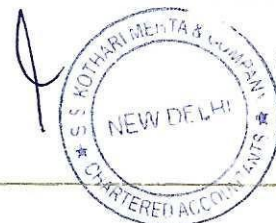


Independent Auditor's limited review report on unaudited standalone financial results of SIS Limited for the quarter and year to date ended December 31, 2022 under Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**To the Board of Directors of
SIS Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of SIS Limited ('the Company') for the quarter and year to date ended December 31, 2022 ('the Statement'), attached herewith, being prepared and submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations') which has been initialed by us for identification purpose.
2. The Statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors of the Company, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards 34, "Interim Financial Reporting" (Ind AS), prescribed under Section 133 of the Companies Act, 2013 ("the Act") as amended read with relevant rules 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 Engagement (SRE) 2410, 'Review of Interim Financial Information performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India ("the ICAI"). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are 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 all material respects in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') prescribed under Section 133 the Act as amended, read with relevant rules issued thereunder and other recognized accounting principles generally accepted in India, has not disclosed the information required to be disclosed in in accordance with the requirements of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The unaudited financial results for the quarter and year to date ended December 31, 2021 included in the statement are based on the previously issued financial results of the Company, prepared in accordance with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act 2013 read with relevant rules issued there under, which were reviewed by predecessor auditor, whose report dated February 3, 2022, expressed an unmodified opinion on those unaudited financial results.

SIS Limited | Limited Review – Q3 FY 22-23



Page 1 | 2

**S S KOTHARI MEHTA
& COMPANY**
CHARTERED ACCOUNTANTS

The audited financial results for the year ended March 2022 included in the statement were audited by predecessor auditor whose report dated May 4, 2022 expressed an unmodified opinion.

Our Conclusion on the statement is not modified in respect of this matter.

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. – 000756N

Naveen

Naveen Aggarwal
Partner

Membership No. – 094380

UDIN No. - 23094380 34UMWA9663



Place: Delhi

Date: February 2, 2023

SIS Limited

Registered office : Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna - 800010
CIN: L75230BR1985PLC002083

Statement of standalone financial results for the quarter and nine months ended December 31, 2022

| Sl. No. | Particulars | (Figures in INR million except per share data) | | | | | |
|---------|--------------------------------------------------------------------------|------------------------------------------------|--------------------|-------------------|-------------------|-------------------|------------------|
| | | Quarter ended | | | Nine months ended | | Year ended |
| | | December 31, 2022 | September 30, 2022 | December 31, 2021 | December 31, 2022 | December 31, 2021 | March 31, 2022 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| | Income | | | | | | |
| 1 | a) Revenue from operations | 10,405.63 | 9,864.98 | 8,516.52 | 29,373.88 | 24,232.42 | 33,178.47 |
| | b) Other income | 548.23 | 29.56 | 26.54 | 608.82 | 587.79 | 631.22 |
| | c) Other gain / (loss) | 1.26 | -1.62 | -0.13 | 0.47 | 2.35 | 2.95 |
| | Total income (a + b + c) | 10,955.12 | 9,892.92 | 8,542.93 | 29,983.17 | 24,822.56 | 33,812.64 |
| | Expenses | | | | | | |
| 2 | a) Purchases of inventory | 104.27 | 96.04 | 64.90 | 287.80 | 276.57 | 394.86 |
| | b) Change in inventory | -12.47 | -4.05 | -1.56 | -8.76 | -12.29 | 34.85 |
| | c) Employee benefits expense | 9,217.75 | 8,763.85 | 7,676.00 | 26,166.39 | 21,761.40 | 29,804.80 |
| | d) Finance costs | 183.35 | 160.82 | 139.16 | 485.10 | 420.08 | 560.80 |
| | e) Depreciation and amortization expense | 133.38 | 145.01 | 93.35 | 390.77 | 269.99 | 378.60 |
| | f) Other expenses | 576.34 | 560.15 | 391.58 | 1,589.74 | 1,086.23 | 1,483.21 |
| | Total expenses (a + b + c + d + e + f) | 10,202.62 | 9,721.82 | 8,363.43 | 28,911.04 | 23,801.98 | 32,657.12 |
| 3 | Profit / (loss) before exceptional items and tax (1-2) | 752.50 | 171.10 | 179.50 | 1,072.13 | 1,020.58 | 1,155.52 |
| 4 | Exceptional items | - | - | - | - | - | - |
| 5 | Profit / (loss) before tax (3-4) | 752.50 | 171.10 | 179.50 | 1,072.13 | 1,020.58 | 1,155.52 |
| 6 | Tax expense / (credit) | | | | | | |
| | Current tax | 11.77 | 4.59 | -22.41 | 16.36 | 90.79 | 32.11 |
| | Deferred tax | -383.02 | -33.07 | -77.88 | -521.03 | -141.74 | -215.60 |
| | Total tax expense / (credit) | -371.25 | -28.48 | -100.29 | -504.67 | -50.95 | -183.49 |
| 7 | Profit / (loss) for the period (5-6) | 1,123.75 | 199.58 | 279.79 | 1,576.80 | 1,071.53 | 1,339.01 |
| 8 | Other comprehensive income / (loss) | | | | | | |
| | Items that will not be reclassified to profit or loss | | | | | | |
| | a) Re-measurement of defined benefits plan | - | 10.43 | 16.13 | 64.32 | 17.47 | -80.63 |
| | b) Income tax relating to these items | - | -2.63 | -4.06 | -16.19 | -4.40 | 20.29 |
| | Other comprehensive income / (loss) for the period (net of taxes) | - | 7.80 | 12.07 | 48.13 | 13.07 | -60.34 |
| 9 | Total comprehensive income / (loss) for the period (7+8) | 1,123.75 | 207.38 | 291.86 | 1,624.93 | 1,084.60 | 1,278.67 |
| 10 | Paid-up equity share capital (face value of INR 5/- per share) | 728.63 | 735.87 | 734.51 | 728.63 | 734.51 | 735.16 |
| 11 | Reserves i.e. Other equity | 8,556.90 | 8,201.14 | 7,384.30 | 8,556.90 | 7,384.30 | 7,625.28 |
| 12 | Earnings Per Share (EPS) (INR 5/- each) | (Not annualised) | (Not annualised) | (Not annualised) | (Not annualised) | (Not annualised) | (Annualised) |
| | (a) Basic (INR) | 7.68 | 1.36 | 1.90 | 10.74 | 7.28 | 9.10 |
| | (b) Diluted (INR) | 7.62 | 1.34 | 1.88 | 10.64 | 7.20 | 9.01 |

Please see the accompanying notes to the financial results



Additional disclosure as per Clause 52 (4) and 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

| Sl. No. | Particulars | Quarter ended | | | Nine months ended | | Year ended |
|---------|--------------------------------------------------------|-------------------|--------------------|-------------------|-------------------|-------------------|----------------|
| | | December 31, 2022 | September 30, 2022 | December 31, 2021 | December 31, 2022 | December 31, 2021 | March 31, 2022 |
| a) | Outstanding redeemable preference shares (INR Million) | Nil | Nil | Nil | Nil | Nil | Nil |
| b) | Debenture redemption reserve (INR Million) | Nil | Nil | Nil | Nil | Nil | Nil |
| c) | Capital redemption reserve (INR Million) | 16.36 | 9.09 | 9.09 | 16.36 | 9.09 | 9.09 |
| d) | Net worth (INR Million) | 8,955.39 | 8,648.23 | 7,918.54 | 8,955.39 | 7,918.54 | 8,125.94 |
| e) | Net profit after tax (INR Million) | 1,123.75 | 199.58 | 279.79 | 1,576.80 | 1,071.53 | 1,339.01 |
| f) | Basic earnings per share (INR) (of INR 5/- each) | 7.68 | 1.36 | 1.90 | 10.74 | 7.28 | 9.10 |
| g) | Debt-equity ratio (times) | 0.84 | 0.86 | 0.86 | 0.84 | 0.86 | 0.77 |
| h) | Debt service coverage ratio (times) * | 0.54# | 0.44# | 1.68 | 0.46# | 1.59 | 0.42# |
| i) | Interest service coverage ratio (times) * | 2.36 | 2.21 | 2.28 | 2.24 | 2.13 | 2.33 |
| j) | Current ratio (times) | 1.01 | 1.02 | 1.28 | 1.01 | 1.28 | 1.03 |
| k) | Long term debt to working capital (times) * | 1.39 | 1.35 | 1.28 | 1.39 | 1.28 | 1.31 |
| l) | Bad debts to account receivable ratio (%) * | - | - | - | - | - | - |
| m) | Current liability ratio (times) | 0.83 | 0.82 | 0.66 | 0.83 | 0.66 | 0.81 |
| n) | Total debts to total assets (times) | 0.33 | 0.34 | 0.35 | 0.33 | 0.35 | 0.32 |
| o) | Debtor's turnover (times) * | 6.64 | 7.20 | 7.33 | 6.70 | 6.92 | 6.96 |
| p) | Inventory turnover (times) * | 2.39 | 2.53 | 1.52 | 2.45 | 2.02 | 2.61 |
| q) | Operating margin (%) | 4.99% | 4.55% | 4.53% | 4.56% | 4.62% | 4.40% |
| r) | Net profit margin (%) | 10.80% | 2.02% | 3.29% | 5.37% | 4.42% | 4.04% |

Considering INR 1900 million for NCD payment as current maturity of long-term debts.

*Ratios for the quarters / nine month period have been annualised

The Secured Rated Listed Redeemable Non-Convertible Debentures ("the Debentures") of face value of INR 1.00 million each, aggregating to INR 1,900 million are secured by way of security created over a portion of the Company's shareholding in a subsidiary company.

Formulae for computation of above ratios are as follows

| Particulars | Details |
|------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) Net worth | As defined under section 2(57) of Companies Act, 2013 |
| b) Debt-equity ratio | Total debt/ Total Equity |
| c) Debt service coverage ratio | Profit before interest, tax and exceptional items/ (Interest expense + Current maturities of non-current borrowings) |
| d) Interest service coverage ratio | Profit before interest, tax and exceptional items/ Interest expense |
| e) Current ratio | Current assets/ Current liabilities |
| f) Long term debt to working capital | Non-current borrowings (including current maturities of non-current borrowings)/ (Current asset- Current liability (excluding current maturities of non-current borrowings)) |
| g) Bad debts to account receivable ratio | Bad debt writes off during the period / Average Trade Receivable |
| h) Current liability ratio | Current liability/ Total liability |
| i) Total debts to total assets | Total debt/ Total assets |
| j) Debtors turnover | Revenue/ Average trade receivable |
| k) Inventory turnover | Cost of goods sold/ Average inventory |
| l) Operating margin | Profit before depreciation, interest, tax, and exceptional item less other income/ Revenue |
| m) Net profit margin | Profit after tax/ Revenue |



Notes to the standalone financial results:

1. The Statement of unaudited standalone financial results ("the Statement") of the Company for the quarter and nine months ended December 31, 2022 has been reviewed by the Audit Committee and, thereafter, approved by the Board of Directors at its meeting held on February 02, 2023.
2. The Limited Review, as required under Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has been completed and the related Report does not have any impact on the 'Results and Notes' for the quarter and nine months ended December 31, 2022 which needs to be explained.
3. 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.
4. Pursuant to the approval of the Board of Directors of the Company, at its meeting held on June 29, 2022, and the shareholders, by way of a special resolution through postal ballot, on August 12, 2022, 1,454,545 equity shares of face value of INR 5 each of the Company were offered for buyback by the Company to all eligible shareholders, through the tender offer process, for an aggregate amount not exceeding 800 million, being 0.99% of the total paid up equity share capital of the Company as on March 31, 2022, at INR 550 per equity share, as 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 November 11, 2022. The Company has funded the buyback from its free reserves as required under the said regulations. As a result of the buyback, 1,454,545 equity shares of face value of INR 5 each were extinguished by appropriating a sum of INR 792.73 million from the securities premium and an amount of INR 7.27 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 December 31, 2022, upon exercise of vested stock options by the eligible employees, the Company has allotted 6,750 equity shares of INR 5 each. Consequent to the said allotments and buyback as mentioned in note 4 above, the paid-up equity share capital of the Company stands at INR 728,631,675 divided into 145,726,335 equity shares of INR 5 each.
6. During the quarter ended December 31, 2022, the Board has appointed Ms. Rivoli Sinha (DIN: 05124090) as an Additional Director (Non-Executive, Non-Independent) effective November 2, 2022, subject to the approval of the shareholders. Subsequent to the end of the quarter, the shareholders through postal ballot have approved the appointment of Ms. Rivoli Sinha as a Non-Executive Director of the Company.
7. In accordance with IND-AS 108, Operating segments, segment information has been provided in the unaudited consolidated financial results of the Group and, therefore, no separate disclosure on segment information is given in this standalone unaudited financial result.

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


Ravindra Kishore Sinha
Chairman

Place: New Delhi
Date: February 02, 2023

