

To
The Department of Corporate Services,
BSE Limited
P.J. Towers, Dalal Street,
Mumbai- 400 001

November 14, 2022

Dear Sirs,

Sub: Outcome of Board Meeting of Embassy Property Developments Private Limited held on November 14, 2022 pursuant to the provisions of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")

Ref: Scrip Code: 959411, 959412, 973119, 973120 and 973361.

- i. To adopt unaudited financial results for the period ended on September 30, 2022 together with Limited Review Report from the Auditors.
- ii. Proposal to make investment in DSRK Holdings (Chennai) Private Limited.
- iii. Proposal to sale the investment in DSRK Holdings (Chennai) Private Limited.

The meeting commenced at 2:30 P.M. and concluded at 04:45 P.M.

Request you to take the same on record.

**Thanking you,
For Embassy Property Developments Private Limited**

**Devika Priyadarsini
Company Secretary
M.No.-ACS 49485**

Embassy Property Developments Pvt. Ltd.

Embassy Point, 1st Floor, 150, Infantry Road, Bangalore - 560 001, India. T: +91 80 4179 9999 F: +91 80 2228 6912
www.embassyindia.com | CIN: U85110KA1996PTCO20897
Email: Secretarialteam@embassyindia.com



HRA & CO.,
Chartered Accountants

522/C, 2nd Floor, 1st D Cross,
15th Main Road, 3rd Stage,
4th Block, Basaveshwaranagar,
Bangalore-560079

T : +91 080 4169 6888
E : ravin@hraindia.com
W : www.hraindia.com

Independent Auditor's review report on the Quarterly unaudited standalone financial results of Embassy Property Developments Private Limited pursuant to the Regulations 52 of SEBI (Listing obligations and Disclosures Requirements) Regulations, 2015, as amended

Review Report

To the Board of Directors

Embassy Property Developments Private Limited

We have reviewed the accompanying statement of unaudited standalone financial results of **Embassy Property Developments Private Limited** ("the Company") for the quarter and half year ended September 30, 2022 ("the statement"), being submitted by the Company pursuant to the requirement of Regulations 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

This statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 52 and Regulation 54 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement 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. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

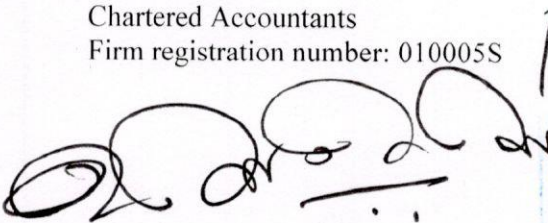



Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 and Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

for **HRA & Co**

Chartered Accountants

Firm registration number: 010005S



Ravindranath N

Partner

Membership number: 209961

Place: Bengaluru

Date: November 14, 2022

UDIN: 22209961BDBPIH4037

Embassy Property Developments Private Limited
Registered office: No 150, Embassy Point, 1st floor, Infantry road, Bangalore 560001
Statement of financial results for the quarter and half year ended September 30, 2022

(Rs in lakhs, except as otherwise stated)

Sl No.	Particulars	Quarter ended September 30, 2022	Quarter ended June 30, 2022	Quarter ended September 30, 2021	Half year ended September 30, 2022	Half year ended September 30, 2021	Year ended March 31, 2022
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	a. Net sales / income from operations	6,341.60	4,924.50	8,857.70	11,266.10	16,548.20	31,042.20
	b. Other operating income	37,430.70	13,381.50	3,940.00	50,812.20	39,035.00	91,517.80
	Total income from operations	43,772.30	18,306.00	12,797.70	62,078.30	55,583.20	122,560.00
2	Expenditure						
	a. Land, material and contract cost	2,163.90	1,372.20	4,092.70	3,536.10	7,894.40	14,002.00
	b. Employees cost	1,523.20	1,398.90	1,321.30	2,922.10	2,717.30	5,967.70
	c. Finance cost	19,416.50	18,778.40	25,808.80	38,194.90	49,580.20	87,149.20
	d. Depreciation	978.10	608.10	675.70	1,586.20	1,413.10	2,743.50
	e. Other expenditure	36,259.60	6,223.50	2,966.80	42,483.10	4,915.80	21,295.30
	Total	60,341.30	28,381.10	34,865.30	88,722.40	66,520.80	131,157.70
3	Profit / (loss) from operations before tax and exceptional items (1-2)	(16,569.00)	(10,075.10)	(22,067.60)	(26,644.10)	(10,937.60)	(8,597.70)
4	Exceptional items	-	-	-	-	-	-
5	Profit / (loss) from ordinary activities before tax and after exceptional items (3-4)	(16,569.00)	(10,075.10)	(22,067.60)	(26,644.10)	(10,937.60)	(8,597.70)
6	Tax expense						
	- Current tax	-	-	-	-	-	-
	- Tax expense of earlier years	-	-	-	-	-	313.90
	- Deferred tax	-	-	-	-	-	-
7	Net profit / (loss) from ordinary activities after tax (5-6)	(16,569.00)	(10,075.10)	(22,067.60)	(26,644.10)	(10,937.60)	(8,911.60)
8	Profit from discontinued operations	-	-	-	-	-	-
9	Net profit / (loss) for the period / year (7-8)	(16,569.00)	(10,075.10)	(22,067.60)	(26,644.10)	(10,937.60)	(8,911.60)
10	Other comprehensive income						
	Re-measurement gain on defined benefit plans	-	-	-	-	-	79.60
	Fair value of investments in equity instruments	460.00	(735.00)	290.00	(275.00)	940.00	805.00
	Other comprehensive income	460.00	(735.00)	290.00	(275.00)	940.00	884.60
11	Total comprehensive income for the period / year (9+10)	(16,109.00)	(10,810.10)	(21,777.60)	(26,919.10)	(9,997.60)	(8,027.00)
12	Earnings / (loss) per share (EPS)						
	- basic and diluted (Rs)	(1.50)	(0.91)	(2.26)	(2.42)	(1.12)	(0.81)
13	Paid-up equity share capital (Face value Rs 10 each)	110,122.90	110,122.90	97,497.90	110,122.90	97,497.90	110,122.90
14	Paid-up debt capital (Refer note 6)	298,667.18	305,331.02	307,903.33	298,667.18	307,903.33	295,031.94
15	Reserves excluding revaluation reserves	-	-	-	-	-	200,132.10
16	Debenture redemption reserve (Refer note 5)	-	-	-	-	-	-

Embassy Property Developments Private Limited
Statement of Assets and Liabilities

(Rs in lakhs)

Particulars	As at September 30, 2022 (Unaudited)	As at March 31, 2022 (Audited)
ASSETS		
Non-current assets		
Property, plant and equipment	2,932.60	3,174.30
Investment property	76,375.30	55,053.90
Investment property under development	48,960.10	60,825.00
Intangible assets	25.90	39.00
Intangible assets under development	32.70	32.70
Right-of-use assets	514.30	305.30
Investments in subsidiaries, joint venture and associates	124,832.50	124,790.50
Financial assets		
- Other investments	455,778.60	483,830.90
- Loans	217.10	217.10
- Other financial assets	38,355.60	51,676.70
Other non-current assets	38,419.10	41,634.40
Total non-current assets	786,443.80	821,579.80
Current assets		
Inventories	8,523.00	5,537.20
Financial assets		
- Investments	318.10	310.40
- Trade receivables	9,670.80	12,428.50
- Cash and cash equivalents	4,389.60	5,418.00
- Loans	214,816.80	224,644.70
- Other financial assets	49,570.90	58,202.00
Other current assets	16,441.20	15,187.00
Total current assets	303,730.40	321,727.80
Assets held for sale	628.20	628.20
Total assets	1,090,802.40	1,143,935.80
EQUITY AND LIABILITIES		
Equity		
Equity share capital	110,122.90	110,122.90
Other equity	174,849.10	200,132.10
Total equity	284,972.00	310,255.00
Non-current liabilities		
Financial liabilities		
- Borrowings	365,572.70	388,323.80
- Lease liabilities	563.20	358.40
- Other financial liabilities	4,095.90	4,063.50
Provisions	1,129.00	1,089.70
Other non-financial liabilities	3,142.00	3,754.00
Total non-current liabilities	374,502.80	397,589.40
Current liabilities		
Financial liabilities		
- Borrowings	174,423.60	138,974.60
- Lease liabilities	39.60	21.30
- Trade payables		
Total outstanding dues to micro enterprises and small enterprises	1,207.10	1,252.10
Total outstanding dues to creditors other than micro enterprises and small enterprises	24,323.30	37,732.30
- Other financial liabilities	110,633.50	93,943.70
Provision	182.00	182.00
Other non-financial liabilities	120,518.50	163,985.40
Total current liabilities	431,327.60	436,091.40
Total equity and liabilities	1,090,802.40	1,143,935.80

Embassy Property Developments Private Limited
Cash flow statement for the half year ended September 30, 2022

(Rs in lakhs)

	Half year ended September 30, 2022 (Unaudited)	Half year ended September 30, 2021 (Unaudited)
Cash flows from operating activities		
Profit / (loss) for the year / period before tax	(26,644.10)	(10,937.60)
Adjustments:		
- Interest income	(1,936.20)	(3,061.10)
- (Gain)/ loss on sale of property, plant and equipment	47.40	6.90
- Dividend income	(5,867.20)	(5,451.40)
- Profit on sale of investments	(3,500.00)	(8,214.20)
- Reversal of provision for doubtful advances	(32,323.10)	-
- Interest expense (including effective interest rate impact)	38,194.90	49,580.20
- Provision for doubtful advances	191.30	294.50
- Irrecoverable balances written off	27.30	0.20
- Fair value adjustments	28,554.70	(17,167.80)
- Depreciation and amortization	1,586.20	1,413.10
Operating cash flow before working capital changes	(1,668.80)	6,462.80
<u>Changes in working capital</u>		
Loans (current and non current)	9,636.60	(73,190.00)
Other financial assets (current and non current)	55,057.70	71,197.90
Other non financial assets (current and non current)	2,754.00	1,433.80
Inventories	(2,985.80)	(892.70)
Trade receivables	2,757.70	(3,097.10)
Trade payables	(13,454.00)	792.80
Other financial liabilities (current and non current)	(541.80)	(9,903.90)
Other non financial liabilities (current and non current)	(43,445.60)	12,175.20
Provisions	39.30	-
Cash generated from/ (used in) operations	8,149.30	4,978.80
Income taxes paid	(1,250.70)	(1,050.90)
Cash generated used in operations	6,898.60	3,927.90
Cash flows from investing activities		
Purchase of investment property/property, plant and equipment	(7,606.33)	(6,913.70)
Proceeds from sale of property, plant and equipment	57.43	41.60
Investment in subsidiaries, associates, firms and joint ventures	(42.00)	(10.00)
Proceeds from sale of investments	3,500.00	19,697.20
Investment in other securities	(1,367.30)	(1,360.00)
Interest received	1,331.80	2,748.30
Dividends received	5,868.30	5,451.40
(Investment)/withdrawal of deposits	7.30	(2,041.00)
Net cash generated used in investing activities	1,749.20	17,613.80
Cash flows from financing activities		
Proceeds from borrowings (short term and long term net of repayment)	11,003.00	(26,006.90)
Interest paid	(20,371.20)	(24,238.50)
Net cash from financing activities	(9,368.20)	(50,245.40)
Increase in cash and cash equivalents	(720.40)	(28,703.70)
Cash and cash equivalents at the beginning of the period	2,371.90	37,373.80
Cash and cash equivalents at the end of the period	1,651.50	8,670.10
Components of cash and cash equivalents		
Balances with banks:		
- in current accounts	1,487.90	2,882.40
- in escrow account	162.40	5,768.50
Cash on hand	1.20	19.20
Cash and cash equivalents at the end of the period	1,651.50	8,670.10

Embassy Property Developments Private Limited
Registered office: No 150, Embassy Point, 1st floor, Infantry road, Bangalore 560001
Statement of financial results for the quarter and half year ended September 30, 2022

Notes to the financial results:

- The above results have been reviewed and approved by the Board of Directors at their meeting held on November 14, 2022. The statutory auditors have conducted limited review of the financial results for the half year and quarter ended September 30, 2022.
- The standalone financial 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 amended as specified in Section 133 of the Companies Act, 2013.
- The Company has adopted Ind AS from April 1, 2015 and accordingly, these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under section 133 of the Companies Act 2013, read with relevant rules issued thereunder.
- The figures for the corresponding previous periods have been regrouped/reclassified, wherever considered necessary. The figures for the quarter ended September 30, 2022 are the derived figures between limited reviewed figures in respect of half year ended September 30, 2022 and the limited reviewed figures for the three months ended June 30, 2022. The figures for the quarter ended September 30, 2021 are the derived figures between limited reviewed figures in respect of half year ended September 30, 2021 and the unaudited / unreviewed figures for the three months ended June 30, 2021. The figures for the quarter ended June 30, 2021 are approved by Board
- In accordance with section 71 of the Companies Act, 2013 read along with circular issued by Ministry of Corporate Affairs No 4/2013 the Company is required to create a debenture redemption reserve amounting to 10% of the value of redeemable debentures out of profits of the Company available for distribution. During the half year ended September 30, 2022 and year ended March 31, 2022, there are no profits available for distribution hence there is requirement to create a debenture redemption reserve.

6 Disclosure under regulation 52 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

In compliance with the above SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the following information as on September 30, 2022 in respect of Non Convertible Debentures (NCDs) :-

Details of outstanding Non-convertible debentures issued on a private placement basis is as follows:

(Rs in lakhs, except as otherwise stated)

	As at September 30, 2022
3,000 Unlisted, Non-convertible, redeemable debentures of Rs. 1,000,000 each	30,000.00
4,020 Unlisted, Non-convertible, redeemable debentures of Rs. 1,000,000 each	40,200.00
1,681 Unlisted, Non-convertible, redeemable debentures of Rs. 1,000,000 each	16,810.00
10,800 14.25% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non-Convertible Debentures of Rs. 516,484	55,780.27
2,750 15.00% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non - Convertible Debentures of Rs.516,484 each	14,203.31
6,000 11.00 % Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non-Convertible Debentures of Rs. 870,920 each	52,255.20
2,000 11.00% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non-Convertible Debentures of Rs. 870,920 each	17,418.40
7500 15.00% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non - Convertible Debentures of Rs. 960,000 each	72,000.00
	298,667.18

The credit ratings of the listed debentures is as

	Security	Credit rating
10,800 14.25% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non- Convertible Debentures	Pledge of 7,66,32,928 Embassy Office Parks REIT units	PP MLD ACUITE C
2,750 15.00% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non - Convertible Debentures	Pledge of 7,66,32,928 Embassy Office Parks REIT units	PP MLD ACUITE C
6,000 11.00 % Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non- Convertible Debentures of Rs. 870,920 each	1.Pledge of 3,88,51,874 Embassy Office Parks REIT units 2. Hypothecation of the Company's 88% partnership interest in JKAV Realty Ventures	PP MLD ACUITE C
2,000 11.00 % Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non- Convertible Debentures of Rs. 870,920 each	1.Pledge of 3,88,51,874 Embassy Office Parks REIT units 2. Hypothecation of the Company's 88% partnership interest in JKAV Realty Ventures	PP MLD ACUITE C
7,500 12.00% Redeemable, Rated, Listed, Secured, Tradable, Principal Protected, Market Linked Non- Convertible Debentures of Rs. 960,000 each	1. Pledge of 6,30,95,240 shares of India Bulls Real Estate Limited, 2. Second ranking pledge of 7,66,32,928 Embassy Office Parks REIT units 3. Pledge of shares of Embassy Services Private Limited, Technique Facility Management Services Private Limited held by group companies 4. Hypothecation of cash flows and movable assets of Embassy Services Private Limited	PP MLD ACUITE C

The listed NCDs are secured and asset cover is more than hundred percent of principal outstanding.

Embassy Property Developments Private Limited
Registered office: No 150, Embassy Point, 1st floor, Infantry road, Bangalore 560001
Statement of financial results for the quarter and half year ended September 30, 2022

	As at September 30, 2022	As at September 30, 2021	As at March 31, 2022
Debt- equity ratio	1.89	2.34	1.70
Debt service coverage ratio	0.14	0.04	0.09
Interest service coverage ratio	0.30	0.78	0.90
Outstanding redeemable preference shares	NA	NA	NA
Debenture redemption reserve	-	-	-
Net worth (Rs. in lakhs)	284,972.00	236,507.50	310,255.00
Net profit after tax (Rs. in lakhs)	(26,644.10)	(10,937.60)	(8,911.60)
Earnings per share (Basic and diluted) (Rs.)	(2.42)	(1.12)	(0.81)
Current Ratio	0.70	0.71	0.74
Long-term debt to working capital Ratio	(4.33)	(2.96)	(4.29)
Bad debts to accounts receivables Ratio	-	-	-
Current liability Ratio	0.49	0.53	0.50
Total debts to total assets Ratio	0.49	0.49	0.46
Debtors turnover Ratio	-	-	-
Inventory turnover Ratio	-	-	-
Operating profit margin (%)	(334.41%)	6.17%	(32.93%)
Net profit margin (%)	(236.50%)	(66.10%)	(28.71%)

The ratios given have been computed as under:

Debt equity ratio = Total debt / share holders' equity

Debt service coverage ratio = Earnings before interest and tax / (interest + principal repayment)

Interest service coverage ratio = Earnings before interest and tax / interest expense

Current Ratio = Current assets/Current liabilities

Long-term debt to working capital Ratio = long-term debt (including current maturities)/ Total available capital

Bad debts to accounts receivables Ratio = Bad debts written off/ Trade receivables

Current liability Ratio = Current liabilities excluding current maturities/ Total liabilities

Total debts to total assets Ratio = Borrowings/ Total assets

Debtors turnover Ratio = Credit sales/ average accounts receivables

Inventory turnover Ratio = COGS/ average inventory receivables

Operating profit margin (%) = PBDIT excluding other income & profit from discontinuing operations/ operational revenue

Net profit margin (%) = PAT including other income & profit from discontinuing operations/ operational revenue

7 The Board of Directors of the Company in its meeting held on May 16, 2022 have approved the revised Scheme of Arrangement ('Scheme') amongst Embassy Property Developments Private Limited and ESNP Property Builders and Developers Private Limited under section 233 and other applicable provisions of the Companies Act, 2013. The revised Scheme provides for demerger of the Demerged Undertaking (as defined in the Scheme) from Embassy Property Developments Private Limited to ESNP Property Builders and Developers Private Limited on a going concern basis under Section 233 of the Companies Act, 2013. Embassy Property Developments Private Limited and ESNP Property Builders and Developers Private Limited has issued notices pursuant to Section 233(1)(a) of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 in this regard

8 The Board of Directors of the Company in its meeting held on 24 March, 2022 have approved the Scheme of Arrangement ('Scheme') for the merger of Southern Paradise Stud and Developers Farms Private Limited, Embassy Housing Finance and Developments Private Limited, Embassy Inn Private Limited with and into Embassy Property Developments Private Limited and their respective shareholders and creditors under sections 230 to 232 and other applicable provisions of the Companies Act, 2013. The shareholders of the all the companies have also consented to the Scheme in writing and is now subject to approval by the National Company Law Tribunal (Bengaluru Bench), other applicable regulatory authorities and creditors of the companies. The Company has filed an application with the National Company Law Tribunal (Bengaluru Bench) for approval of the Composite Scheme on March 30, 2022.

9 All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Makers (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance. The Company's sole business segment is business of real estate development and related consulting services, leasing of properties, making investments in joint developments, investing in companies/firms which are into real estate development and its principal geographical segment in India. Consequently, the Management believes that there are no reportable segments as required under India's 108 - operating segments.

for and on behalf of the Committee of the Board of Directors of
Embassy Property Developments Private Limited

Narpat Singh Choraria

Director

DIN - 00027580

Place: Bengaluru

Date: November 14, 2022