INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Srei Infrastructure Finance Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone annual financial results of Srei Infrastructure Finance Limited ("the Company") for the year ended March 31, 2020 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Statement:

(i) is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards, and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company for the year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Statement under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the following matters in the notes to the Statement:

1. We draw attention to Note No. 2 to the Statement, which explains that the Company has accounted for the slump exchange transaction and consequently de-recognized the relevant assets, liabilities, income and expenses in its books of account, pursuant to the Business Transfer Agreement ('BTA') with its wholly-owned subsidiary, Srei Equipment Finance Limited, with effect from October 1, 2019, after receiving the approval of the shareholders, debenture trustees, few lenders, stock exchanges and in-principle approval from some of the domestic lenders including lead banks. The consent or otherwise, of other lenders is still awaited. In terms of the BTA, the Company was allotted 1,93,56,415 equity shares of ₹ 10/- each at a premium of ₹ 481/- per share as part of purchases consideration of ₹ 950 Crores and de-recognised financial assets of ₹ 12,521 Crores, non-financial assets of ₹ 844 Crores, financial liability of ₹ 12,361 Crores and non-financial liability of ₹ 30 Crores as on October 1, 2019. The Company has also taken expert legal and accounting opinions which confirms that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework and we have relied on the same.



Haribhakti & Co. LLP, Chartered Accountants Regn. No. AAC- 3768, a limited liability partnership registered in India (converted on 17th June, 2014 from firm Haribhakti & Co. FRN: 103523W) Registered office: 705, Leela Business Park, Andheri-Kurla Road, Andheri (E), Mumbai - 400 059, India. Tel:+91 22 6672 9999 Fax:+91 22 6672 9777 Other offices: Ahmedabad, Bengaluru, Chennai, Hyderabad, Kolkata, New Delhi, Pune. We draw attention to Note No. 4 to the Statement, which explains that the extent to which COVID

 19 pandemic will impact the Company's operations, investments in subsidiaries and financial
 results is dependent on future developments, which cannot be ascertained at this point of time.

Our opinion is not modified in respect of these matters.

Board of Directors' Responsibility for the Standalone Financial Results

This Statement has been prepared on the basis of the standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of this Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or
 error, design and perform audit procedures responsive to those risks, and obtain audit evidence that
 is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material
 misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve
 collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures
 that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible
 for expressing our opinion on whether the Company has adequate internal financial controls with
 reference to financial statements in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The Statement includes the results for the quarter ended March 31, 2020, being the balancing figure between audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Haribhakti & Co. LLP Chartered Accountants ICAI Firm Registration No. 103523W/W100048

Manoj Daga

Partner Membership No.048523 UDIN: 20048523AAAAAQ5511

Place: Mumbai Date: July 28, 2020



SREI INFRASTRUCTURE FINANCE LIMITED Regd Office: "Vishwakarma", 86C, Topsia Road (South), Kolkata - 700.046, Website: www.srei.com, Email for Investors: investor relations@isrei.com (CIN): 129219WB1985PI C055352 AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 315T MARCH, 2020

1			Quarter ended	1	Year e	(Rs. in Lakhs nded
	Particulars	31-Mar-20	31-Dec-19	31-Mar-19	31-Mar-20	31-Mar-19
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
	Revenue from Operations	(manea)	(contraction)	(manual)	(mudiced)	(Hadres)
	Interest Income	7	14	146	32	56
	Dividend Income		83	83	91	8
	Rental Income	355	355	595	1,436	1.71
	Fees and Commission Income	521	1,832	300	5,234	3,15
	Net gain on fair value changes	521	784	761	3,634	76
	Net gain on derecognition of financial instruments under fair value through profit or		2.01	101		70
	loss		409		2,128	1,68
	Others			106		10
(1)	Total Revenue from Operations	883	3,477	1,991	8,921	10
	Other Income	1,946	3,4//	1,991		8,06
(11)	Total Income (1+II)		2 404	1 002	2,525	1,13
(111)		2,829	3,481	1,992	11,446	9,20
	Expenses					
	Finance Costs	1,924	1,909	3,249	8,681	9,66
	Fees and Commission Expense	364	289	(82)	1,059	1,11
	Net loss on derecognition of financial instruments under amortised cost	1,211		-	1,211	
	Impairment on Financial Instruments (Net)	(1,570)	59	42	(217)	19
	Employee Benefits Expenses	75	300	87	586	37
	Depreciation, Amortisation and Impairment	194	197	76	800	314
	Administrative and Other Expenses	290	328	631	1.102	1,490
(IV)	Total Expenses (IV)	2,488	3,082	4,003	13,222	13,151
(V)	Profit / (Loss) Before Tax from continuing operations (III-IV)	341	399	(2,011)	(1,776)	(3,949
(VI)	Tax Expense of continuing operation:			1-12-14	11	1947.17
	(a) Current Tax					
	(b) Deferred Tax	127	(35)	(279)	(1,002)	(900)
VIII	Profit / (Loss) after tax from continuing operations (V-VI)	214	434	and the second se		and the second se
	Profit before Tax from discontinued operations	219	434	(1,732)	(774)	(3,049)
	Tax Expenses of discontinued operations;			2,226	3,769	16,210
10/	(a) Current Tax					
	(b) Deferred Tax	-	-			
222				(786)	1,639	3,694
NT)	Profit after Tax from discontinued operations (VIII-IX)			3,012	2,130	12,516
	Total Profit Before Tax for the period (V+VIII)	341	399	215	1,993	12,261
(11)	Total Tax for the period:					
	(a) Current Tax	-				
	(b) Deferred Tax	127	(35)	(1,065)	637	2,794
11)	Total Profit/ (Loss) after Tax for the period (XI-XII)	214	434	1,280	1,356	9,467
	Other Comprehensive Income/(Expense)					
	Items that will not be reclassified to Profit or Loss					
1	 Remeasurement Gains/ (Losses) on Defined Benefit Plan 	35	20	(9)	46	(35)
	Gains/ (Losses) on Equity Instruments through Other Comprehensive Income	(12,670)	(1,969)	(858)	(20,621)	(15,491)
1	- Tax related to above	2,817	454	807	4,778	3,854
1	Total Other Comprehensive Income/ (Expense) (XIV)	(9,818)	(1,495)	(60)	(15,797)	(12,672)
	Total Comprehensive Income/(Expense) for the period (XIII+XIV)	(9,604)	(1,061)	1,220	(14,441)	(3,205)
	Paid-up Equity Share Capital (Par Value Rs. 10/- per Equity Share)	50,309	50,309	50,324	50,309	50,324
	Other Equity excluding Revaluation Reserves				233,958	248,384
t						
	Earnings per Equity share for continuing operations (Basic and Diluted) (in Rs.) (*Not annualised) (Par Value Rs. 10/- per Equity Share)	*0.04	*0.09	*(0.34)	(0.15)	(0.61)
	Earnings per Equity share for discontinued operations (Basic and Diluted) (in Rs.) (*Not annualised) (Par Value Rs. 10/- per Equity Share)	-	-	*0.60	0.42	2.49
1	Earnings per Equity share for continuing and discontinued operations (Basic and Diluted) (in Rs.) ("Not annualised) (Par Value Rs. 10/- per Equity Share)	*0.04	*0.09	*0.25	0.27	1.88

BALANCE SHEET

(Rs. in Lakhs)

		As at	As at
Particulars		31-Mar-20 (Audited)	31-Mar-19 (Audited)
ASSETS			
1. Financial Assets		1,078	0.10
(a) Cash and Cash Equivalents		303	9,100
(b) Bank Balance other than (a) above		505	11,80
(c) Derivative Financial Instruments			2,52
(d) Receivables		3,280	16.05
(i) Trade Receivables		2,389	16,957
(ii) Other Receivables			953,720
(e) Loans		355,301	418,208
(f) Investments		137	45,962
(g) Other Financial Assets		359,208	1,458,277
2. Non-Financial Assets		14,454	13,749
(a) Current Tax Assets (Net)		14,411	1,731
(b) Deferred Tax Assets (Net)		9,865	49,900
(c) Property, Plant and Equipment		2,160	45,500
(d) Right-of-use Assets		2,100	489
(e) Capital Work-in-Progress		6	34
(f) Other Intangible Assets		369	33,614
(g) Other Non-Financial Assets	1	26,854	99,517
C. T.		386,062	1,557,794
TOTAL ASSETS		388,002	10011104
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S MONDAI M			

		(Rs. in Lakhs
Particulars	As at 31-Mar-20 (Audited)	As at 31-Mar-19 (Audited)
LIABILITIES AND EQUITY		
LIABILITIES		
1. Financial Liabilities		
(a) Derivative Financial Instruments		42
(b) Payables		
(I) Trade Payables		
(i) Total outstanding dues of micro enterprises and small enterprises		
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	337	1,320
(c) Debt Securities		167,109
(d) Borrowings (Other than Debt Securities)	45,351	937,228
(e) Subordinated Liabilities	36,075	144,239
(f) Lease Liabilities	2,271	
(q) Other Financial Liabilities	1,324	3,917
	85,358	1,254,236
2. Non-Financial Liabilities		
(a) Provisions	142	606
(b) Deferred Tax Liabilities (Net)	15,716	
(c) Other Non-Financial Liabilities	579	4,244
	16,437	4,850
3. Equity		
a) Equity Share Capital	50,309	50,324
b) Other Equity	233,958	248,384
	284,267	298,708
FOTAL LIABILITIES AND EQUITY	386,062	1,557,794

STATEMENT OF CASH FLOWS

		(Rs. in Lakh
	Year ended	Year ende
Particulars	31-Mar-20	31-Mar-1
	(Audited)	(Audited)
A. Cash Flows from Operating Activities		
Profit Before Tax from continuing operations	(1,776)	(3,94
Profit Before Tax from discontinued operations	3,769	16,21
Total Profit/ (Loss) Before Tax	1,993	12,26
Adjustments for :		
Net unrealised fair value (gain) / loss		(5,82
Net (gain) / loss on derecognition of Property, Plant and Equipment	(202)	3
Interest on Income Tax Refund	(541)	(1,11
Liabilities No Longer Required written back	(2,059)	(6
Impairment on Financial Instruments (Net)	8,202	16,5
Depreciation, Amortisation and Impairment	2,565	4,5
Operating profit before working capital changes	9,958	26,65
Changes in Working Capital		
Adjustments for :		
(Increase) / Decrease in Trade Receivables and Others Assets	(63,885)	67.06
(Increase) / Decrease in Loans Assets	(15,925)	128,98
Increase / (Decrease) in Trade Payables and Others Liabilities	3,728	(79,73)
Increase/ (Decrease) in Other Bank Balances	(7,975)	
Cash generated / (used) in operations	he have been here here here here here here here h	23,41
asin generateu / (useu) in operations	(74,099)	166,387
Direct Taxes Paid (net of refund)	(164)	40
let Cash (used in) / generated from Operating Activities	(74,263)	166,790
. Cash Flows from Investing Activities		
Purchase of Property, Plant and Equipment, and Intangible Assets	(75)	(362
Proceeds from Sale of Property, Plant and Equipment	202	6,36
(Increase) / Decrease in Investments (Other than Subsidiaries)	2.850	(23,310
(Increase) / Decrease of Investments in Subsidiaries	10	75
let Cash (used in) / generated from Investing Activities	2,987	(16,555
. Cash Flows from Financing Activities	1	(10/000
(Repayment of) / Proceeds from issuance of Debt securities (including subordinated debt securities) (Net)	(13,336)	(10.050
	73,476	(10,056
(Repayment of) / Proceeds from Working Capital facilities (Net)	5,483	(91,577
(Repayment of) / Proceeds from Other Borrowings (Net)		(64,608
Dividend Pard (including Corporate Dividend Tax)	(16) 65,607	(6,048
et Cash (used in) / generated from Financing Activities	03,007	(172,289
et Increase / (Decrease) in Cash and Cash Equivalents	(5,669)	(22,054
ash & Cash Equivalents at the beginning of the year	9,100	31,154
ash & Cash Equivalents transferred under stump exchange	(2,353)	
ash and Cash Equivalents at the end of the year	1,078	9,100
et Cash (used in) / generated from Operating Activities includes:		
terest Received	27	562
terest Paid	6,952	9,542
vidend Received	91	84
		Rs. in Lakhs)
	As at	As at
omponents of Cash and Cash Equivalents:	31-Mar-20	31-Mar-19

 As at
 As at

 Components of Cash and Cash Equivalents:
 31-Mar-20
 31-Mar-19

 Cash and Cash Equivalents at the end of the year
 (Audited)
 (Audited)

 (a) Cash on hand
 1

 (b) Balances with Banks - in Current Account
 1,077
 9,100

 1,077
 9,100

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Notes:

 The above results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on 28th July, 2020. The Statutory Auditors of the Company has audited the said results for the quarter and year ended 31st March, 2020.

The Board of Directors of the Company and its wholly-owned subsidiary, Srei Equipment Finance Limited ("SEFL") at their respective meetings held on July 4, 2019 approved the transfer of Lending Business, Interest Earning Business & Lease Business of the Company together with associated employees, assets & liabilities (including liabilities towards issued & outstanding non - convertible debentures) (the "Transferred Undertaking"), as a going concern by way of slump exchange to SEFL through a Business Transfer Agreement ("BTA"), in exchange of fully paid up equily shares to be issued and allotted by SEFL, subject to all necessary approvals.

Pursuant to this, the Company signed BTA on August 16, 2019 and an amendment to the, aforesaid, BTA on November 14, 2019 with SEFL, pursuant to which it has entered into various assignment agreements, in connection with the Transferred Undertaking, with SEFL to give effect of the slump exchange and accordingly the Company and SEFL has passed the relevant accounting entries in their respective books of account effective October 1, 2019, after receiving the approval of the shareholders, debenture trustees, few lenders, stock exchanges and in-principle approval from some of the domestic lenders including lead banks. One of debenture holders of SEFL holding debentures amounting to Rs. 75 crores has objected to the slump exchange. The consent, or otherwise, of other lenders is still awaited. Pending the approvals as stated above, the Company had accounted for the slump exchange Transaction on October 1, 2019, as stated above. The Company has obtained expert legal and accounting pinions in relation to the accounting of the Slump Exchange Transaction which confirms that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and frame work.

 The Statutory Auditor's had given a modified limited review report on the unaudited standalone financial results for the quarter and period ended December 31, 2019 in respect of accounting entry passed by the Company to effect the slump exchange transaction.

In view of the fact stated in note No 2 above, the Statutory Auditor's have dropped the modification in their audit report for the year ended. March 31, 2020 and has given an 'Emphasis of Matter' in this regards.

- 4. The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant impact and volatility in global and Indian financial markets and slowdown in economic activities. On March 24, 2020, the Indian Government announced a strict 21-day lock-down, which has been extended from time to time and which is still continued to be extended with or without relaxations across the country based on severity of the spread at local levels. The impact of COVID-19 pandemic will be long lasting on the business of the Company, the investments in subsidiaries, and the operations and business of its Subsidiaries & depend on the future developments, which are unascertainable at this point of time.
- 5. The Company has adopted Ind AS 116 "Leases" effective from 1st April, 2019 which resulted in recognition of Right-of-use Assets and Lease Liability each amounting to Rs.2,729 lakhs as at 1st April, 2019. Accordingly, the comparative figures have not been retrospectively restated or adjusted. During the current year, the nature of expenses in respect of operating leases, where the Company is lessee, has changed from lease rent in previous periods to depreciation cost for the Right-of-use Assets and finance cost for interest accrued on Lease Liability. Due to the adoption of Ind AS 116, the profit for the quarter and the year ended 31st March, 2020 has decreased by Rs. 23 lakhs and Rs.110 lakhs respectively.
- The business of the Company falls within a single primary segment viz., 'Financial Services' and hence, the disclosure requirement of Ind AS 108 "Operating Segments" is not applicable.
- Figures for the quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the relevant financial year.
- Figures pertaining to the previous period have been rearranged/ regrouped, wherever considered necessary, to make them comparable with those of the current period.

For and on behalf of the Board of Directors

Place: Kolkata Date: 28th July, 2020



Chairman DIN: 00193015

HARIBHAKTI & CO. LLP Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Srei Infrastructure Finance Limited

Report on the Audit of the Consolidated Financial Results

Opinion

We have audited the accompanying consolidated annual financial results of Srei Infrastructure Finance Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associate and trust for the year ended March 31, 2020 ("the Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements and other financial information of the subsidiaries, associate and trust, the aforesaid Statement:

Sr. No.	Name of the Entity	Relationship
1	Srei Capital Markets Limited	Subsidiary
2	Trinity Alternative Investment Managers Limited (Formerly Srei Alternative Investment Managers Limited)	Subsidiary
3	Controlla Electrotech Private Limited	Subsidiary
4	Srei Mutual Fund Asset Management Private Limited	Subsidiary
5	Srei Mutual Fund Trust Private Limited	Subsidiary
6	Srei Insurance Broking Private Limited	Subsidiary
7	Bengal Srei Infrastructure Development Limited	Subsidiary
8	Srei Finance Limited (Formerly Srei Asset Finance Limited)	Subsidiary
9	Srei Equipment Finance Limited	Subsidiary
10	Hyderabad Information Technology Venture Enterprises Limited	Step-down Subsidiary
11	Cyberabad Trustee Company Private Limited	Step-down Subsidiary
12	E-Village Kendra Limited (ceased to be associate w.e.f. January 1, 2020)	Associate
13	IIS International Infrastructure Services GmbH, Germany	Associate
14	Srei Mutual Fund Trust	Trust

(i) includes the annual financial results of the following entities:



Harlbhakti & Co. LLP, Chartered Accountants Regn. No. AAC- 3768, a limited liability partnership registered in India (converted on 17th June, 2014 from firm Harlbhakti & Co. FRN: 103523W)

Registered office: 705, Leela Business Park, Andheri-Kurla Road, Andheri (E), Mumbai - 400 059, India. Tel:+91 22 6672 9999 Fax:+91 22 6672 9777 Other offices: Ahmedabad, Bengaluru, Chennai, Hyderabad, Kolkata, New Delhi, Pune. (ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive income and other financial information of the Group, its associate and trust for the year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, its associate and trust in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Statement under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the following matters in the notes to the Statement:

- 1) We draw attention to Note No. 2 to the Statement, which explains that the Holding Company has accounted for the slump exchange transaction and consequently de- recognized the relevant assets, liabilities, income and expenses in its books of account, pursuant to the Business Transfer Agreement ('BTA') with its wholly-owned subsidiary, Srei Equipment Finance Limited, with effect from 1st October, 2019, after receiving the approval of the shareholders, debenture trustees, few lenders, stock exchanges and in-principle approval from some of the domestic lenders including lead banks. The consent or otherwise, of other lenders is still awaited. In terms of the BTA, the Holding Company was allotted 1,93,56,415 equity shares of ₹ 10/- each at a premium of ₹ 481/- per share as part of purchases consideration of ₹ 950 Crores and has de-recognised financial assets of ₹ 12,521 Crores, non-financial assets of ₹ 844 Crores, financial liability of ₹ 12,361 Crores and non-financial liability of ₹ 30 Crores as on October 1, 2019. The Holding Company has also taken expert legal and accounting opinions which confirms that the accounting treatment so given is in accordance with the relevant Ind AS and the underlying guidance and framework and we have relied on the same.
- We draw attention to Note No. 4 to the Statement, which explains that the extent to which COVID
 -19 pandemic will impact the Company's operations, investments in subsidiaries and financial
 results is dependent on future developments, which cannot be ascertained at this point of time.
- We draw attention to Note No.5 to the Statement, which has been emphasized by the auditors' of the subsidiary company by stating the following in their audit report:-"Note No. 6 to the Statement which states that the Company has applied for moratorium on borrowings

in accordance with COVID-19 Regulatory Package announced by RBI and the approval for the same is



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under process with a few lenders. In view of this, such deferment of dues has not been considered as default by the Company."

Our opinion is not modified in respect of these matters.

Board of Directors' Responsibility for the Consolidated Financial Results

This Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of this Statement that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group including its associate and trust in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associate and the trustees of the trust are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act/other relevant regulations applicable for safeguarding of the assets of the Group and its associate and trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group and of its associate and trustees of the trust are responsible for assessing the ability of the Group and its associate and trust to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate and trustees of the trust are responsible for overseeing the financial reporting process of the Group and of its associate and trust.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



Harlbhakti & Co. LLP, Chartered Accountants Regn. No. AAC- 3768, a limited llability partnership registered in India (converted on 17th June, 2014 from firm Harlbhakti & Co. FRN: 103523W) Registered office: 705, Leela Business Park, Andheri-Kurla Road, Andheri (E), Mumbai - 400 059, India. Tel:+91 22 6672 9999 Faxt+91 22 6672 9777 Other offices: Ahmedabad, Bongaluru, Chennai, Hyderabad, Kolkata, New Delhi, Pune.

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that
 are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for
 expressing our opinion on whether the Holding Company has adequate internal financial controls with
 reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting
 and, based on the audit evidence obtained, whether a material uncertainty exists related to events or
 conditions that may cast significant doubt on the ability of the Group and its associate and trust to
 continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw
 attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are
 inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the
 date of our auditor's report. However, future events or conditions may cause the Group and its associate
 and trust to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the
 entities within the Group and its associate and trust to express an opinion on the Statement. We are
 responsible for the direction, supervision and performance of the audit of financial information of such
 entities included in the Statement of which we are the independent auditors. For the other entities
 included in the Statement, which have been audited by other auditors, such other auditors remain
 responsible for the direction, supervision and performance of the audits carried out by them. We remain
 solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.



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HARIBHAKTI & CO. LLP Chartered Accountants

Other Matters

a) The Statement includes the audited financial results of 10 subsidiaries whose financial statements reflect Group's share of total assets of ₹6,784 lakhs as at March 31, 2020, Group's share of total revenues of ₹ 854 lakhs and ₹ 2,288 lakhs and Group's share of total net profit after tax of ₹ 85 lakhs and ₹ 74 lakhs for the quarter and year ended March 31, 2020 respectively and net cash inflows amounting to ₹ 85 lakhs for the year ended March 31, 2020, as considered in the Statement, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements of these entities have been furnished to us by the management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the reports of the such auditors and the procedures performed by us are as stated in section above.

The Statement includes amount in respect of a subsidiary whose Ind AS financial statements reflects Group's share of total assets of ₹ 37,03,874 lakhs as at March 31, 2020, Group's share of total revenues of ₹ 1,60,203 lakhs and ₹ 5,07,943 lakhs and Group's share of total net profit/(loss) after tax of ₹ (8,395) lakhs and ₹ 5,591 lakhs for the quarter and year ended March 31, 2020 respectively and net cash inflows amounting to ₹ 14,328 lakhs for the year ended March 31, 2020. This Ind AS financial statements have been audited by us along with other auditor, L.B. Jha & Co., as joint auditors and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of section 143(3) of the Act, insofar as it relates to the aforesaid subsidiary, is based solely on the report of the joint auditors.

b) The Statement include the unaudited financial statement of 1 trust whose financial results reflect Group's share of total assets of ₹ 1 lakh as at March 31, 2020, Group's share of total revenues of ₹ Nil and ₹ Nil and Group's share of total net profit after tax of ₹ Nil and ₹ Nil for the quarter and year ended March 31, 2020 respectively and net cash inflows amounting to ₹ Nil lakhs for the year ended March 31, 2020, as considered in the Statement. The Statement also includes Group's share of net profit of ₹ Nil and ₹ Nil for the quarter and year ended March 31, 2020 respectively, as considered in the Statement, in respect of 1 associate whose financial statements have not been audited by us. These unaudited financial statements have been furnished to us by the Board of Directors and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these associate and trust is based solely on such unaudited financial statements/financial results. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial statements/financial results are not material to the Group.

The financial statements of a foreign associate company of the Company has been prepared as per IFRS, generally followed in the country of incorporation of the foreign associate company. As explained by the Management in Note No.7 of the Statement, since there are no material differences between such financial statements as per IFRS and as per Ind AS, no adjustments have been considered necessary and it has been relied upon by us.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial results/ financial information certified by the board of Directors.



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HARIBHAKTI & CO. LLP

Chartered Accountants

The Statement includes the results for the quarter ended March 31, 2020, being the balancing figure between audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048

JAKTI& Manoi Daga MUMBAI Partner Membership No.048523 UDIN: 20048523AAAAAR5066

Place: Mumbai Date: July 28, 2020

Haribhakti & Co. LLP, Chartered Accountants Regn. No. AAC- 3768, a limited liability partnership registered in India (converted on 17th June, 2014 from firm Haribhakti & Co. FRN: 103523W)

SREI INFRASTRUCTURE FINANCE LIMITED Regd Office: 'Vishwakarma', 86C, Topsia Road (South), Kolkata - 200 046, Website: www.srei.com, Email for Investors: investor relations@srei.com (CIN) 1.29219WB1985PLC055352 AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 315T MARCH, 2020

		Quarter ended Year en				
	Particulars	31-Mar-20 (Audited)	31-Dec-19 (Unaudited)	31-Mar-19 (Audited)	31-Mar-20 (Audited)	31-Mar-19 (Audited)
	Revenue from Operations			100.000	206 022	421.200
	Interest Income	107,502	91,902	120,803	386,823	421,368 85
	Dividend Income		83	33,109	91	
	Rental Income	27,870	27,342	2,895	120,710	127,989
	Fees and Commission Income	1,681	4,083		11,579	11,621
	Net gain on fair value changes	13,727	6,561	(3,025)	37,119 30,370	9,274
	Net gain on derecognition of financial instruments	9,049	12,778	6,402	18,049	7,638
	Net gain on derecognition of financial instruments under fair value through profit or loss		403	0,402	10,047	1,081
	Sale of Traded Goods			10.059		30,519
	Sale of Services	3,241	2,408	519	6,741	17,055
	Others	163,070	145,566	172,692	611,482	654,974
(1)	Total Revenue from Operations	(6,983)	(4,768)	3,985	(14,038)	(3,287
(11)	Other Income	156,087	140,798	176,677	597,444	651,687
(111)	Total Income (1+11)	130,007	1-10/1 70		5777.1	002/00/
	Expenses	97,446	90,846	94,674	378,947	358,697
	Finance Costs	97,446	1,017	359	3,451	3.98
	Fees and Commission Expense	8,144	5,125	4,482	28,597	14,93
	Net loss on derecognition of financial instruments under amortised cost	27,550	3,160	26,544	41,235	47.36
	Impairment on Financial Instruments (Net)	27,330	5,100	214	12,200	1.02
	Cost of Traded Goods			9,162		24,09
	Cost of Services	4,157	4,671	5,806	19,613	26,03
	Employee Benefits Expenses	18,455	19,765	20,675	78,502	81.51
	Depreciation, Amortisation and Impairment		5,111	7,583	22,096	27,78
	Administrative and Other Expenses	5, 47 4 5,894	1,914	709	12,054	1,54
	Loss / write-off on Repossessed Assets and Assets acquired in satisfaction of debt	and the second se	131,609	170,208	584,495	592,984
	Total Expenses (IV)	168,051	9,189	6,469	12,949	58,70
(V)	Profit before Exceptional Items & Tax (III-IV)	(11,964)	9,109	8,089	1,222	8,08
(VI)	Adjustment on disposal / cessation of Subsidiaries and Associate	1,222	9,189	14,558	14,171	66,78
	Profit/ (Loss) Before Tax (V+VI)	(10,742)	9,109	14/330	- 1/ - / -	00,70
V111)	Tax Expense:	14.270	(12,338)	(1,421)	4,347	15,15
	(a) Current Tax (b) Deferred Tax	14,370	15,527	1.487	949	2.92
TYN		(18,183) (6,929)	6,000	14,492	8.875	48.70
(X)	Profit/ (Loss) After Tax but before Loss of Associates (VII-VIII) Share of Profit/ (Loss) of Associates	(0,323)	0,000	(7)	0,070	(28
	Profit/ (Loss) After Tax (IX+X)	(6,929)	6,000	14,485	8,875	48,67
YIT	Other Comprehensive Income/(Expense)	(0,923)	0,000	14,403	0,010	10/01
~**/	Items that will not be reclassified to Profit or Loss					
	Remeasurement Gains/ (Losses) on Defined Benefit Plan	(45)	119	339	2	(29
	- Gains/ (Losses) on Equity Instruments through Other Comprehensive Income	(13,471)	(913)	(902)	(20,300)	(16,494
	Tax related to above	3,407	(211)	692	4,724	3,858
	Items that will be reclassified to Profit or Loss	5,407	[211]	0.72	1,721	210.00
		(625)	120	(318)	(945)	(643
	 Effective portion of gains and losses on hedging instruments in a cash flow hedge Gains on fair valuation of loans 		103	6,290	3.871	6,290
	Tax related to above	6,398		(2,090)	(1,023)	(1,976
		(2,018) (6,354)	(75) (857)	4,011	(13,671)	(8,994
TTT	Total Other Comprehensive Income/(Expense) (XII)	(13,283)	5,143	18,496	(4,796)	39,684
	Total Comprehensive Income/(Expense) for the period (XI+XII) Profit/ (Loss) for the period attributable to:	(13,203)	5,145	10,490	(4,730)	23/004
	-Owners of the parent	(6,928)	6,003	14,468	8.884	48,685
	-Non-controlling interest	- holosoft	(3)	14,400	(9)	
		(1)	(5)	4.7	[31	(7
	Other Comprehensive Income/(Expense) for the period attributable to: -Owners of the parent	(6,354)	(857)	4,011	(13,671)	(8,99
	-Non-controlling interest	(0,334)	[03/]	9,011	(13,0/1)	(0,99
	Total Comprehensive Income/(Expense) for the period attributable to:			-		
	-Owners of the parent	(13,282)	5,146	18,479	(4,787)	39.69
	-Non-controlling interest	(13,202)	(3)	18,479	(4,787)	
		50,309		50,324	50,309	50.32
	Paid-up Emily Share Canital (Par Value Rs. 10/- per Emily Share)					
	Paid-up Equity Share Capital (Par Value Rs. 10/- per Equity Share) Other Enuity excluding Revaluation Reserves	50,309	30,392	30,324		
	Paid-up Equity Share Capital (Par Value Rs. 10/- per Equity Share) Other Equity excluding Revaluation Reserves Earnings per Equity share (Basic and Diluted) (In Rs.) (*Not annualised)	*(1.38)	*1.19	*2.88	351,929	360,79

BALANCE SHEET

	As at	As at
Particulars	31-Mar-20 (Audited)	31-Mar-19 (Audited)
ASSETS		
1. Financial Assets		
(a) Cash and Cash Equivalents	40,059	31,29
(b) Bank Balance other than (a) above	131,980	171,200
(c) Derivative Financial Instruments	29,992	8,24
(d) Receivables		
(i) Trade Receivables	18,148	28,230
(ii) Other Receivables		
(e) Loans	2,903,182	2,814,40
(f) Investments	109,120	
(g) Other Financial Assets	93,211	
	3,325,692	
2. Non-Financial Assets		-)/
(a) Inventories		
(b) Current Tax Assets (Net)	20,896	14,109
(c) Deferred Tax Assets (Net)	23,261	
(d) Investment Property	1,765	
(e) Property, Plant and Equipment	366,466	
(f) Rights-of-use - Assets	3,371	
(g) Capital Work-in-Progress	233	
(h) Goodwill on Consolidation	766	
(i) Other Intangible Assets	452	67
(j) Other Non-Financial Assets	56,423	
TOTAL ASSETS	473,633 3,799,325	
Contraction of the second s	3,179,323	4,020,641
		MUMBAT
	12 12	RAI

		(Rs. in Lakhs)
Particulars	As at 31-Mar-20 (Audited)	As at 31-Mar-19 (Audited)
LIABILITIES AND EQUITY		
LIABILITIES		
1. Financial Liabilities		
(a) Derivative Einaricial Instruments	4,146	5,775
(b) Pavables		
(1) Trade Payables		
 Total outstanding dues of micro enterprises and small enterprises 		
(iii) Total outstanding dues of creditors other than micro enterprises and small enterprises	113,432	168,692
(c) Debt Securities	767,725	361,352
(d) Borrowings (Other than Debt Securities)	2,684,368	2,669,115
(e) Subordinated Liabilities	284,811	335,611
(f) Lease Lubilities	3,563	
(q) Other Financial Liabilities 4	30,198	48,856
	3, 38 3, 24 3	3,589,351
2. Non-Financial Liabilities		
(a) Provisions	2,015	2,090
(b) Other Non-Financial Liabilities	11,825	18,065
4	13,840	20,165
3. Equity		
(a) Equity Share Capital	50,309	50,324
(b) Other Equity	351,929	360,79
	402,238	411,117
Von-controlling Interests	4	13
TOTAL LIABILITIES AND EQUITY	3,799,325	4,020,646

STATEMENT OF CASH FLOWS		(Rs. in Lakh
	Year ended	Year ended
x	31-Mar-20	31-Mar-19
	(Audited)	(Audited)
A. Cash Flows from Operating Activities		
Profit Before Tax	14,171	66,71
Adjustments for :		
Net unrealised fair value (gain) / loss	(35,101)	(8,57
Net (gain) / loss on derecognition of Property, Plant and Equipment	2,372	1,2
Interest on Income Tax Refund	(869)	(1,11
Liabilities No Longer Required written back	8,136	47.7
Impairment on Financial Instruments (Net)	41,235	47,36
Depreciation, Amortisation and Impairment	78,502	81,51
Net (gain) / loss on derecognition of Financial Instruments under amortised cost category	(1,773)	7,30
Impairment/Write-off on Assets acquired in satisfaction of debt	12,054	1-
Operating profit before working capital changes	118,727	202,111
Changes in Working Capital Adjustments for :		
(Increase) / Decrease in Trade Receivables and Others Assets	62.017	65.85
(Increase) / Decrease in trade necessarily and others assets	(124,301)	4,46
(Increase) / Decrease in Inventory	(12 (,501)	.,
Increase / (Decrease) in Trade Payables and Others Liabilities	(84,683)	(81,406
(Increase) / Decrease in Other Bank Balances	39,228	(53,726
Cash generated / (used) in operations	10,988	137,301
Direct Taxes Paid (net of refund)	(11,357)	(3,367
Net Cash (used in) / generated from Operating Activities	(369)	133,934
B. Cash Flows from Investing Activities Purchase of Property, Plant and Equipment/ Capital Work-In-Progress/ Intangible Assets	(29.032)	(105 727
Proceeds from Sale of Property, Plant and Equipment/Intangible assets	(28,833) 84,182	(105,727 25,104
the second s	88,090	(32,324
(Increase) / Decrease in Investments (Other than Subsidiaries) Sale of Subsidiaries	66,090	•
Sale of Subsidiaries Net Cash (used in) / generated from Investing Activities	143.439	168
tec cash (used m) / generated from information greatings	113,437	(222,773
. Cash Flows from Financing Activities		
(Repayment of) / Proceeds from issuance of Debt securities (including subordinated debt securities) (Net)	(149,541)	69,323
(Repayment of) / Proceeds from Working Capital facilities (Net)	188,870	(24,031
(Repayment of) / Proceeds from Other Borrowings (Net)	(173,617)	(63,728
Dividend Paid (including Corporate Dividend Tax)	(16)	(6,065
Net Cash (used in) / generated from Financing Activities	(134,304)	(24,501
let Increase / (Decrease) in Cash and Cash Equivalents	8,766	(3,346
ash & Cash Equivalents at the beginning of the year	31,293	34,639
ash and Cash Equivalents at the end of the year	40,059	31,293
let Cash (used in) / generated from Operating Activities includes:		
iterest Received	384,012	424,063
nterest Paul	400,834	352,274
widenit Received	91	85
		(Rs. in Lakhs)
	As at	As at

Components of Cash and Cash Equivalents:	As at 31-Mar-20 (Audited)	(Rs. in Lakhs) As at 31-Mar-19 (Audited)
Cash and Cash Equivalents at the end of the year (a) Cash on hand	(Abuiteb)	308
(b) Balances with Banks - in Current Account	39,942	30,849
(c) Fixed Deposits with original maturity period less than three months	102 40,059	136 31,293

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Segment	wise	Revenue	Results.	Assets and	Liabilities

				Year	(Rs. in Lakhs)
		Quarter ended			
Particulars	31-Mar-20 (Audited)	31-Dec-19 (Unaudited)	31-Mar-19 (Audited)	31-Mar-20 (Audited)	31-Mar-19 (Audited)
1. Segment Revenue					
(a) Financial Services	163,152	145,682	163,728	611,805	628,488
(b) Infrastructure Equipment Services			10,173		31,781
(c) Others	80	80	138	320	242
Total	163,232	145,762	174,039	612,125	660,511
Less: Inter Segment Revenue	162	196	1,347	643	5,537
Net Income from Operations	163,070	145,566	172,692	611,482	654,974
2. Segment Results					
(a) Financial Services	(10,726)	9,203	13,618	14,232	62,580
(b) Infrastructure Equipment Services			918		4,257
(c) Others	(16)	(14)	22	(61)	(49)
Profit Before Tax	(10,742)	9,189	14,558	14,171	66,788
3. Segment Assets				2. Thomas and and	
(a) Financial Services	3,776,638	3,831,942	3,997,956	3,776,638	3,997,956
(b) Infrastructure Equipment Services					
(c) Others	1,929	1,974	2,021	1,929	2,021
(d) Un-allocable	20,758	14,039	20,669	20,758	20,66
Total Segment Assets	3,799,325	3,847,955	4,020,646	3,799,325	4,020,646
4. Segment Liabilities					
(a) Financial Services	3,397,038	3,428,299	3,609,439	3,397,036	3,609,439
(b) Infrastructure Equipment Services			-		
(c) Others	9	7	25	9	21
(d) Un-allocable	36	36	52	36	53
Total Segment Liabilities	3,397,083	3,428,342	3,609,516	3,397,083	3,609,516

Notes:

 The above consolidated financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on 28th July, 2020. The Statutory Auditors of the Company has audited the said results for the quarter and year ended 31st March, 2020.

2. The Board of Directors of the Holding Company and its wholly-owned subsidiary, Srei Equipment Finance Limited ("SEFL") at their respective meetings held on July 4, 2019 approved the transfer of Lending Business, Interest Earning Business & Lease Business of the Holding Company together with associated employees, assets & liabilities (including liabilities towards issued & outstanding non - convertible debentures) (the "transferred Undertaking"), as a going concern by way of slump exchange to SEFL through a Business Transfer Agreement ("BTA"), in exchange of fully paid up equity shares to be issued and allotted by SEFL, subject to all necessary approvals. Pursuant to this, the Holding Company signed BTA on August 16, 2019 and an amendment to the, aforesaid, BTA on November 14, 2019 with SEFL, pursuant to which it has entered into various assignment agreements, in connection with the Transferred Undertaking, with SEFL to give effect of the slump exchange and accordingly the Holding Company and SEFL has passed the relevant accounting entries in their respective books of account effective October 1, 2019, after receiving the approval of the shareholders, debenture trustees, few lenders, stock exchanges and in-principle approval from some of the domestic lenders including lead banks. One of debenture holders of SEFL holding debentures amounting to Rs. 75 crores has objected to the slump exchange Transaction on October 1, 2019, as stated above. The Holding Company has obtained expert legal and accounting opinions in relation to the accounting of the Slump Exchange Transaction which confirms that the accounting treatment so given is in accordance with the relevant Ind AS and the undertwing quadrate and frame work.

3. The Statutory Auditor's had given a modified limited review report on the unaudited consolidated financial results for the quarter and period ended December 31, 2019 in respect of accounting entry passed by the Holding Company to effect the slump exchange transaction.

In view of the fact stated in note No 2 above, the Statutory Auditor's have dropped the modification in their audit report for the year ended March 31,2020 and has given an 'Emphasis of Matter' in this regards.

- 4. The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant impact and volatility in global and Indian financial markets and slowdown in economic activities. On March 24, 2020, the Indian Government announced a strict 21-day lock-down, which has been extended from time to time and which is still continued to be extended with or without relaxations across the country based on severity of the spread at local levels. The extent to which Covid-19 will impact, the operations and business of the Holding Company and its subsidiaries is dependent on the future developments, which is not ascertainable at this point of time.
- 5. The subsidiary company has applied moratorium on borrowings in accordance with COVID-19 Regulatory Package announced by RBI and the approval for the same is under process with a few lenders. In view of this, such deferment of dues has not been considered as default by the subsidiary company.
- 6. The Company has adopted Ind AS 116 "Leases" effective from 1st April, 2019 which resulted in recognition of right-of-use assets and lease liability as at 1st April, 2019. In the current quarter and year ended 31st March, 2020, the nature of expenses in respect of operating leases, where the Company is lessee, has changed from lease rent in previous periods to depreciation cost for the right-of-use assets and finance cost for interest accrued on lease liability. The effect of this adoption is insignificant on the profit for the period/ year.
- year. 7. The financial results of a foreign associate has been prepared as per IFRS, generally accepted accounting principles followed in the country of incorporation of the foreign associate company. As there are no material differences between such financial results as per IFRS and as per Ind AS, no adjustments have been considered necessary.
- Figures for the quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the relevant financial year.
- 9. Figures pertaining to the previous period have been rearranged/ regrouped, wherever considered necessary, to make them comparable with those of the current period.

For and on behalf of the Board of Directors

Place: Kolkata Date: 28th July, 2020

Chairman DIN: 00193015

