106, 1st Floor, Ramanashree Arcade, 18 MG Road, Bangalore- 560 001, Karnataka

Registered office: Annapoorna Bhawan, Patliputra Telephone Exchange Road, Kurji, Patna 800 010 Bihar

Website: www.sisindia.com Tel: +91 80 2559 0801

CIN: L75230BR1985PLC002083

17	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	<p>ICICI PRUDENTIAL CREDIT RISK FUND SBI SG Global Securities Services PL, Jeevan Seva Annexe Building, A Wing, GR Floor, S V Road, Santacruz West, Mumbai – 400054</p> <p>ICICI PRUDENTIAL REGULAR SAVINGS FUND HDFC Bank Limited, Custody Operation Sempire Plaza TWR-1, 4th Floor, Chandan Nagar LBS Marg, Vikhroli West, Mumbai 400083</p>
18	Whether the company has issued debentures to Foreign debenture holders	No
19	Valuation Report (if applicable) has been obtained from Registered /Government approved valuer.	Not Applicable
20	ROC Search Report has been obtained	Yes
21	Details Regarding Registration of charges and reasons for delay (if any)	<p>Share pledge agreement was executed on May 1, 2021 over 24,00,526 Equity Shares, representing 85.68% of the paid up equity share capital of Dusters Total Solutions Services Private Limited, held by SIS Limited.</p> <p>However, due to COVID there was a delay in creation of pledge in favour of the Debenture Trustee as the Depositories were not functioning fully.</p> <p>Further, Form CHG-9 was filed with the Registrar of Companies on July 16, 2021 (Charge ID 100461148) after execution of pledge in favour of the Debenture Trustee.</p>
22	Whether Recovery Expense Fund (REF) has been created by the company as per SEBI circular dated October 22, 2020 If yes please provide relevant details	Yes, we have transferred INR 1.90 lakhs to the designated account of NSE towards REF on March 31, 2021
23	Charge as specified in the offer document or private placement memorandum/ information memorandum, is created in favour of the debenture trustee and executed debenture trust deed (DTD) prior to listing	<p>Yes.</p> <p>As per the term sheet for issue of Debenture, Debenture Trust Deed was executed within 45 days of the allotment.</p>

Information submitted on quarterly basis:

1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc)	Not Applicable
2	Outstanding amount as on June 30, 2021	INR 1900 Million
3	Previous Interest Payment Date and Amount paid	Not Applicable
4	Next Interest Payment Date and Amount	March 30, 2022 Amount: INR 150.10 Million
5	Previous Principal Repayment Date and Amount paid	Not Applicable
6	Next Principal Repayment Date and Amount	March 30, 2023 Amount: INR 1900 Million
7	Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest of atleast @ 2% p.a. over the coupon rate is paid to the debenture holders. .	Not Applicable, 1 st interest payment is due on March 30, 2022
8	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating. Hyperlink of the press releases by the Credit rating Agency	AA- by CRISIL.
9	No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Email id, Contact Nos. (Benpos))	<p>Name: ICICI PRUDENTIAL CREDIT RISK FUND Holding: 1500 Debentures</p> <p>SBI SG Global Securities Services PL Jeevan Seva Annexe Building, A Wing GR Floor, S V Road, Santacruz West, Mumbai - 400054 Contact No. +91-22- 42066100</p> <p>Name: ICICI PRUDENTIAL REGULAR SAVINGS FUND Holding: 400 Debentures</p>

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		HDFC Bank Limited, Custody Operation Sempire Plaza TWR-1, 4th Floor, Chandan Nagar LBS Marg, Vikhroli West Mumbai 400083 Contact No. +91-22- 30752800
10	Whether RTA / Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every next month.	Yes
11	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	No
12	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	Not Applicable
13	Confirmation with respect to submission of Half yearly communication (HYC) to BSE / NSE for the last applicable half year and reasons for non-submission/delay if any unaudited/audited financial results on half yearly basis should be submitted to exchanges within 60 days from the end of financial year or within the extension provided by SEBI	Half-yearly communication was submitted to the stock exchanges including the audited financial results for the last half year ended March 31, 2021.
14	Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document	Not Applicable
15	Publication of financial results and statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper)	Published on July 30, 2021
16	Whether HYC submitted to stock exchanges contains certificate signed by Debenture Trustee (Reg 52 (5) of LODR)	Yes
17	Whether unaudited financial results are accompanied by Limited Review Report (LRR)* *LRR is not required if the company has intimated exchanges in advance that it	Yes

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	shall submit annual audited results within 60 days from the end of Financial Year	
18	Whether all taxes, cesses, insurance premium, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	Not Applicable
19	Whether Debenture Redemption Reserve (DRR) as per SEBI Regulations and Companies Act has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	Not Applicable
20	Confirmation & Supporting of creation / maintaining DRR before April 30 th by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2022 as detailed in the clarification circular provided by MCA, including mode of creation of DRR.	Not Applicable
21	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No
22	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	No
23	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please give details	No
24	Whether all the PDC required as per transaction documents are deposited with us	No
25	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Post-dated	No

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	Cheques (PDCs) as security as per transaction documents.	
26	Asset Cover certificate from Statutory Auditor for the half year ended if applicable	Complied
27	Asset Cover certificate from Chartered Accountant for the quarter ended June 30, 2021 (Please attach Chartered Accountant Certificate as per the format specified by SEBI circular dated November 12, 2020) for secured issuances only as per DT empaneled list (attached)	Enclosed
28	A statement of value of pledged securities, if applicable - Quarterly	Enclosed
29	A statement of value for Debt Service Reserve Account or any other form of security offered- Quarterly	Not Applicable
30	Net worth certificate of guarantor (secured by way of personal guarantee), applicable for March and September	Not Applicable
31	Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), applicable for March	Not Applicable
32	Valuation report and title search report for the immovable/movable assets, applicable for March	Not Applicable
33	Whether the company has entered into supplemental/amended debenture trust deed with Debenture Trustee within 120 days from the date of SEBI circular dated November 12, 2020, incorporating the changes in the debenture trust deed	Complied
34	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes
35	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	Not Applicable

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36	Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance	Complied
37	Whether the provisions of the following laws applicable to debentures have been complied with: a) Companies Act, 2013 and Rules made thereunder (For all Issuers) b) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 c) SEBI (Issue of Capital and Disclosure Requirements), 2009 (For all issuers) d) SEBI (Issue and Listing of Debt Securities), 2008	Complied
38	Whether any dividend has been declared during this quarter.	No
39	Nature of investor grievances received for quarter ended June 30, 2021 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	Nil
40	Any Buy Back of NCDs during the quarter and details of the same	No
41	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the interest on Debenture and redemption amount of Debentures is payable	Not Applicable
42	Whether the company has maintained functional website containing requisite information (Reg 62 of SEBI (LODR) Regulations)	Yes
43	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting.	Yes
44	Compliance with Accounting Standard and Financial disclosures.	Complied

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45	Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern	Complied
46	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly having material interest in any transaction.	Not Applicable
47	Whether the company has appointed qualified Company Secretary as the Compliance Officer	Yes
48	Whether the Company has appointed Share transfer agent or manage the same in house	Yes, the Company has appointed Link Intime India Private Limited as its Registrar and Share transfer agent
49	Whether the Company has preserved the transactions records at least for 8 years	Yes
50	Whether the Company is registered on the SEBI SCORES	Yes
51	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter	Yes
52	Whether the Company has constituted following committees and held meetings in compliance with the provisions, as applicable: <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Stakeholders Relationship Committee • Risk Management Committee 	Yes
53	Whether the Company has made disclosure of material events/information to Exchanges and Debenture Trustee, if any	Yes
54	Whether the company has submitted Annual Report within 21 working days to stock exchange(s)	Yes

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55	In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security: a) whether the same are reissued in the new name of Trustee i.e Vistra ITCL (India) Limited and b) if the PDC's are from 8 public sectors merged banks whose cheque-books would become invalid from 1st April 2021, whether new PDC's are issued.	Not Applicable
56	Whether the Company has submitted a compliance certificate to the Exchange(s), duly signed by both Compliance Officer of the listed entity and the authorised representative of the transfer agent (RTA)	Not Applicable
57	Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market or any order has / had been passed against them for violation of any laws.	No
58	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
59	In case of default in payment of Interest/principal Whether the company has made disclosures to the Credit Rating Agencies in timely manner.	Not Applicable
60	In case of default in payment of interest / instalment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions, whether the company has made disclosure to the Stock exchange. (Refer SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019). If yes, please provide copy of disclosure.	Not Applicable
61	Pursuant to SEBI circular no. SEBI/HO/DDHS/CIR/P/103/2020 dated June 23, 2020, please confirm that –	

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	<p>there is no breach in providing information to the Debenture Trustee(s) regarding the status of payment or otherwise to the Stock Exchanges and Depositories</p> <p>Bank details (from which it proposes to pay the redemption amount)</p> <p>Confirm if Debenture Trustee is pre-authorised to seek debt redemption payment related information from the Issuer's bank</p>	<p>There is no breach in providing information to the Debenture Trustee(s)</p> <p>Bank Name: ICICI Bank Limited, 9A, Phelps Building, Connaught Place, New Delhi – 110001 Account Number: 000705045543</p> <p>Yes</p>
62	Confirm if Recovery Expense Fund (REF) created and provide details	Yes
63	Any addition in the Recovery Expense fund during the quarter	Not Applicable
64	Whether the Asset cover as specified in the Term Sheet/PAS4/Information Memorandum/ is maintained	Yes
65	If the REF is maintained in Bank Guarantee form the Company to ensure that it remains valid for a period of 6 months post the maturity date of the listed debt security. The issuer has kept the bank guarantee in force and renewed the Bank Guarantee at least 7 working days before its expiry.	Not Applicable
66	Details of Corporate Debt Restructuring (if any);	Not Applicable
67	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	Not Applicable
68	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	Not Applicable
69	Details of one-time settlement with any bank (if any);	Not Applicable

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70	Details of Reference to Insolvency or a petition (if any) filed by any creditor	Not Applicable
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ANNEXURES

1	Updated list of name, addresses contact details and email id of debenture holders. - Please refer point no. 9 on page 3
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances. - NIL
	Companies Statutory Auditors Certificate certifying the following, for March and September: - NA <ol style="list-style-type: none"> Annual basis - End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A) of SEBI (Debenture Trustees) Regulations, 1993). (If already provided, please ignore). Half yearly basis-Certificate from statutory auditor giving the value of receivables/book debts including compliance with the covenants of the Offer Document/Information Memorandum in the manner as may be specified by the Board (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993), if applicable. Half yearly basis- certificate regarding maintenance of hundred percent asset cover or asset cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the half-yearly financial results (Please attach Statutory Auditors Certificate)
4	Quarterly Basis- Asset Cover certificate from a Chartered Accountant empaneled by DT and in the format specified by SEBI vide its circular dated November 12, 2020, (Please attach Chartered Accountant Certificate) for secured issuances only as per DT empaneled list (attached) – Enclosed as Annexure – 1
5	Quarterly Basis- audited / unaudited financials (along with LRR) of the Issuer company whichever applicable – Enclosed as Annexure – 2
6	Insurance Policy of the security charged in favour of DT. In case Insurance Policy has expired, please provide Renewed Insurance Policies. - Not Applicable
7	Report of the Lead Bank regarding (Applicable for public issue) - Not Applicable <ol style="list-style-type: none"> progress of the Project report on monitoring of utilization of funds raised for the issue, as applicable
8	Copy of all notices, resolutions and circulars relating to new issue of non-convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the media - Not Applicable
9	Letter issued by Credit Rating agency for revised credit rating during the quarter. - Not Applicable
10	Quarterly Basis- A statement of value of pledged securities,. – Enclosed as Annexure - 3
11	Quarterly Basis- A statement of value for Debt Service Reserve Account or any other form of security offered - Not Applicable
12	Half yearly Basis-Net worth certificate of guarantor (secured by way of personal guarantee), as applicable. - Not Applicable
13	Annual Basis- Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), as applicable - Not Applicable

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14	Annual Basis-Valuation report and title search report for the immovable/movable assets, as applicable. - Not Applicable
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	<p>Contact Details :</p> <p>a) Name of Authorised Signatory: Pushpalatha K</p> <p>b) Email Address: pushpalatha.k@sisindia.com</p> <p>c) Contact Numbers: 080 – 2559 0801</p> <p>d) Name ,Address and Email id of R&T Agent: Link Intime India Private Limited C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai 400 083 Telephone: +91 22 4918 6000</p> <p>e) Name , Address and Email id of the Credit Rating Agency : CRISIL Ratings Limited, CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai- 400 076. Phone: +91 22 3342 3000.</p>
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For **SIS Limited**



Pushpalatha K
Company Secretary



Date: August 3, 2021

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

- a) The listed entity has vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following listed debt securities:

ISIN	Private Issue Placement/ Public	Secured/ Unsecured	Sanctioned Amount
INE285J07041	Private Placement	Secured	Rs. 190 Crore

- b) Asset Cover for listed debt securities:

- (i) The financial information as on 30-06-2021 has been extracted from the books of accounts for the period ended 30-06-2021 and other relevant records of the listed entity;
- (ii) The assets of the listed entity provide coverage of 4.67times of the principal amount, which is in accordance with the terms of issue/ debenture trust deed (calculation as per statement of asset cover ratio for the Secured debt securities - table – I)
- (iii) (as per requirement of Regulation 54 read with Regulation 56(1)(d) of LODR Regulations).

Table-I

Sr. No.	Particulars		Amount (In Millions)
(i)	Total assets available for secured Debt Securities' – (secured by either paripassu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)	A	
	• Property Plant & Equipment (Fixed assets) - movable/immovable property etc.		
	• Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc.		
	• Receivables including interest accrued on Term loan/ Debt Securities etc.		
	• Investment(s)		8,870.6
	• Cash and cash equivalents and other current/ Non-current assets		
(ii)	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	
	• Debt Securities (Provide details as per table below)		1900.0

	• IND - AS adjustment for effective Interest rate on secured Debt Securities		
	• Interest accrued/payable on secured Debt Securities		
(iii)	Asset Coverage Ratio (100% or higher as per the terms of offer document/information memorandum/debenture trust deed)	A/B	4.67

ISIN wise details

S.No.	ISIN	Facility	Type of charge	Sanctioned Amount	Outstanding amount as on 30-06-2021	Cover Required	Asset Required
1	INE285J07041	Secured, Redeemable, Rated, Listed Non-Convertible Debentures	Exclusive	190 Crore	190 Crore	4 times	24,00,526 equity shares of Dusters Total Solutions Services Pvt Ltd

For Saxena & Saxena
Chartered Accountants

DILIP
KUMAR
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Digitally signed by DILIP KUMAR
DN: cn=DILIP KUMAR, o=IN,
sn=DILIP, ou=SAXENA &
SAXENA
serialNumber=2768034936;
c=IN, email=DILIP.KUMAR@SAXENA.COM
Date: 2021.07.28 14:52:25 +05'30'

CA Dilip Kumar
Partner
Membership No. 082118

Place: New Delhi
Date : 28-07-2021
UDIN: 21082118AAAAQK9258

Independent Auditor's Review Report on the Standalone Quarterly Financial Results of SIS Limited (formerly known as 'Security and Intelligence Services (India) Limited') pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
**The Board of Directors of
SIS Limited**

We have reviewed the accompanying unaudited Standalone financial results ("Results") of **SIS Limited** (formerly known as '**Security and Intelligence Services (India) Limited**') ("the Company"), for the quarter ended June 30, 2021 included in the accompanying Statements of Standalone Financial Results ("the Statements"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular number CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related interim standalone financial statements which have been prepared in accordance with the Indian Accounting Standards 34, "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 (the Act), read with relevant rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial results based on our review.

We conducted our review 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 about whether the financial results are free from material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 ("Ind-AS") read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Saxena & Saxena
Chartered Accountants
(Firm Regn. No.006103N)**



**CA. Dilip Kumar
(Partner)
M. No. 82118**

**UDIN: 21082118AAAAQM4766
Place: - New Delhi
Date: - July 28, 2021**

SIS Limited Registered office : Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna – 800010 CIN: L75230BR1985PLC002083 Statement of unaudited standalone financial results for the quarter ended June 30, 2021					
Sl. No.	Particulars	(Rupees in million except per share data)			
		Quarter ended			Year ended
		June 30, 2021	March 31, 2021	June 30, 2020	March 31, 2021
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income				
	a) Revenue from operations	7,586.24	7,753.42	7,434.70	30,040.79
	b) Other income	532.68	51.57	89.63	265.23
	c) Other gain/ (loss)	0.13	2.40	-0.88	-2.34
	Total Income (a + b + c)	8,119.05	7,807.39	7,523.45	30,303.68
2	Expenses				
	a) Purchases	58.01	71.83	64.78	385.15
	b) Change in inventory of stock-in-trade	-11.85	15.21	-13.18	-13.21
	c) Employee benefits expense	6,807.56	6,971.23	6,576.38	26,619.92
	d) Finance costs	141.85	152.66	211.85	702.08
	e) Depreciation and amortization expense	88.16	104.24	102.41	414.75
	f) Other expenses	330.50	325.79	372.88	1,338.93
	Total expenses (a + b + c + d + e + f)	7,414.23	7,640.96	7,315.12	29,447.62
3	Profit / (loss) before tax and exceptional items (1-2)	704.82	166.43	208.33	856.06
4	Exceptional items	-	-	-	-
5	Profit / (loss) before tax (3-4)	704.82	166.43	208.33	856.06
6	Tax expense / (credit)				
	Current tax	97.53	0.09	1.13	0.83
	Deferred tax	-30.59	90.74	60.41	284.30
	Total tax expense / (credit)	66.94	90.83	61.54	285.13
7	Profit / (loss) for the period (5-6)	637.88	75.60	146.79	570.93
8	Other comprehensive income / (loss)				
	Items that will not be reclassified to profit or loss				
	a) Remeasurement of defined benefits plan	8.06	25.75	5.05	-61.28
	b) Income tax relating to these items	-2.03	-6.48	-1.27	15.42
	Other comprehensive income / (loss) for the period (net of taxes)	6.03	19.27	3.78	-45.86
9	Total comprehensive income / (loss) for the period (7+8)	643.91	94.87	150.57	525.07
10	Paid-up equity share capital (face value of Rs. 5 per share)	733.64	741.51	733.25	741.51
11	Reserves i.e. Other equity	6,830.78	7,375.90	7,004.40	7,375.90
12	Earnings Per Share (EPS) (of Rs. 5/- each)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)
	(a) Basic (Rs.)	4.31	0.51	1.00	3.88
	(b) Diluted (Rs.)	4.26	0.51	0.99	3.86

Please see the accompanying notes to the financial results

Notes to the standalone financial results:

1. The Statement of standalone financial results ("the Statement") of the Company for the quarter June 30, 2021 has been reviewed by the Audit Committee and, thereafter, approved by the Board of Directors at its meeting held on July 28, 2021.
2. The standalone results have been prepared in accordance with the principles and procedures of Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 as prescribed in Section 133 of the Companies Act, 2013 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 and other recognized accounting practices and policies.
3. During the quarter ended June 30, 2021, the Company acquired the entire remaining shareholding of 49% in Uniq Security Solutions Private Limited ('UNIQ'), a subsidiary of the Company, for an aggregate consideration of INR 510 million which resulted in UNIQ and its subsidiaries becoming wholly owned subsidiaries of the Company.
4. Pursuant to the approval of the Board of Directors of the Company, at its meeting held on February 15, 2021, and the shareholders, by way of a special resolution through postal ballot, on March 20, 2021, 1,818,181 equity shares of face value of INR 5 each of the Company were offered for buyback by the Company to all eligible shareholders of the Company, through the tender offer process, for an aggregate amount not exceeding 1,000 million, being 1.24% of the total paid up equity share capital of the Company as on March 31, 2020, at INR 550 per equity share, per the provisions of the Security and Exchange Board of India (Buy-back of Securities) Regulations 2018, as amended and the Companies Act, as amended. The said buyback through the tender offer process was completed on June 21, 2021. The Company has funded the buyback from its free reserves as required under the said regulations. As a result of the buyback, 1,818,181 equity shares of face value of INR 5 each of the Company were extinguished by appropriating a sum of INR 990.91 million from the securities premium and an amount of INR 9.09 million, being a sum equal to the nominal value of the Equity Shares bought back through the Buyback have been transferred to the capital redemption reserve account.
5. During the quarter ended June 30, 2021, Company has repaid 1,500 Secured Rated Listed Redeemable Non-Convertible Debentures ("the Debentures") of face value of INR 1.00 million each, aggregating to INR 1,500 million along with interest due thereon, which was issued on April 13, 2018, on a private placement basis and were redeemable at par after 3 years from the date of allotment. The Debentures were secured by way of security created over the Company's shareholding in a subsidiary company.
6. During the quarter ended June 30, 2021, upon exercise of vested stock options by the eligible employees, the Company has allotted 243,910 equity shares of INR 5 each. Consequent to the said allotment and buyback as mentioned above in note 4, the paid-up equity share capital of the Company stands increased to INR 733,637,435 divided into 146,727,487 equity shares of INR 5 each.
7. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of financial and non-financial assets. The Company has assessed the carrying amounts based on subsequent events and the state of the business operations during the period of the pandemic and related information including economic forecasts. As a result of this assessment, and based on the current estimates, the Company expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at date of approval of these financial results and the Company will continue to closely monitor any material changes to future economic conditions.
8. In accordance with Ind-AS 108, Operating segments, segment information has been provided in the unaudited consolidated financial results of the Company and, therefore, no separate disclosure on segment information is given in these standalone unaudited financial results.

For and on behalf of the Board of Directors of
SIS Limited



Rituraj Kishore Sinha
Managing Director



Place: New Delhi
Date: July 28, 2021

Independent Auditors' Review Report on Consolidated Quarterly Financial Results of SIS Limited (formerly known as 'Security and Intelligence Services (India) Limited') pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
SIS Limited

We have reviewed the accompanying statement of unaudited consolidated financial results ("Statement") of **SIS Limited** ("the Company" or "the Parent"), its subsidiaries (collectively referred to as "the Group"), its associates and joint ventures, as listed in the annexure to this report, for the for the quarter ended June 30, 2021 attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations"), as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Parent's Management and has been approved by the Board of Directors, has been compiled from the related interim consolidated financial statements, which has been prepared in accordance with Indian Accounting Standard 34, "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 (the Act), read with relevant rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial results based on our review.

We conducted our review 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 about whether the financial results are free from material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and 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.

Based on our review conducted and procedures performed as stated in paragraph above and based on the consideration of the review reports of the other auditors referred to in paragraph 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.

We did not review the financial results and financial information, in respect of 34 subsidiaries whose financial results reflects total revenue from operations of INR 15,157.23 Mn, total net profit after tax of INR 447.62 Mn and total comprehensive income of INR 475.71 Mn for the quarter ended June 30, 2021 as considered in the consolidated financial results. The consolidated financial results also include the Group's share of net loss of INR 6.35 Mn for the quarter ended June 30, 2021, in respect of 4 associates and jointly controlled entities, whose financial results and financial information have not been reviewed by us.

The financial results and financial information of 30 subsidiaries, 4 associates and jointly controlled entities have been reviewed by other auditors whose reports have been furnished to us by the Parent's management. The financial results and financial information of 4 subsidiaries included in the Statement, have been prepared by the subsidiary's management and furnished to us by the management. Our conclusion, in so far as it relates to the affairs of such subsidiaries, associates and jointly controlled entities is based solely on reports of other auditors, management information and the procedures performed by us as stated in paragraph above. Our report is not qualified in respect of this matter.

Saxena & Saxena

Chartered Accountants

603-604, New Delhi House
27, Barakhamba Road
New Delhi – 110001
Phone : 011-43044999
Email : dxsaxena@saxenaandsaxena.com
Website : www.saxenaandsaxena.com

Certain of these subsidiaries, associates and jointly controlled entities are located outside India whose financial statements have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Parent's management has converted the financial statements of such subsidiaries, associates and jointly controlled entities from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries, associates and jointly controlled entities is based on the report of other auditors, the conversion adjustments prepared by the Parent's management and the procedures performed by us as stated in paragraph above.

For **Saxena & Saxena**
Chartered Accountants
(Firm Regn. No.006103N)



CA. Dilip Kumar
(Partner)
M. No. 82118

UDIN: 21082118AAAAQL7998
Place: - New Delhi
Date: - July 28, 2021

Annexure to Auditor's Review Report

List of Subsidiaries:

1. Service Master Clean Limited
2. Tech SIS Limited
3. Terminix SIS India Private Limited
4. SIS Business Support Services and Solutions Private Limited
5. Dusters Total Solutions Services Private Limited
6. SISCO Security Services Private Limited
7. SLV Security Services Private Limited
8. Rare Hospitality and Services Private Limited
9. Uniq Security Solutions Private Limited (formerly known as Uniq Detective and Security Services Private Limited)
10. Uniq Detective and Security Services (Tamilnadu) Private Limited
11. Uniq Detective and Security Services (AP) Private Limited
12. Uniq Facility Services Private Limited
13. SIS Alarm Monitoring and Response Services Private Limited (formerly known as SIS Prosegur Alarm Monitoring and Response Services Private Limited)
14. ADIS Enterprises Private Limited
15. ONE SIS Solutions Private Limited
16. SIS International Holdings Limited
17. SIS Asia Pacific Holdings Limited
18. SIS Australia Holdings Pty Ltd
19. SIS Australia Group Pty Ltd
20. SIS Group International Holdings Pty Ltd
21. MSS Strategic Medical and Rescue Pty Ltd
22. SIS MSS Security Holdings Pty Ltd
23. MSS Security Pty Ltd
24. Australian Security Connections Pty Ltd
25. SX Protective Holdings Pty Ltd (formerly known as Andwills Pty. Limited)
26. Southern Cross Protection Pty Ltd
27. Askara Pty Ltd
28. Charter Security Protective Services Pty Ltd
29. Charter Security (NZ) Pty Limited
30. MSS AJG Pty Ltd
31. Platform 4 Group Ltd
32. SIS Henderson Holdings Pte Ltd
33. Henderson Security Services Pte Ltd
34. Henderson Technologies Pte Ltd
35. Triton Security Services Ltd
36. The Alarm Centre Limited

List of associates/Jointly controlled entities

1. SIS Cash Services Private Limited
2. SIS Prosegur Holdings Private Limited
3. SIS Prosegur Cash Logistics Private Limited
4. Habitat Security Pty Ltd.

SIS Limited Registered office : Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna - 800010 CIN: L75230BR1985PLC002083 Statement of consolidated financial results for the quarter ended June 30, 2021					
SI No .	Particulars	(Rupees in million except per share data)			
		Quarter ended			Year ended
		June 30, 2021 (Unaudited)	March 31, 2021 (Audited)	June 30, 2020 (Unaudited)	March 31, 2021 (Audited)
1	Income				
	a) Revenue from operations	23,792.91	24,452.05	21,667.34	91,273.04
	b) Other income	104.02	645.67	97.58	1,198.60
	c) Other gain / (loss)	11.43	2,852.38	133.22	3,579.34
	Total Income (a + b + c)	23,908.36	27,950.10	21,898.14	96,050.98
2	Expenses				
	a) Cost of materials consumed	80.65	112.59	62.16	314.56
	b) Purchases of stock-in-trade	75.66	67.99	110.56	456.32
	c) Changes in inventories of stock-in-trade	-21.41	-0.40	-18.90	29.66
	d) Employee benefits expense	18,530.73	18,900.29	16,886.21	70,564.79
	e) Finance costs	245.60	281.50	372.71	1,272.50
	f) Depreciation and amortization expenses	269.83	285.20	285.35	1,130.30
	g) Other expenses	3,913.87	4,138.14	3,418.47	14,699.91
	Total expenses (a + b + c + d + e + f + g)	23,094.93	23,785.31	21,116.56	88,468.04
3	Profit / (loss) before tax and exceptional items (1-2)	813.43	4,164.79	781.58	7,582.94
4	Share of profit / (loss) of associates / joint ventures	-6.35	6.85	-2.87	5.46
5	Profit before / (loss) exceptional items and tax (3+4)	807.08	4,171.64	778.71	7,588.40
6	Exceptional items	-	2,762.46	-	2,762.46
7	Profit / (loss) before tax (5-6)	807.08	1,409.18	778.71	4,825.94
8	Tax expense / (credit)				
	Current tax	356.66	340.86	238.42	1,060.37
	Deferred tax	-144.57	45.99	-38.43	93.47
	Total tax expense / (credit)	212.09	386.85	199.99	1,153.84
9	Profit for the period (7-8)	594.99	1,022.33	578.72	3,672.10
10	Other comprehensive income				
	Items that will be reclassified to profit or loss:				
	a) Foreign exchange gain / (loss) on monetary items included in net Investment in a foreign operations	21.08	-87.81	452.89	757.43
	b) Income tax relating to these items	-	-	-	-
	Items that will not be reclassified to profit or loss:				
	a) Remeasurement of defined benefits plan	12.39	83.12	4.87	-2.95
	b) Income tax relating to these items	-3.12	-20.93	-1.22	0.74
	Other comprehensive income / (loss) for the period (net of taxes)	30.35	-25.62	456.54	755.22
11	Total comprehensive income / (loss) for the period (9+10)	625.34	996.71	1,035.26	4,427.32
12	Non-controlling interests	2.85	-0.33	7.69	17.71
13	Total comprehensive income / (loss) attributable to owners (11-12)	622.49	997.04	1,027.57	4,409.61
14	Paid-up equity share capital (face value of Rs. 5 per share)	733.64	741.51	733.25	741.51
15	Reserves i.e. Other equity	16,999.57	17,566.12	14,184.82	17,566.12
16	Earnings Per Share (EPS) (of Rs.5/- each)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)
	(a) Basic (Rs.)	4.00	6.91	3.89	24.85
	(b) Diluted (Rs.)	3.95	6.88	3.83	24.73

Please see the accompanying notes to the financial results

Notes to the consolidated financial results:

1. The Statement of consolidated financial results (“the Statement”) of SIS Limited (formerly known as ‘Security and Intelligence Services (India) Limited’) (the “Parent” or “Company”) including its subsidiaries (collectively known as the “Group”), its associates and its jointly controlled entities for the quarter ended June 30, 2021 have been reviewed by the Audit Committee and, thereafter, approved by the Board of Directors at its meeting held on July 28, 2021.
2. The consolidated results have been prepared in accordance with the principles and procedures of Indian Accounting Standards (“Ind AS”) as notified under the Companies (Indian Accounting Standards) Rules, 2015 as prescribed in Section 133 of the Companies Act, 2013 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 and other recognized accounting practices and policies.
3. During the quarter ended June 30, 2021, a subsidiary of the Group acquired all of the remaining shareholding and voting rights of 40% in SIS Henderson Holdings Pte Ltd., Singapore, an indirect subsidiary of the Parent, for an aggregate consideration of INR 1,260.8 million (AUD 22.25 million), which resulted in SIS Henderson Holdings Pte Ltd. and its subsidiaries becoming wholly owned subsidiaries of the Parent.
4. During the quarter ended June 30, 2021, the Parent acquired the entire remaining shareholding of 49% in Uniq Security Solutions Private Limited (‘UNIQ’), a subsidiary of the Parent, for an aggregate consideration of INR 510 million which resulted in UNIQ and its subsidiaries becoming wholly owned subsidiaries of the Parent.
5. Pursuant to the approval of the Board of Directors of the Parent, at its meeting held on February 15, 2021, and the shareholders, by way of a special resolution through postal ballot, on March 20, 2021, 1,818,181 equity shares of face value of INR 5 each of the Parent were offered for buyback by the Parent to all eligible shareholders of the Parent, through the tender offer process, for an aggregate amount not exceeding 1,000 million, being 1.24% of the total paid up equity share capital of the Parent as on March 31, 2020, at INR 550 per equity share, per the provisions of the Security and Exchange Board of India (Buy-back of Securities) Regulations 2018, as amended and the Companies Act, as amended. The said buyback through the tender offer process was completed on June 21, 2021. The Parent has funded the buyback from its free reserves as required under the said regulations. As a result of the buyback, 1,818,181 equity shares of face value of INR 5 each of the Parent were extinguished by appropriating a sum of INR 990.91 million from the securities premium and an amount of INR 9.09 million, being a sum equal to the nominal value of the Equity Shares bought back through the Buyback have been transferred to the capital redemption reserve account.
6. During the quarter ended June 30, 2021, Parent has repaid 1,500 Secured Rated Listed Redeemable Non-Convertible Debentures (“the Debentures”) of face value of INR 1.00 million each, aggregating to INR 1,500 million along with interest due thereon, which was issued on April 13, 2018, on a private placement basis and were redeemable at par after 3 years from the date of allotment. The Debentures were secured by way of security created over the Parent’s shareholding in a subsidiary company.
7. During the quarter ended June 30, 2021, upon exercise of vested stock options by the eligible employees, the Parent has allotted 243,910 equity shares of INR 5 each. Consequent to the said allotment and buyback as mentioned above in note 5, the paid-up equity share capital of the Parent stands increased to INR 733,637,435 divided into 146,727,487 equity shares of INR 5 each.
8. The Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of financial and non-financial assets. The Group has assessed the carrying amounts based on subsequent events and the state of the business operations during the period of the pandemic and related information including economic forecasts. As a result of this assessment, and based on the current estimates, the Group expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Group’s financial statements may differ from that estimated as at date of approval of these financial results and the Group will continue to closely monitor any material changes to future economic conditions.

For and on behalf of the Board of Directors of
SIS Limited

Rituraj Kishore Sinha
Managing Director



Place: New Delhi
Date: July 28, 2021

SIS Limited Registered office : Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna – 800010 CIN: L75230BR1985PLC002083 Consolidated segment-wise Revenue, Results, Assets and Liabilities for the quarter ended June 30, 2021				
Particulars	(Rupees in millions)			
	Quarter ended			Year ended
	June 30, 2021	March 31, 2021	June 30, 2020	March 31, 2021
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Segment revenue				
Security services - India	8,805.52	9,012.66	8,580.58	34,879.28
Security services – International	12,007.47	12,529.82	10,199.12	45,303.47
Facilities management	3,050.15	2,957.47	2,927.50	11,272.58
Less: Inter- segment elimination	-70.23	-47.90	-39.86	-182.29
Total revenue from operations	23,792.91	24,452.05	21,667.34	91,273.04
Segment EBITDA				
Security services – India	441.42	441.80	461.68	1,899.51
Security services – International	640.77	732.89	599.91	2,919.08
Facilities management	131.22	57.07	150.16	390.43
Less: Inter- segment elimination	-	1.68	-2.91	-1.22
Total EBITDA	1,213.41	1,233.44	1,208.84	5,207.80
Share of net profit / (loss) from associates	-6.35	6.85	-2.87	5.46
Other income and gains	112.18	653.79	-6.16	1,071.32
Other gains / (losses) and effect of entries resulting from consolidation and business combination accounting	-27.19	2,779.68	118.95	3,364.97
Finance costs	-245.60	-247.43	-303.89	-1,070.53
Depreciation	-239.37	-254.69	-236.16	-990.62
Unallocated corporate expenses	-	-	-	-
Exceptional items	-	-2,762.46	-	-2,762.46
Total profit before tax	807.08	1,409.18	778.71	4,825.94
Particulars	As at	As at	As at	As at
	June 30, 2021	March 31, 2021	June 30, 2020	March 31, 2021
Segment assets	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Security services – India	19,793.77	21,874.45	20,527.19	21,874.45
Security services – International	22,801.36	23,178.49	23,890.47	23,178.49
Facilities management	5,573.55	5,345.29	5,652.48	5,345.29
Unallocated	-	-	-	-
Total	48,168.68	50,398.23	50,070.14	50,398.23
Segment liabilities				
Security services – India	11,889.96	13,442.50	12,580.04	13,442.50
Security services – International	15,396.32	15,680.66	19,345.82	15,680.66
Facilities management	3,125.63	2,946.71	3,215.51	2,946.71
Unallocated	-	-	-	-
Total	30,411.91	32,069.87	35,141.37	32,069.87

The Group is currently focused on three business groups, viz., Security Services (India), Security Services (International) and Facility Management. The Group's organizational structure and governance processes are designed to support effective management of multiple businesses while retaining focus on each one of them. The Operating Segments have been reported in a manner consistent with the internal reporting provided to the Group Management Committee, which is the Chief Operating Decision Maker.

The business groups comprise the following:

- Security Services (India) – Guarding, Electronic security and home alarm monitoring and response services
- Security Services (International) – Guarding, Mobile patrols, Emergency medical response and rescue, Loss prevention and allied services
- Facilities Management – Housekeeping, Cleaning, Facility operation & management and Pest control services

For and on behalf of the Board of Directors of
SIS Limited

Rituraj Kishore Sinha
Managing Director



Place: New Delhi
Date: July 28, 2021