May 30, 2022

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Dear Sir,

Security Code : 502865
Security ID : FORBESCO

Subject : Outcome of Board Meeting

Dear Sir/Madam,

In compliance with the requirements of Regulation 30 & 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at their meeting held on May 30, 2022 has approved the Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2022.

We enclose for your information and record:

a) the Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2022 along with the Auditors' Report dated May 30, 2022 of Price Waterhouse Chartered Accountants LLP, statutory auditors of the Company in respect of the said Financial Results.

b) declaration dated May 30, 2022 with regard to Auditors' Report with unmodified opinion on Standalone Financial Results (Refer **Annexure "A").**

c) Statement of Impact of Audit Qualifications dated May 30, 2022 on financial results (consolidated) of the Company (Refer **Annexure 'B").**

The Board Meeting commenced at 3.15 p.m. and concluded at 5.30 p.m. The Auditors' Report was received from auditors at 7.45 p.m. and the Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2022 are being filed within 30 minutes from the receipt of the Auditors' Report.

Kindly take the above information on your record.

Yours faithfully
For Forbes & Company Limited

Pankaj Khattar
Head Legal and Company Secretary

Independent Auditor's Report

To the Members of Forbes & Company Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Forbes & Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements 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

4. We draw your attention to Note 51 to the standalone financial statements which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the Company. The Company believes that no additional adjustments are required in the standalone financial statements, however, in view of various preventive measures taken (such as lock-downs and travel restrictions) and highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

5. We draw attention to Note 53 of the standalone financial statements in respect of a Composite Scheme of Arrangement, which has been approved by the National Company Law Tribunal ("NCLT") vide its order dated January 25, 2022 and a certified copy of the order has been filed by the Company with the Registrar of Companies, Mumbai, Maharashtra, on February 1, 2022. In respect of the aforesaid scheme, merger as per the requirements of Appendix C to Ind AS 103 - Business Combinations, should be accounted for as if it had occurred from the beginning of the preceding period in the standalone financial statements of the Company. However, in accordance with MCA circular dated August 21, 2019, the Company has considered the appointed date i.e. February 1, 2022 as the date of merger. Further, in respect of the demerger, the appointed date of February 1, 2022 as approved by the NCLT has been considered as the demerger date for the purpose of accounting.

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The aforesaid Note also describes in detail the impact of the business combination on the standalone financial statements. Our opinion is not modified in respect of this matter.

Key audit matters

6. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
(a) Revenue recognition for Real Estate Development Activities (Refer Notes 25 and 50 to the standalone financial statements) In respect of real estate development projects, the determination of the period over which revenue from real estate development activities should be recognized, the timing of transfer of control to the customer; and determination of whether the Company has an enforceable right to payment as per requirements of Ind-AS 115 involves significant judgement by the Management. Revenue recognition for real estate development activities is considered as a key audit matter in view of the significance of amounts involved along with related disclosures and involvement of management judgement in establishing the timing of transfer of control to the customer and enforceable right to payment for performance completed to date.	Our audit procedures over the recognition of revenue for Real Estate Development activities included the following: • Obtaining an understanding and evaluating the design and testing of effectiveness of key internal financial controls in respect of revenue recognition for real estate development activities; • Obtaining an understanding of the Company's accounting policy on revenue recognition for real estate development activities and assessing compliance of the policy with principles enunciated under Ind-AS 115; • Obtaining a listing of contracts with customers from the Management; • Evaluating completeness and accuracy of the list of contracts as mentioned above; • Examining the mathematical accuracy in respect of amount recognised as revenue in respect of these customer contracts; • Examining the terms of sales agreements, agreement value and other relevant details to validate revenue recognition during the year; • Obtaining evidence regarding the transfer of control considering criteria as per Ind-AS 115 and evaluating enforceability of payment for work completed to date for validating the timing of transfer of control to the customer; and • Assessing the accuracy and completeness of disclosures in the standalone financial statements. Based on the above audit procedures performed, we did not come across any significant exceptions with regard to revenue recognition in respect of real estate development activities.

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Key audit matter

(b) Assessment of Provisions and Contingent Liabilities (Refer Notes 19A and 39 to the standalone financial statements)

As at March 31, 2022, in respect of certain direct and indirect tax matters and other litigations, the Company has recognised provisions aggregating Rs. 265.50 Lakhs and disclosed contingent liabilities aggregating Rs. 14,433.51 Lakhs.

The Company undergoes assessment proceedings and related litigations with direct and indirect tax authorities and with certain other parties. There is a high level of management judgement required in estimating the probable outflow of economic resources and the level of provisioning and/or the disclosures required. The judgement of the management is supported by advice from independent tax and legal consultants, as considered necessary by the management. Any unexpected adverse outcomes could significantly impact the Company's reported profit and financial position.

We considered this area as a key audit matter due to associated uncertainty of the ultimate outcome and significant management judgement involved for the assessment.

How our audit addressed the key audit matter

Our audit procedures included the following:

- Understanding and evaluating the process and controls designed and implemented by the management including testing the operating effectiveness of the relevant controls;
- Obtaining the details of the litigation matters, inspecting the supporting evidences and assessing management's evaluation through inquiries with management on both the likelihood of outcome and the magnitude of potential outflow of economic resources;
- Understanding the current status of the direct and indirect tax assessments/ litigations;
- Reading recent orders and/ or communication received from the tax authorities and with certain other parties and management responses to such communication;
- Where relevant, reading the most recent available independent tax / legal advice obtained by management and evaluating the grounds presented therein;
- Evaluating independence, objectivity and competence of the management's tax / legal consultants;
- Obtaining direct written confirmations from the Company's legal/ tax consultants (internal/ external) to confirm the status of the assessments as well as had discussion with them as and when required;
- Together with the auditor's tax experts, assessed the likelihood of the potential financial exposures;
- Assessing the adequacy of disclosure in the standalone financial statements.

Based on the above procedures, we did not identify any material exceptions relating to management's assessment of provisions and contingent liabilities.

Other Information

7. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the board report and corporate governance report, but does not include the standalone financial statements and our auditor's report thereon.

   Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the standalone financial statements

8. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

9. In preparing the standalone financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the standalone financial statements

10. Our objectives are to obtain reasonable assurance about whether the standalone financial statements 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 these standalone financial statements.

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Mumbai

11. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
    - Identify and assess the risks of material misstatement of the standalone financial statements, 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 standalone 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 management.
    - Conclude on the appropriateness of management's 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 standalone financial statements 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. 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.

13. 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.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Other Matter

15. We did not audit the special purpose financial information of 3 subsidiaries included in the standalone financial statements, whose special purpose condensed standalone financial statements reflect total assets of Rs. 111,480.78 Lakhs and net assets of Rs. (-)12,805.77 Lakhs as at January 31, 2022 for arriving at the impact of the merger and consequent demerger, as considered in the standalone financial statements (refer Note 53). These special purpose condensed standalone financial statements have been audited by independent firm of accountants whose reports have been furnished to us by the Management. Further, the aforementioned 3 subsidiaries stand demerged from the date of merger i.e. w.e.f. the Appointed Date of February 1, 2022.

    Our opinion on the standalone financial statements is not modified in respect of the above matter with respect to our reliance on the work done and the report of the independent firm of accountants.

Report on other legal and regulatory requirements

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

17. As required by Section 143(3) of the Act, we report that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.

    (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

    (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

    i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Notes 19A and 39 to the standalone financial statements;

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Chartered Accountants
FRN 012754N/N500016
Mumbai

ii. The Company has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses and did not have any derivative contracts as at March 31, 2022;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b)The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

18. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sarah George.

Sarah George
Partner
Membership Number: 045255
UDIN: 22045255AJVVZC8010

Place: Mumbai
Date: May 30, 2022

Shapoorji Pallonji
Built to last... since 1865

Statement of Standalone Financial Results for the quarter and year ended 31st March, 2022

(Rs. in Lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2022 (Refer Note 12)	31.12.2021 (Unaudited)	31.03.2021 (Refer Note 12)	31.03.2022 (Audited)	31.03.2021 (Audited)
1	**Income**					
	Revenue from operations	5,271	6,602	44,311	23,505	56,236
	Other income	71	753	175	1,370	1,337
	Total Income	5,342	7,355	44,486	24,875	57,573
2	**Expenses**					
	Real estate development costs	690	760	2,300	2,511	4,602
	Cost of materials consumed	1,952	2,223	2,182	8,166	5,879
	Purchases of stock-in-trade	82	102	(283)	273	84
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(827)	(381)	24,922	(2,214)	22,926
	Employee benefits expense	1,227	1,417	1,440	4,880	4,238
	Finance costs	304	282	325	1,235	1,376
	Depreciation and amortisation expense	310	356	347	1,308	1,429
	Other expenses	2,291	1,476	1,462	6,572	4,690
	Total expenses	6,029	6,235	32,695	22,731	45,224
3	**Profit / (Loss) before exceptional items and tax**	(687)	1,120	11,791	2,144	12,349
4	Exceptional items (Net) (Refer Note 5 below)	4,19,246	-	(6,253)	4,10,091	(11,438)
5	**Profit before tax**	4,18,559	1,120	5,538	4,12,235	911
6	**Tax expense**					
	Current tax	(129)	(152)	-	-	-
	Deferred tax	(1,479)	301	4,013	(1,059)	4,013
		(1,608)	149	4,013	(1,059)	4,013
7	**Profit / (Loss) after tax**	4,20,167	971	1,525	4,13,294	(3,102)
8	**Other Comprehensive Income**					
	(i) Items that will not be reclassified to Statement of Profit or Loss					
	Remeasurement of the defined benefit plans	12	9	25	22	(45)
	(ii) Income tax relating to items that will not be reclassified to Statement of Profit or Loss					
	Deferred tax	-	-	11	-	11
	Other Comprehensive Income (net of tax)	12	9	36	22	(34)
9	**Total Comprehensive Income / (Loss) for the period / year**	4,20,179	980	1,561	4,13,316	(3,136)
10	**Paid-up equity share capital** (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290
11	**Other equity (excluding Revaluation Reserve)**				2,612	15,739
12	**Basic and diluted earnings per equity share (after exceptional items)**	Rs. 3,257.11	Rs.7.53	Rs.11.82	Rs. 3,203.83	Rs.(24.05)
13	**Basic and diluted earnings per equity share (before exceptional items)**	Rs.7.14	Rs.7.53	Rs.60.29	Rs.24.83	Rs.64.62
	(Quarter and year to date figures not annualised)					

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FORBES & COMPANY LIMITED MUMBAI

Forbes & Company Limited. Forbes' Building, Charanjit Rai Marg,
Fort, Mumbai 400 001. Tel.: +91 22 61358900 Fax: +91 22 61358901
www.forbes.co.in
CIN No.: L17110MH1919PLC000628

FORBES

Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified two operating segments viz., Engineering and Real Estate.

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
		(Refer Note 12)	(Unaudited)	(Refer Note 12)	(Audited)	(Audited)
1	**Segment Revenue**					
	(a) Engineering	4,959	5,927	5,285	20,632	15,935
	(b) Real Estate	312	676	39,026	2,875	40,303
	Total	5,271	6,603	44,311	23,507	56,238
	Less: Inter Segment Revenue	-	1	-	2	2
	Total revenue from operations (net)	5,271	6,602	44,311	23,505	56,236
2	**Segment Results [Profit / (Loss) before Tax and Interest from each Segment (including exceptional items related to segments)]**					
	(a) Engineering	425	991	1,034	2,975	1,564
	(b) Real Estate	(586)	233	11,318	736	12,669
	Total segment results	(161)	1,224	12,352	3,711	14,233
	Less: Finance costs	(304)	(282)	(325)	(1,235)	(1,376)
	Balance	(465)	942	12,027	2,476	12,857
	Add: Unallocable income / (expense) (net) [including exceptional items]	4,19,024	178	(6,489)	4,09,759	(11,946)
	Profit before tax	4,18,559	1,120	5,538	4,12,235	911
3	**Segment Assets**					
	(a) Engineering	16,582	17,044	15,299	16,582	15,299
	(b) Real Estate	15,775	15,176	14,562	15,775	14,562
	(c) Unallocated	13,388	18,703	22,969	13,388	22,969
	Total Assets	45,745	50,923	52,830	45,745	52,830
4	**Segment liabilities**					
	(a) Engineering	8,316	8,995	9,163	8,316	9,163
	(b) Real Estate	18,737	19,843	17,174	18,737	17,174
	(c) Unallocated	14,790	11,918	9,464	14,790	9,464
	Total Liabilities	41,843	40,756	35,801	41,843	35,801

Notes on Segment Information:

1. Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

2. Details of product categories included in each segment comprises:

   a) Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems. The Company caters to the needs of domestic and export markets.

   b) Real Estate includes income from renting out investment properties and revenue from real estate development project.

   c) Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.

   d) Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.

3. Other income allocable to respective segments has been considered as part of Segment Results.

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Notes to the Statement of Standalone Financial Results for the quarter and year ended 31st March, 2022.

1 Standalone Statement of Assets and Liabilities as at 31st March, 2022

Particulars		As at 31.03.2022 (Audited)	*(Rs. in Lakhs)* *As at 31.03.2021 (Audited)*
Assets			
1 Non-current assets			
Property, plant and equipment		**9,297**	*9,094*
Right-of-use assets		**41**	*213*
Capital work-in-progress		**82**	*198*
Investment Properties		**2,256**	*2,345*
Other Intangible assets		**149**	*165*
Financial Assets:			
i) Investments	3,661		*16,690*
ii) Other financial assets	146		*177*
		3,807	*16,867*
Tax assets			
i) Deferred tax assets (net)	2,173		*1,114*
ii) Income tax assets (net)	952		*1,496*
		3,125	*2,610*
Other non-current assets		**264**	*346*
Total Non-current assets		**19,021**	*31,838*
2 Current assets			
Inventories		**16,344**	*13,328*
Financial Assets:			
i) Trade receivables	3,144		*3,452*
ii) Cash and cash equivalents	611		*2,171*
iii) Bank balances other than (ii) above	288		*259*
iv) Loans	1		*3*
v) Other financial assets	98		*907*
		4,142	*6,792*
Other current assets		**1,066**	*833*
		5,208	*7,625*
Assets classified as held for sale		**5,172**	*39*
Total Current assets		**26,724**	*20,992*
Total Assets		**45,745**	*52,830*
Equity and Liabilities			
Equity			
Equity share capital	1,290		*1,290*
Other equity	2,612		*15,739*
Total Equity		**3,902**	*17,029*
Liabilities			
1 Non-current liabilities			
Financial liabilities:			
i) Borrowings	5,548		*5,824*
ii) Lease liability	19		*195*
iii) Other financial liabilities	140		*154*
	5,707		*6,173*
Provisions	536		*628*
Total Non-current liabilities		**6,243**	*6,801*
2 Current liabilities			
Financial liabilities:			
i) Borrowings	4,621		*9,289*
ii) Lease liability	7		*18*
iii) Trade payables			
a) total outstanding dues of micro enterprises and small enterprises; and	551		*518*
b) total outstanding dues of creditors other than micro enterprises and small enterprises	4,180		*5,408*
iv) Other financial liabilities	4,530		*1,155*
	13,889		*16,388*
Other current liabilities	21,274		*12,084*
Provisions	437		*452*
Current tax liabilities (net)	-		*76*
Total Current Liabilities		**35,600**	*29,000*
Total Liabilities		**41,843**	*35,801*
Total Equity and Liabilities		**45,745**	*52,830*

FORBES & COMPANY LIMITED MUMBAI

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2- Standalone Statement of Cash flows for the year ended 31st March, 2022

(Rs. in Lakhs)

	Year ended 31st Mar., 2022 (Audited)		*Year ended 31st Mar., 2021 (Audited)*	
Cash flows from operating activities				
Profit before tax		**4,12,235**		*911*
Adjustments for -				
Depreciation and amortisation expense	1,308		*1,429*	
Interest income earned on financial assets that are not designated as fair value through profit or loss :				
(i) Bank deposits	(58)		*(20)*	
(ii) Inter corporate deposit	(19)		*(111)*	
Interest on Income Tax/ Wealth Tax refund	-		*(93)*	
Finance costs	1,235		*1,376*	
Gain on disposal of property, plant and equipment	(346)		*(755)*	
(Recoveries) / Provision for doubtful trade receivables	(79)		*12*	
Provision for doubtful loans and advances	2		*10*	
Advances written off	26		*4*	
Trade receivables written off	1		*-*	
Gain on fair value of long-term investments in a subsidiary company	(158)		*(175)*	
Credit balances / excess provision written back	(85)		*(46)*	
Net unrealised exchange loss	(14)		*3*	
		1,813		*1,634*
Exceptional items:				
- Provision for disputed matters	230		*-*	
- Impairment of investments, loans (Including interest accrued thereon) and other receivables in a subsidiary/ Provision for Guarantees given to a subsidiary (Forbes Technosys Limited)	7,517		*11,438*	
- Impairment of Investments in a subsidiary (Shapoorji Pallonji Forbes Shipping Limited)	3,305		*-*	
- Notional income on early redemption of debentures	(1,203)		*-*	
- Impairment of loans, financial assets and receivables in a subsidiary (Lux Group)	32,936		*-*	
- Notional gain on distribution of demerged undertaking to owners	(4,52,876)		*-*	
		(4,10,091)		*11,438*
		(4,08,278)		*13,072*
Operating profit before working capital changes		**3,957**		*13,983*
Changes in working capital:				
(Increase)/ decrease in trade and other receivables	999		*(1,080)*	
(Increase)/ decrease in inventories	(3,016)		*22,826*	
(Increase)/ decrease in other assets	(257)		*307*	
Increase/ (decrease) in trade and other payables	(978)		*894*	
Increase/ (decrease) in provisions	(85)		*(105)*	
Increase/ (decrease) in other liabilities	5,161		*(27,228)*	
		1,824		*(4,386)*
Cash inflow from operations		**5,781**		*9,597*
Income taxes (paid)/ refunds received (net)		**468**		*272*
(a) Net cash flow inflow from operating activities		**6,249**		*9,869*
Cash flows from investing activities:				
Payments for property, plant and equipment including assets held for sale (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(3,197)		*(777)*	
Advance received in relation to assets held for sale	4,000		*-*	
Proceeds from disposal of property, plant and equipment	477		*839*	
Inter Corporate Deposits given to related parties	(4,733)		*(3,198)*	
Amount received on capital reduction in a subsidiary	29		*-*	
Amount received on redemption of preference shares	1,728		*-*	
Loans and advances given to related parties realised	-		*125*	
Bank balances not considered as cash and cash equivalents	(29)		*(73)*	
Interest received	78		*28*	
(b) Net cash (outflow) from investing activities		**(1,647)**		*(3,056)*

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FORBES & COMPANY LIMITED MUMBAI

	Year ended 31st Mar., 2022 (Audited)		Year ended 31st Mar., 2021 (Audited)	(Rs. in Lakhs)
Cash flows from financing activities:				
Proceeds from long-term borrowings	2,020		*3,270*	
Repayment of long-term borrowings	(5,541)		*(3,178)*	
Net Increase in cash credit, overdraft balances, credit card facilities and commercial papers	(1,422)		*(3,511)*	
Finance costs paid	(1,191)		*(1,346)*	
Payment of Lease Liabilities	(28)		*(67)*	
Dividend paid on equity shares*	0		*(1)*	
(c) Net cash inflow / (outflow) from financing activities		**(6,162)**		*(4,833)*
(d) Net increase/ (decrease) in cash and cash equivalents (a + b + c)		**(1,560)**		*1,980*
(e) Cash and cash equivalents as at the commencement of the year		**2,171**		*191*
(f) Cash and cash equivalents as at the end of the year (d + e)		**611**		*2,171*

Reconciliation of cash and cash equivalents as per the cash flow statements

Cash and cash equivalents as per above comprise of the following	**31st Mar., 2022 ₹ in Lakhs**	*31st Mar., 2021 ₹ in Lakhs*
Balances with bank		
- In current accounts	549	*2,018*
- In EEFC Accounts	62	*142*
Cheques, drafts on hand	-	*11*
Cash on hand *	0	*0*
Balances as per statement of cash flows	**611**	*2,171*

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
2. Previous year figures have been regrouped/ reclassified, wherever necessary to confirm to current year classification.
3. Other bank balances at the end of the year includes: (i) earmarked balances towards unpaid dividends ₹ 24 Lakhs *(Previous year ₹24 Lakhs)* and (ii) margin money deposits ₹ 260 Lakhs *(Previous year ₹ 235 Lakhs)* includes security against license for import of goods under EPCG Scheme and hence are not available for immediate use by the Company.
4. The interest paid during the year excludes interest expense on loans for real estate development activites amounting to ₹ 53 Lakhs *(Previous year 363 Lakhs)*.

* Amount is below rounding off norms of the Company.

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FORBES & COMPANY LIMITED MUMBAI

Notes:

3. The above results for the quarter and year ended 31st March, 2022 are prepared as per the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on Monday 30th May, 2022. The annual results for the year ended 31st March, 2022 have been audited by the statutory auditors of the Company.

4. The above financial results of the Company have been prepared in accordance with Indian Accounting Standard ("Ind AS") as prescribed and Section 133 of Companies Act, 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India.

5. Exceptional items:

(Rs. in Lakhs)

Particulars		Quarter ended			Year ended	
		31.03.2022	31.12.2021	*31.03.2021*	**31.03.2022**	*31.03.2021*
		(Refer Note 12)	(Unaudited)	*(Refer Note 12)*	**(Audited)**	*(Audited)*
(i)	Provision for disputed matters	-	-	-	**(230)**	-
(ii)	Impairment of investments, loans (Including interest accrued thereon) and other receivables in a subsidiary/ Provision for Guarantees given to a subsidiary (Forbes Technosys Limited)	**97**	-	*(6,253)*	**(7,517)**	*(11,438)*
(iii)	Impairment of Investments in a subsidiary/ associate (Shapoorji Pallonji Forbes Shipping Limited)	**(791)**	-	-	**(3,305)**	-
(iv)	Notional Income on early redemption of debentures (Forbes Campbell Finance Limited)	-	-	-	**1,203**	-
(v)	Impairment of loans, financial assets and receivables in a subsidiary (Lux Group)	**(32,936)**	-	-	**(32,936)**	-
(vi)	Notional gain on distribution of demerged undertaking to owners (Refer note 8 below)	**4,52,876**			**4,52,876**	
	TOTAL	**4,19,246**	-	*(6,253)*	**4,10,091**	*(11,438)*

(i) The Company had received Rs. 1,017 Lakhs in the year ended 31st March, 2016 from the Hon'ble Debt Recovery Tribunal, Mumbai, towards principal and interest for loan given to Coromandel Garments Limited (presently under liquidation).

The Company had made a provision of Rs. 365 Lakhs in earlier years which was reversed on receipt of Rs. 1,017 Lakhs from Coromandel Garments Limited and accounted the balance as interest income during the year ended 31st March, 2016.

In July 2018, in a separate proceeding the Hon'ble High Court, Mumbai had directed the Company to refund the aforesaid amount of Rs. 1,017 Lakhs with interest. Consequently, the Company refunded Rs. 1,056 Lakhs (including interest calculated from the date of the order till the date of payment aggregating Rs. 39 Lakhs) and recorded this as an exceptional expense during the year ended 31st March, 2019. The Company was subsequently directed by the Hon'ble High Court to pay interest from the date the amount was received by the Company amounting to Rs. 276 lakhs (of which the Company had provided for Rs. 46 Lakhs and Rs. 230 Lakhs was disclosed as a contingent liability), which was appealed by the Company.

The Official Liquidator vide order dated 23rd December, 2019 adjudicated and admitted a claim of Rs. 744 Lakhs (comprising Rs. 325 Lakhs towards loan and Rs. 419 Lakhs as interest).

The appeal filed by the Company with the High Court with respect to the interest payment of Rs. 276 Lakhs was dismissed on 9th June, 2021. Thereafter the Official Liquidator filed a report seeking permission from the Hon'ble High Court, Mumbai for payment of an amount of Rs. 468 Lakhs after adjusting interest amount of Rs. 276 Lakhs from the total adjudicated claim of Rs. 744 Lakhs. The Hon'ble High Court, vide order dated 4th August 2021, had permitted the Official liquidator to pay an amount of Rs. 468 Lakhs to the Company within two weeks from the date of the said Order. Basis the above, the Company has provided for Rs. 230 Lakhs in addition to Rs. 46 Lakhs provided earlier and recorded the expense as an exceptional item for year ended 31st March, 2022. The Company has received the aforesaid amount of Rs 468 Lakhs in the quarter ended 30th September, 2021.

FORBES & COMPANY LIMITED MUMBAI

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(ii) Forbes Technosys Limited (FTL), a subsidiary, has incurred a total comprehensive loss of Rs. 4,218 Lakhs for the year ended 31st March, 2022. Its accumulated losses aggregates to Rs. 31,728 Lakhs and its current liabilities exceeded current assets by Rs. 15,064 Lakhs as at 31st March, 2022.

FTL has suffered a setback in the last few years due to muted demand and stress in some of the key sectors that FTL has been traditionally dependent on, such as banking and telecom. The entry of several local players in the e-payments space and heightened competition has put additional pressure on the margins of FTL.

The Covid-19 pandemic has severely disrupted business operations around the world due to global lockdown and other emergency measures imposed by various governments. This has also impacted the operations of FTL as its manufacturing units and offices had to be completely shut-down multiple times during 2020 and 2021. Also, supply chain for critical electronic components required for sales and services were affected since January 2020, which eventually affected performance during the year ended 31st March, 2021 and 31st March, 2022. The present situation coupled with the impact of Covid-19 had resulted in a decline in the recoverable value of investment / other assets in FTL, consequent to which an impairment provision / loss allowance as follows have been created:

- On Investments of Rs. 2,465 Lakhs and Rs 7,650 Lakhs respectively for the quarter and year ended 31st March, 2021.
- On Financial assets aggregating Rs. 329 Lakhs for the quarter and year ended 31st March, 2021
- On inter-corporate deposits (including interest accrued thereon) of Rs. 1,270 Lakhs and Rs. 4,733 Lakhs respectively for the quarter and year ended 31st March, 2022, Rs. 3,459 Lakhs for the quarter and year ended 31st March, 2021 and Rs. 811 Lakhs for the quarter ended 31st December, 2021.
- On Guarantees given to FTL (against bank loans availed by FTL) provision aggregating Rs. 2,784 Lakhs (net of utilization) for the year ended 31st March, 2022, Rs. 1,367 Lakhs and Rs. 811 Lakhs has been utilized towards inter-corporate deposits granted during the quarter ended 31st March, 2022 and 31st December, 2021 respectively.

  Additionally, inter-corporate deposits given to FTL (including interest accrued thereon) aggregating Rs. 4,800 Lakhs (which were fully provided) has been converted into equity investments during the year ended 31st March, 2022.

(iii) Pursuant to NCLT and Bombay High Court approval vide order dated 21st January, 2022 for capital reduction in Shapoorji Pallonji Forbes Shipping Limited ('SPFSL'), 2,01,25,000 equity shares of Rs. 10 each and 87,50,000 preference shares of Rs. 10 each were cancelled.

Further, SPFSL has incurred a loss of Rs. 880 Lakhs during the year ended 31st March, 2022 and SPFSL has sold some of its shipping vessels on which exceptional loss was incurred in the previous as well as current year. As at the year-end only one ship remains (which has been sold subsequent to the year ended 31st March, 2022). Consequently, the recoverable value from use/ sale of the remaining vessels in SPSFL is lower as compared to the carrying value of the investment in SPFSL and an impairment provision of Rs. 791 Lakhs and Rs. 3,305 Lakhs respectively for the quarter and year ended 31st March, 2022 has been recorded as an exceptional expense.

Further, pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year, SPFSL ceases to be a subsidiary of the Company effective 1st March, 2022 and now stands as an associate.

(iv) Forbes Campbell Finance Limited (FCFL), a subsidiary, has early redeemed 0.1% Optionally Convertible Redeemable Debentures at face value of Rs. 10 each during the year ended 31st March, 2022. The difference between the carrying amount of the debentures aggregating Rs. 525 Lakhs and the amount received from FCFL aggregating Rs. 1,728 Lakhs has been recognized as income received on early redemption from FCFL (i.e. Rs 1,203 Lakhs) during the year ended 31st March, 2022 and recorded as an exceptional item.

(v) Lux group is part of the Health and Hygiene business segment of the Group and was earlier part of the Eureka Forbes group of subsidiaries. Pursuant to the demerger of the major Health and Hygiene business in lines with the composite scheme (refer Note 8 below) from the Group, synergies which were expected to bring about business expansion and recovery for Lux Group might not be attainable. Accordingly, based on an assessment of the revised future projections carried out by the Company's management after considering current economic conditions and trends and estimated future operating results, an impairment loss of Rs. 32,936 Lakhs for the quarter and year ended 31st March, 2022 has been recorded as an exceptional item towards:

- Loans outstanding of Rs. 10,174 Lakhs for the quarter and year ended 31st March, 2022.
- Financial assets aggregating Rs. 20,033 Lakhs for the quarter and year ended 31st March, 2022
- Non-current assets Rs. 273 Lakhs for the quarter and year ended 31st March, 2022,
- Trade Receivables Rs. 2,456 Lakhs for the quarter and year ended 31st March, 2022.

6. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the then existing revenue recognition standards. The application of Ind AS 115 had significant bearing on the Company's accounting for recognition of revenue from real estate development projects.

The Company had applied the modified retrospective approach as on 1st April, 2018 and recorded a transitional impact in retained earnings towards the reversal of profits aggregating Rs. 5,083 Lakhs (net of tax) on real estate projects under development (i.e. flats under construction) for contracts not completed as on 1st April, 2018.

Considering the terms of the contract, receipt of Occupancy Certificate for Phase I of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Company has recognised revenue of Rs. 1,491 Lakhs for the year ended 31st March, 2022, Rs. 408 Lakhs for the quarter ended 31st December, 2021 and Rs. 38,653 Lakhs for the quarter and year ended 31st March, 2021.

FORBES & COMPANY LIMITED MUMBAI

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7. The COVID-19 pandemic has severely disrupted the world's business operations due to global lockdown and other emergency measures imposed by the various governments. The operations of the Company were impacted due to the shutdown of plants, real estate development project and offices following the nationwide lockdown. The Company commenced with its operations in a phased manner in line with the directives from the authorities.

The Company has evaluated the impact of this pandemic (considering the current situation and likely future developments along with the expected impact of the new waves and strains of virus in the country) on its business operations, liquidity and recoverability/ carrying values of its assets including property, plant and equipment, trade receivables, inventory and investments as at the Balance Sheet date. Based on the management's review of the current indicators and economic conditions, there are no additional adjustments on the Company's financial results for the year ended 31st March, 2022. The Company has adequate unutilized fund-based credit facilities available, to take care of any urgent requirement of funds.

The Company throughout the lockdown period and even subsequently has been able to maintain adequate control of its assets and there are no significant changes to its control environment during the period.

However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions.

8. The Board of Directors of the Company at their Board Meeting held on 8th September, 2020 had, inter alia, approved the Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

The Scheme provides for amalgamation and vesting of Aquaignis Technologies Private Limited ("ATPL") and Euro Forbes Financial Services Limited ("EFFSL") [the wholly owned subsidiaries of Eureka Forbes Limited ("EFL")] with and into EFL and amalgamation and vesting of EFL with and into the Company.

Further, upon the above part of the Scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis would take place. Upon the entire scheme becoming effective, the name of FESL shall be changed to Eureka Forbes Limited.

On 19th September, 2021 a Share Purchase Agreement (SPA) was entered into between Lunolux Limited (Acquirer), an Advent International entity, Shapoorji Pallonji and Company Private Limited (Seller), the Company, EFL, FESL and Forbes Campbell Finance Limited ("FCFL") for sale of shares of FESL, post issuance and listing of the same pursuant to the Scheme becoming effective.

Pursuant to the aforesaid SPA, the Board of Directors of the Company vide resolution dated 10th October, 2021, approved the following amendments to the Scheme:
- certain identified investments of EFL shall not be demerged as part of the Demerged Undertaking (as defined in the Scheme) from the Company to FESL,
- "appointed date" as per the Scheme would be effective date or the first day of the calendar month immediately succeeding the month in which the effective date occurs, as may be decided by the Board.

Consequently, notices to equity shareholders, secured creditors and unsecured creditors had been sent for the aforesaid modifications in the Scheme and necessary approvals from the stock exchange, regulators and other stakeholders were sought. On 6th October, 2021, the Company has received an order from Hon'ble National Company Law Tribunal, Mumbai (NCLT) for convening meetings of equity shareholders, secured creditors and unsecured creditors and consequently the meetings were held on 22nd November, 2021, where the scheme was approved. EFL has deconsolidated FESL w.e.f. 1st December, 2021. Further, the Scheme was sanctioned by the NCLT vide order dated 25th January, 2022. Upon receipt of the certified copy of the said order, the Scheme was made effective by filing Form INC 28 with the Registrar of Companies, Mumbai, Maharashtra (ROC) on 1st February, 2022.

The Board of Directors of the respective companies vide resolution dated 31st January, 2022 have approved 1st February, 2022 as the Appointed Date, for the purposes of the Scheme. Consequently, with effect from 1st February, 2022, ATPL and EFFSL have merged with EFL, followed by merger of EFL into the Company and demerger of the Demerged Undertaking on a going concern basis into FESL on the same date.

In accordance with the provisions of the Scheme, each shareholder of the Company as on the Record date i.e. 11th February, 2022 were allotted 15 shares each of FESL (Now EFL) which got listed on BSE Limited. The allotment of the aforesaid new shares was completed on 14th February, 2022 and each shareholder of Forbes & Company Limited became entitled to 15 shares of FESL (Now EFL) in the ratio to their original holding as per details specified in the scheme.

Merger
Merger as per the requirements of Appendix C to Ind AS 103 - Business Combinations, should be accounted for as if it had occurred from the beginning of the preceding period in the standalone financial results of the Company. However, in accordance with MCA circular dated 21st August, 2019, the Company has considered the appointed date i.e. 1st February, 2022 as the date of merger.

On account of merger, a net liability of Rs. 13,270 lakhs of merged entities as on 1st February, 2022 (after eliminations of intercompany transactions) which includes Lux Group loans, receivables and liabilities Rs 32,906 lakhs, has been taken over and the investment of the Company in EFL amounting to Rs. 6,573 lakhs has been eliminated.

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FORBES & COMPANY LIMITED MUMBAI

Demerger

Post the merger scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis has taken place on the appointed date of 1st February, 2022 as approved by the NCLT.

The demerger has been considered as a distribution of non-cash assets to the owners of the Company and the difference in the fair value and the carrying amount of net assets of the Demerged Undertaking is recognised as Notional gain on demerger in these financial results as an exceptional item amounting to Rs. 4,52,876 Lakhs during the quarter and year ended 31st March, 2022. Neither the Company nor the shareholders have received any cash or were they entitled to receive any cash in respect of this Composite Scheme.

	(Rs. in lakhs)
Distribution of demerged undertaking to Shareholders of the Company	406,600
Carrying value of net assets/ (liabilities) of demerged entities	(46,276)
Notional gain on distribution of demerged undertaking to owners	452,876

The aforementioned merger and demerger have a net impact of Rs. 26,433 Lakhs on reserves as at 31st March, 2022. The total assets pertaining to the Lux Group retained by the Company in lines with the Composite Scheme are Rs. 32,936 Lakhs (Refer Note 5 (v) above).

9. The Board of Directors of the Company, in their meeting held on 22nd December, 2020, approved entering into a Memorandum of Understanding ("MOU") for sale of approximately 3.804 acres of land at Chandivali with a net carrying value as on 31st March, 2022 aggregating Rs. 2,316 Lakhs [including Rs. 2,277 Lakhs paid towards seeking permission under the Urban Land (Ceiling & Regulation) Act, 1976 for the transfer/ sale/ development/ redevelopment of the land during the quarter ended 31st March, 2022], which has been reflected as asset held for sale, for a consideration of Rs. 20,000 Lakhs.

   Pursuant to the Board of Directors meeting dated 24th March, 2022, the Company has entered into a new Agreement For Sale (AFS) for the aforesaid land, with Equinix India Private Limited (Equinix) for an increased consideration of Rs. 23,500 Lakhs. The new AFS was executed on 24th March, 2022 and the completion of the said transaction subject to fulfilment of conditions precedent is expected to be completed in Q1 of FY 2022-2023. Further, the Company has received an advance of Rs. 4,000 Lakhs from Equinix during the year ended 31st March, 2022 which has been disclosed under Other Liabilities.

10. The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly owned subsidiary of the Company to SILA Solutions Private Limited. The binding term sheet has been executed on 23rd February, 2022 and the agreement for sale has been executed on 20th May, 2022. The transaction is subject to completion of conditions precedent as shall be set out in the definitive documents and is likely to be completed by Q1 of FY 2022-2023. The proposed sale consideration is Rs 4,200 Lakhs, subject to certain closing adjustments. Accordingly, the net carrying value of the investment of Rs. 100 Lakhs has been classified as asset held for sale as at 31st March, 2022.

11. The Board of Directors of the Company at their meeting held on 30th May, 2022 has approved the sale of its entire shareholding in SPFSL, an associate as at 31st March, 2022 of the Company. Accordingly, the net carrying value of the investment of Rs. 2,756 Lakhs has been classified as asset held for sale as at 31st March, 2022.

12. The figures of the quarter ended 31st March, 2022 and 31st March, 2021 are balancing figures between the audited figures in respect of the full financial year ended on 31st March, 2022 and 31st March, 2021 as reported in these financial results and the unaudited published year to date figures up to third quarter ended on 31st December, 2021 and 31st December, 2020 respectively, which were subjected to Limited Review by the Statutory Auditors.

13. Figures for the previous periods are re-classified/ re-arranged/ regrouped, wherever necessary, to correspond with the current period's classification/ disclosure.

For Forbes & Company Limited

(Mahesh Tahilyani)
Managing Director
DIN: 01423084

FORBES & COMPANY LIMITED MUMBAI

Mumbai,
30th May, 2022

Shapoorji Pallonji
Built to last...since 1865

Annexure "A"

May 30, 2022

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Security Code : 502865
Security ID : FORBESCO

Declaration with respect to Audit Report with unmodified opinion to the Audited Standalone Financial Results for the quarter and year ended March 31, 2022

Dear Sir/Madam,

We hereby declare that with respect to Audited Standalone Financial Results for the quarter and financial year ended March 31, 2022, approved by the Board of Directors of the Company at their meeting held on May 30, 2022, the Statutory Auditors, Price Waterhouse Chartered Accountants LLP have not expressed any modified opinion(s) in their Standalone Audit Report.

The above declaration is made pursuant to the Regulation 33(3) (d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Kindly take the above information on your record.

Yours faithfully

For Forbes & Company Limited

Pankaj Khattar

Pankaj Khattar
Head Legal and Company Secretary

Independent Auditor's Report

To the Members of Forbes & Company Limited

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

1. We have audited the accompanying consolidated financial statements of Forbes & Company Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associate companies and joint ventures (refer Note 2.2 to the attached consolidated financial statements), which comprise the consolidated Balance Sheet as at March 31, 2022, and the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash flow for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, except for the indeterminate impact of the matters referred to in Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associate companies and joint ventures as at March 31, 2022 of consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Qualified Opinion

3. We draw your attention to the following qualification to the opinion included in the audit report dated May 17, 2022, issued by an independent firm of accountants on the consolidated financial statements of Lux International AG, a subsidiary of the Holding Company is reproduced as under:

   "Lux International AG's investment in Lux del Paraguay S.A., a foreign company, is fully consolidated. Lux del Paraguay S.A.'s net result in the amount of TEUR - 296 and total assets of EUR 2.821 million are included in the Group's consolidated income statement and consolidated statement of financial position for the financial year then ended. We were unable to obtain sufficient appropriate audit evidence on Lux del Paraguay S.A.'s share of net profit as well as total assets and liabilities for the year ended December 31, 2021, as access to the financial information was limited to the Lux del Paraguay S.A.'s auditor. Due to this scope limitation, the component auditor is unable to issue an opinion on the financial statements of Lux del Paraguay S.A.. Consequently, we were unable to determine whether any adjustments are required with regards to the net assets and results of Lux del Paraguay S.A. included in the consolidated income statement and consolidated statement of financial position."

Price Waterhouse Chartered Accountants LLP
LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

Price Waterhouse Chartered Accountants LLP

4. We draw your attention to the following qualification to the opinion included in the audit report dated May 13, 2022, issued by an independent firm of accountants on the financial statements of Forbes Lux International AG, a subsidiary of the Holding Company is reproduced as under:

   "Forbes Lux International AG has an indirect investment in Lux del Paraguay S.A., a foreign company that is a subsidiary of Lux International AG. The values attributable to Lux del Paraguay S.A. are recognized as part of the fair value of the Lux International AG investment, amounting to CHF 46.507 million. Lux del Paraguay S.A.'s share in the fair value recognized in the balance sheet of Forbes Lux International AG amounts to CHF 1.962 million as at December 31, 2021. We were unable to obtain sufficient appropriate audit evidence on Lux del Paraguay S.A.'s financial results and balances for the year ended December 31, 2021, as access to the financial information was limited to Lux del Paraguay S.A.'s auditors. Due to this scope limitation, the component auditor is unable to issue an opinion on the financial statements of Lux del Paraguay S.A.. Consequently, we were unable to determine whether any adjustments are required with regards to the investment of Lux del Paraguay S.A. and respective portion of the fair value, amounting to CHF 1.962 million, which is included in the total investment value, amounting to CHF CHF 46.507 million."

5. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group, its associate companies and joint ventures in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 25, 26 and 28 of the Other Matters section below, other than the unaudited financial statements as certified by the management and referred to in sub-paragraph 27 of the Other Matters section below, is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty Related to Going Concern

6. The following paragraph in respect of "material uncertainty related to going concern" was included in the audit report dated May 16, 2022, containing an unmodified audit opinion on the financial statements of Forbes Technosys Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants is reproduced as under:

   "We draw attention to Note 34 of the financial statements which indicates that the Company has incurred a net loss during the current year and the Company's current liabilities exceeded its current assets as at March 31, 2022. The Company has accumulated losses and its net worth is negative as at March 31, 2022.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
Chartered Accountants
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Mumbai

The aforesaid conditions and financial stress indicate the existence of a material uncertainty that may cast a significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in Note 34.

Our opinion is not modified in respect of this matter."

The Note 34 as described above has been reproduced as Note 68 to the Consolidated Financial Statements for the year ended March 31, 2022.

7. The following paragraph in respect of "material uncertainty related to going concern" was included in the audit report dated May 13, 2022, containing a qualified audit opinion on standalone financial statements of Forbes Lux International AG ("FLIAG"), a subsidiary of the Holding Company in the emphasis of matter paragraph, issued by an independent firm of accountants reproduced as under:

   "We draw attention to note 16 in the financial statements describing the financial difficulties the company faced during the financial year ended December 31, 2021. This fact indicates the existence of a material uncertainty that may cast significant doubt about Forbes Lux International AG's ability to continue as a going concern. Our opinion is not qualified in respect of this matter."

   The Note 16 as described above has been reproduced as Note 70 to the Consolidated Financial Statements for the year ended March 31, 2022.

8. The following paragraph in respect of "material uncertainty related to going concern" was included in the consolidated audit report dated May 17, 2022, containing a qualified audit opinion on Consolidated financial statements of Lux International AG ("LIAG"), a subsidiary of the Holding Company in the emphasis of matter paragraph, issued by an independent firm of accountants reproduced as under:
   "We draw attention to note 26 in the consolidated financial statements describing the vulnerabilities with regards to the net sales and the respective impact on net profits and future cash flows of Lux International AG and its direct and indirect subsidiaries (the Group). This fact as disclosed in note 26 in the consolidated financial statements indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not qualified in respect of this matter."

   The note 26 as described above has been reproduced as Note 71 to the Consolidated Financial Statements for the year ended March 31, 2022.

Emphasis of Matter

9. We draw your attention to Note 51 to the standalone financial statements which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the Holding Company. The Holding Company believes that no additional adjustments are required in the standalone financial statements, however, in view of various preventive measures taken (such as lock-downs and travel restrictions) and highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

10. We draw attention to Note 66 of the consolidated financial statements in respect of a Composite Scheme of Arrangement which has been approved by the National Company Law Tribunal ("NCLT") vide its order dated January 25, 2022 and a certified copy of the order has been filed by the Company with the Registrar of Companies, Mumbai, Maharashtra, on February 1, 2022. In respect of the aforesaid scheme, merger as per the requirements of Appendix C to Ind AS 103 - Business Combinations, should be accounted for as if it had occurred from the beginning of the preceding period in the standalone financial statements of the Holding Company. However, in accordance with MCA circular dated August 21, 2019, the Holding Company has considered the appointed date i.e. February 1, 2022 as the date of merger. Further, in respect of the demerger, the appointed date of February 1, 2022 as approved by the NCLT has been considered as the demerger date for the purpose of accounting.

    The aforesaid Note also describes in detail the impact of the business combination on the consolidated financial statements. Our opinion is not modified in respect of this matter.

11. The following emphasis of matter included in the audit report dated April 18, 2022 containing an unmodified audit opinion on the Special Purpose Condensed Standalone Financial Statements of Eureka Forbes Limited, erstwhile subsidiary of the Holding Company is reproduced as under:

    "We draw attention to note 29(XII) of the condensed standalone Financial statements, which describes the Composite Scheme of Arrangement ("the scheme") under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder, which inter alia, provides for amalgamation and vesting of EFL with and into FCL on a going concern basis was approved by NCLT. The requisite certified order of National Company Law Tribunal (NCLT) has been filed with Registrar Of Companies on February 1, 2022. Consequently, EFL is amalgamated with FCL with effect from the appointed date of February 1, 2022.

    Our opinion is not modified in respect of the above matter."

    Note 29(XII) as described above is reproduced as Note 56A to the Consolidated Financial Statements for the year ended March 31, 2022

12. The following emphasis of matter has been included in the audit report dated March 15, 2022 containing an unmodified audit opinion on the Special Purpose Condensed Financial Statements of Aquaignis Technologies Private Limited, erstwhile subsidiary of the Holding Company is reproduced as under:

    "We draw attention to note 36 which describes that the Hon'ble National Company Law Tribunal ("the NCLT"), Mumbai vide its order dated 25 January,2022 approved the Composite Scheme of Arrangement under section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder between the Company, Euro Forbes Financial Services Limited (EFFSL), Eureka Forbes Limited (EFL), Forbes & Company Limited (FCL) and Forbes Enviro Solutions Limited (FESL or Resulting Company or the Company) and their respective shareholders. Consequently with effect from 1st February, 2022 ATPL and EFFSL have merged with EFL followed by merger of EFL into FCL and demerger of the Demerged Undertaking on a going concern basis in to FESL on the same date.

    Our opinion is not modified in respect of the above matter"

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FRN 012754N/N500016
Mumbai

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Note 36 as described above is reproduced as Note 56B to the Consolidated Financial Statements for the year ended March 31, 2022.

13. The following emphasis of matter has been included in the audit report dated March 15, 2022 containing an unmodified audit opinion on the Special Purpose Condensed Financial Statements of Euro Forbes Financial Services Limited, erstwhile subsidiary of the Holding Company reproduced as under:

"We draw attention to note 12 which describes that the Hon'ble National Company Law Tribunal ("the NCLT"), Mumbai vide its order dated 25 January,2022 approved the Composite Scheme of Arrangement under section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder between the Company, Aquaignis Technologies Private Limited (ATPL), Eureka Forbes Limited (EFL), Forbes & Company Limited (FCL) and Forbes Enviro Solutions Limited (FESL or Resulting Company or the Company) and their respective shareholders. Consequently with effect from 1st February, 2022 ATPL and EFFSL have merged with EFL followed by merger of EFL into FCL and demerger of the Demerged Undertaking on a going concern basis in to FESL on the same date.

Our opinion is not modified in respect of the above matter."

Note 12 as described above is reproduced as Note 56C to the Consolidated Financial Statements for the year ended March 31, 2022.

Key Audit Matters

14. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Qualified Opinion and Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

Key audit matter	How our audit addressed the key audit matter
(a) Revenue recognition for Real Estate Development Activities (Refer Notes 28 and 63 to the consolidated financial statements) In respect of real estate development projects, the determination of the period over which revenue from real estate development activities should be recognized, the timing of transfer of control to the customer; and determination of whether the Holding Company has an enforceable right to payment as per requirements of Ind-AS 115 involves significant judgement by the Management. Revenue recognition for real estate development activities is considered as a key audit matter in view of the significance of amounts involved along with related disclosures and involvement of management judgement in establishing the timing of transfer of control to the customer and enforceable right to payment for performance completed to date.	Our audit procedures over the recognition of revenue for Real Estate Development activities included the following: • Obtaining an understanding and evaluating the design and testing of effectiveness of key internal financial controls in respect of revenue recognition for real estate development activities; • Obtaining an understanding of the Holding Company's accounting policy on revenue recognition for real estate development activities and assessing compliance of the policy with principles enunciated under Ind-AS 115; • Obtaining a listing of contracts with customers from the Management; • Evaluating completeness and accuracy of the list of contracts as mentioned above; • Examining the mathematical accuracy in respect of amount recognised as revenue in respect of these customer contracts; • Examining the terms of sales agreements, agreement value and other relevant details to validate revenue recognition during the year; • Obtaining evidence regarding the transfer of control considering criteria as per Ind-AS 115 and evaluating enforceability of payment for work completed to date for validating the timing of transfer of control to the customer; and • Assessing the accuracy and completeness of disclosures in the consolidated financial statements. Based on the above audit procedures performed, we did not come across any significant exceptions with regard to revenue recognition in respect of real estate development activities.

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FRN 012754N/N500016
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Key audit matter	How our audit addressed the key audit matter
(b) Assessment of Provisions and Contingent Liabilities (Refer to Notes 19A and 39 to the consolidated financial statements) As at March 31, 2022, in respect of certain direct and indirect tax matters and other litigations, the Holding Company has recognised provisions aggregating Rs. 265.50 Lakhs and disclosed contingent liabilities aggregating Rs. 14,433.51 Lakhs. The Holding Company undergoes assessment proceedings and related litigations with direct and indirect tax authorities and with certain other parties. There is a high level of management judgement required in estimating the probable outflow of economic resources and the level of provisioning and/or the disclosures required. The judgement of the management is supported by advice from independent tax and legal consultants, as considered necessary by the management. Any unexpected adverse outcomes could significantly impact the Holding Company's reported profit and financial position. We considered this area as a key audit matter due to associated uncertainty of the ultimate outcome and significant management judgement involved for the assessment.	Our audit procedures included the following: • Understanding and evaluating the process and controls designed and implemented by the management including testing the operating effectiveness of the relevant controls; • Obtaining the details of the litigation matters, inspecting the supporting evidences and assessing management's evaluation through inquiries with management on both the likelihood of outcome and the magnitude of potential outflow of economic resources; • Understanding the current status of the direct and indirect tax assessments/ litigations; • Reading recent orders and/ or communication received from the tax authorities and with certain other parties and management responses to such communication; • Where relevant, reading the most recent available independent tax / legal advice obtained by management and evaluating the grounds presented therein; • Evaluating independence, objectivity and competence of the management's tax / legal consultants; • Obtaining direct written confirmations from the Company's legal/ tax consultants (internal/ external) to confirm the status of the assessments as well as had discussion with them as and when required; • Together with the auditor's tax experts, assessed the likelihood of the potential financial exposures; • Assessing the adequacy of disclosure in the consolidated financial statements. Based on the above procedures, we did not identify any material exceptions relating to management's assessment of provisions and contingent liabilities.

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LLPIN AAC - 5001
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FRN 012754N/N500016
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15. The following Key Audit Matters were included in the audit report dated May 16, 2022, containing an unmodified audit opinion on the financial statements of Forbes Technosys Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants reproduced by us as under:
"

a) Inventory valuation

Description of Key Audit Matter:
As described in Note 2.4 of the financial statements, the inventories of the Company are valued at lower of cost and net realisable value. During the year, the expense on write-down of the inventories to their net realisable value was significant and amounted to Rs. 1,157.84 lakhs.

The Company exercises significant judgement and assumptions in estimation of the net realisable value of the inventories. The operations of the Company are scaled down significantly during the year as compared to previous years. As a result, the Company has accumulated slow and non-moving inventory which has increased the write down expense during the year.

Refer Note 7 of the financial statements for details of inventory.

Our response:

- We observed the stock taking process the year end and performed our own test counts and observed the condition of the overall inventories.
- We held discussions with the technical team of the Company to understand the impact of technical obsolescence on the net realisable value of non-moving and slow-moving inventories.
- We held discussions with the management in respect of the assumptions applied for estimation of net realisable value where direct evidence of the net realisable value were not available for slow and non-moving inventories.
- We test checked the valuation of the inventory held at reporting period based on their cost and evidences of net realisable value nearest to the reporting date as applicable to conclude that the inventories are carried at lower of their cost and net realisable value.

b) Allowance for expected credit loss on trade receivables

Description of Key Audit Matter:
As on March 31, 2022, the carrying amount of trade receivable was Rs. 1,793.16 lakhs (net of provision for expected credit loss of Rs. 2,326.11 lakhs) which represent 44.68 % of the total assets of the Company.

The Company exercises significant judgment in calculating the expected credit losses on trade receivables. The Company determines the allowance for credit losses as per provision matrix based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considers current and anticipated future economic conditions relating to industries the Company deals with. In calculating expected credit loss, the Company has also considered relevant credit information of its customers (to the extent the Company has access to such information) to estimate the probability of default in future and age-wise analysis of outstanding amounts.

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LLPIN AAC-5001
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FRN 012754N/N500016
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In calculating expected credit loss, the Company has taken into account estimates of possible effect from the pandemic relating to COVID -19.

Refer Note 8 of the financial statements for information on trade receivables and provision for expected credit losses.

Our response:

- We tested the effectiveness of controls over the development of the provision matrix for the allowance for credit losses, including consideration of the current and estimated future economic conditions.
- We verified the completeness and accuracy of information used while calculating the provision for expected credit loss and ageing of the receivables.
- We analysed the profile of the customers and credit information, to the extent available in respect of certain customers on a sample basis.
- We analysed the reasonability of the provision matrix and tested the mathematical accuracy and computation of the allowances by using the same input data used by the Company."

Notes 2.4, 7 and 8 as described above is included in Note 2(xii), 20, 12 and 9 to the Consolidated Financial Statements for the year ended March 31, 2022.

Other Information

16. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the board report and corporate governance report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (Refer paragraph 25 and 26 below), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

17. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group including its associate companies and joint ventures in accordance with the accounting principles generally accepted in India, including

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LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
★ Mumbai ★

the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate companies and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements 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 consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

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

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

20. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements 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 these consolidated financial statements.

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

    - Identify and assess the risks of material misstatement of the consolidated financial statements, 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 consolidated 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 management.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
★ Mumbai ★

- Conclude on the appropriateness of management's 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 companies and joint ventures 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 consolidated financial statements 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 companies and joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate companies and joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, 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.

22. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements 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.

23. 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.

24. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extreme rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

Other Matters

25. We did not audit the financial statements of 7 subsidiaries (6 subsidiaries as at March 31, 2022) whose financial statements reflect total assets of Rs. 20,772.47 Lakhs and net assets of Rs. (-) 5,944.53 Lakhs as at March 31, 2022, total revenue of Rs. 23,173.95 Lakhs, total comprehensive income (comprising of loss and other comprehensive income) of Rs. 2,039.86 Lakhs and net cash flows amounting to Rs (-) 2,010.56 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of total comprehensive income (comprising of profit and other comprehensive income) of Rs. 262.72 Lakhs and Rs. 0.43 Lakhs for the year ended March 31, 2022 as considered in the consolidated financial statements, in respect of 3 associate companies and 1 joint venture respectively, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associate companies and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, joint ventures and associate companies, is based solely on the reports of the other auditors.

26. We did not audit the special purpose financial information of 3 subsidiaries included in the consolidated financial statements, whose special purpose financial information reflect total assets of Rs. 111,480.78 Lakhs and net assets of Rs. (-) 12,805.77 Lakhs as at January 31, 2022, total revenues of Rs. 166,758.61 Lakhs, total comprehensive income (comprising of profit and other comprehensive income) of Rs. 1,097.41 Lakhs and net cash flows amounting to Rs. (-) 727.15 Lakhs for the period from April 1, 2021 to January 31, 2022, as considered in the consolidated financial statements. These special purpose financial information have been audited by other auditors/independent firm of accountants whose reports have been furnished to us by the Management. Further, the aforementioned 3 subsidiaries, stand demerged from the date of merger i.e. w.e.f. Appointed Date February 1, 2022.

27. We did not audit the financial statements/financial information of 6 subsidiaries (1 as at March 31, 2022) whose financial statements/ financial information reflect total assets of Rs. 5,788.53 Lakhs and net assets of Rs 3,309.49 Lakhs as at January 31, 2022/ March 31, 2022, total revenue of Rs. 6,284.35 Lakhs, total comprehensive income (comprising of loss and other comprehensive income) of Rs. (-) 2,571.45 Lakhs and net cash flows amounting to Rs. (-) 126.90 Lakhs for the period from April 1, 2021 to January 31, 2022/ March 31, 2022, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of total comprehensive income (comprising of profit and other comprehensive income) of Rs. Nil as considered in the consolidated financial statements, in respect of 1 associate company (no associates as at March 31, 2022) whose financial statements have not been audited by us. These financial statements/ financial information are unaudited and have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and associate company and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries and associate companies, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

28. The financial statements of 1 subsidiary and consolidated financial statements of one subsidiary located outside India (Refer Note 3 and 4 above), included in the consolidated financial statements, which constitute total assets of Rs. 52,091.32 Lakhs and net assets of Rs. (-) 5,447.91 Lakhs as at December 31, 2021, total revenue of Rs. 2,1258.99 Lakhs, total comprehensive income (comprising of loss and other comprehensive income) of Rs. (-) 3,686.54 Lakhs and net cash flows amounting to Rs. 352.33 Lakhs for the year then ended; have been prepared in accordance with accounting principles generally accepted in their respective countries and have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from the accounting principles generally accepted in their respective countries to the accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India, including other information, is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

    Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, 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 statements/ financial information certified by the management.

Report on Other Legal and Regulatory Requirements

29. As mentioned in paragraph 26 above, in respect of Eureka Forbes Limited, Aquaignis Technologies Private Limited and Euro Forbes Financial Services Limited, subsidiaries of the Holding Company only audited special purpose financial information has been made available to us which does not include Report on Other Legal and Regulatory Requirements. Accordingly, no comments for the said subsidiaries have been included for the purpose of reporting under Report on Other Legal and Regulatory Requirements.

30. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B, a statement on the matter specified in paragraph 3(xxi) of CARO 2020.

31. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash flow dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC - 5001
Chartered Accountants
FRN 012754N/N500016
★ Mumbai ★

(e) The following matter was included in the audit report dated May 16, 2022 issued on the financial statements of Forbes Technosys Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants reproduced as under:

"The matter described in the 'Material Uncertainty Related to Going Concern' section above, in our opinion, may have an adverse effect on the functioning of the Company."

(f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and joint ventures incorporated in India, none of the directors of the Group companies, its associate companies and joint ventures incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

(g) With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors') Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group, its associate companies and joint ventures – Refer Note 22 and 41 to the consolidated financial statements.

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as at March 31, 2022 – Refer (a) Note 21B to the consolidated financial statements in respect of such items as it relates to the Group, its associate companies and joint ventures and (b) the Group's share of net profit/loss in respect of its associates.

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, associate companies and joint ventures incorporated in India during the year.

iv.

a) The respective Managements of the Holding Company and its subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, joint ventures and associates respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries, joint venture and associates to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise,

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
Chartered Accountants
FRN 012754N/N500016
★ Mumbai ★

that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries, joint venture and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The respective Managements of the Holding Company and its subsidiaries, joint venture and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, joint venture and associates respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries, joint venture and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, joint venture and associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries, joint venture and associates which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The Holding Company, its subsidiary companies, associate companies and joint ventures, have not declared or paid any dividend during the year.

32. The Group, its associate companies and joint ventures have paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act to the extent those were applicable to the respective entities.

The following matter was included in the audit report dated May 28, 2022 issued on the financial statements of Forbes Facility Services Private Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants reproduced as under:

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
Chartered Accountants
FRN 012754N/N500016
Mumbai

"In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in excess of the limits laid down under section 197 of the Act. Details of remuneration paid in excess of the limit laid down under this section are given below.

Financial year	Amount of excess remuneration	Remarks
March 31, 2022	1.63 lakhs	Remuneration paid/ payable to Mr. Vinay Deshmukh (Executive Director and CEO) which was approved in the Board meeting held on July 13, 2021 exceeds the limit prescribed under section 197 by Rs. 1.63 lakhs and is subject to shareholders approval. The Company has charged the excess remuneration paid / payable in the statement of Profit and Loss for the year ended March 31, 2022. Pending such approval, the remuneration already paid in excess of the limit amounting to Rs 1.63 lakhs is held in trust by Mr Vinay Deshmukh.

"

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sarah George

Sarah George
Partner
Membership Number: 045255

UDIN: 22045255AJVSOH2793
Place: Mumbai
Date: May 30, 2022

Shapoorji Pallonji
Built to last... since 1865

Statement of Consolidated Financial Results for the quarter and year ended 31st March, 2022

(Rs. in Lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2022 (Refer Note 19)	31.12.2021 (Unaudited)	31.03.2021 (Refer Note 19)	31.03.2022 (Audited)	31.03.2021 (Audited)
	Continuing Operations					
1	**Income**					
	Revenue from operations (Refer Note 11 below)	11,652	13,673	52,135	51,473	93,242
	Other income	1,210	2,161	3,581	3,444	7,330
	Total Income	12,862	15,834	55,716	54,917	1,00,572
2	**Expenses**					
	Real estate development costs	691	760	2,300	2,512	4,602
	Cost of materials consumed	2,106	2,179	2,566	8,384	6,732
	Purchases of stock-in-trade	1,628	1,547	2,619	7,299	5,806
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(761)	(77)	24,135	(1,866)	23,626
	Employee benefits expense	4,547	4,253	5,704	17,290	21,393
	Finance costs	1,091	898	707	4,203	5,159
	Depreciation and amortisation expense	808	1,141	1,412	4,144	6,813
	Other expenses	3,104	3,643	5,095	12,910	17,320
	Total expenses	13,214	14,344	44,538	54,876	91,451
3	**Profit/ (Loss) before exceptional items, Share of net profits of investments accounted for using equity method and tax**	(352)	1,490	11,178	41	9,121
4	**Share of Profit of Associates / Joint ventures (net)**	616	238	263	1,204	483
5	**Profit before exceptional items and tax**	264	1,728	11,441	1,245	9,604
6	Exceptional items (Net) (Refer Note 5 below)	(26,601)	(161)	(8,175)	(35,021)	(12,597)
7	**Profit/ (Loss) before tax from continuing operations**	(26,337)	1,567	3,266	(33,776)	(2,993)
8	Tax expense					
	Current tax	4	(71)	215	391	436
	Deferred tax	(1,492)	309	5,457	(1,421)	5,588
		(1,488)	238	5,672	(1,030)	6,024
9	**Profit/ (Loss) after tax from continuing operations**	(24,849)	1,329	(2,406)	(32,746)	(9,017)
10	**Discontinued operations**					
	Profit/ (Loss) before tax from discontinued operations (Refer Note 14 below)	4,54,600	(2,492)	(503)	4,57,306	(654)
	Tax Expense/ (Benefit) of Discontinued Operations	(371)	54	(479)	(2,080)	(1,989)
	Profit/ (Loss) from discontinued operations	4,54,229	(2,438)	(982)	4,55,226	(2,643)
	Profit/ (Loss) for the period/ year	4,29,380	(1,109)	(3,388)	4,22,480	(11,660)
11	**Other Comprehensive Income**					
	A (i) Items that will not be reclassified to statement of profit or loss					
	(a) Remeasurement of the defined benefit plans	(219)	11	40	(207)	(69)
	(b) Equity instruments through other comprehensive income	9,767	-	-	9,767	-
	(c) Income Tax relating to the above items	59	-	12	59	12
	B (i) Items that may be reclassified to statement of profit or loss					
	(a) Exchange differences in translating the financial statements of foreign operations	(1,865)	(694)	2,174	(3,120)	2,305
	Other Comprehensive Income (net of tax)	7,742	(683)	2,226	6,499	2,248
12	**Total Comprehensive Income/ (Loss) for the period / year**	4,37,122	(1,792)	(1,162)	4,28,979	(9,412)
13	**Profit/ (Loss) for the period/ year attributable to:-**					
	(i) Owners of the Company	4,29,092	(1,104)	(1,461)	4,22,585	(7,767)
	(ii) Non controlling interests	288	(5)	(1,927)	(105)	(3,893)
		4,29,380	(1,109)	(3,388)	4,22,480	(11,660)
14	**Other comprehensive income for the period/ year attributable to:-**					
	(i) Owners of the Company	7,742	(683)	2,231	6,499	2,249
	(ii) Non controlling interests	-	-	(5)	-	(1)
		7,742	(683)	2,226	6,499	2,248
15	**Total comprehensive income/ (loss) for the period/ year attributable to:-**					
	(i) Owners of the Company	4,36,834	(1,787)	770	4,29,084	(5,518)
	(ii) Non controlling interests	288	(5)	(1,932)	(105)	(3,894)
		4,37,122	(1,792)	(1,162)	4,28,979	(9,412)
16	**Paid-up equity share capital** (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290
17	**Other equity (excluding Revaluation Reserve)**				6,969	(15,392)
18	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing operations**	Rs. (197.43)	Rs. 10.48	Rs. (3.77)	Rs. (256.37)	Rs. (40.24)
19	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - discontinued operations**	Rs. 3,567.56	Rs. (19.15)	Rs. (7.71)	Rs. 3,575.39	Rs. (20.76)
20	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing and discontinued operations**	Rs. 3,370.13	Rs. (8.67)	Rs. (11.48)	Rs. 3,319.02	Rs. (61.00)

(Quarter and year to date figures not annualised)

See accompanying notes to the consolidated financial results.

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FORBES & COMPANY LIMITED MUMBAI

Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified the following operating segments viz., Health, Hygiene, Safety Products and its services, Engineering, Real Estate, IT Enabled Services and Products and Shipping and Logistics Services.

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
		(Refer Note 19)	(Unaudited)	(Refer Note 19)	(Audited)	(Audited)
1	**Segment Revenue**					
	(a) Health, Hygiene, Safety Products and its services	5,366	5,368	5,722	22,404	22,642
	(b) Engineering	4,958	5,927	5,285	20,631	15,935
	(c) Real Estate	340	703	39,034	2,972	40,385
	(d) IT Enabled Services and Products	320	195	464	1,066	2,829
	(e) Shipping and Logistics Services	679	1,489	1,634	4,443	11,541
	(f) Others	8	7	6	29	28
	Total	11,671	13,689	52,145	51,545	93,360
	Less: Inter Segment Revenue	(19)	(16)	(10)	(72)	(118)
	Total income from operations (net)	11,652	13,673	52,135	51,473	93,242
2	**Segment Results Profit/(Loss) before Tax and Interest from each Segment (including exceptional items related to segments)**					
	(a) Health, Hygiene, Safety Products and its services	* (24,583)	1,115	1,200	* (31,941)	* (28)
	(b) Engineering	405	995	1,043	2,969	1,574
	(c) Real Estate	(600)	244	11,351	753	12,688
	(d) IT Enabled Services and Products	& (1,331)	# (498)	# (7,120)	# & (2,559)	# & (10,265)
	(e) Shipping and Logistics Services	+ $ ^ 654	241	$ (2,098)	+ $ ^ 926	$ (1,129)
	(f) Others	6	(6)	(7)	(15)	(26)
	Total segment results	(25,449)	2,091	4,369	(29,867)	2,814
	Add: Share of profit of joint ventures and associates accounted for using equity method	616	238	263	1,204	483
	Add: Exceptional items	-	-	-	(230)	-
	Less: Finance costs	(1,091)	(898)	(707)	(4,203)	(5,159)
	Balance	(25,924)	1,431	3,925	(33,096)	(1,862)
	Add: Unallocable income / (expense) (net)	(413)	136	(659)	(680)	(1,131)
	Profit / (Loss) from continuing activities before tax	(26,337)	1,567	3,266	(33,776)	(2,993)
	Profit/ (Loss) from discontinued operations	4,54,600	(2,492)	(503)	4,57,306	(654)
	Profit / (Loss) before tax from continuing and discontinued operations	4,28,263	(925)	2,763	4,23,530	(3,647)
3	**Segment Assets**					
	(a) Health, Hygiene, Safety Products and its services	14,045	41,057	46,912	14,045	46,912
	(b) Engineering	16,582	17,044	15,299	16,582	15,299
	(c) Real Estate	16,331	15,760	15,083	16,331	15,083
	(d) IT Enabled Services and Products	4,087	5,800	8,300	4,087	8,300
	(e) Shipping and Logistics Services	-	15,878	18,200	-	18,200
	(f) Others	40	24	27	40	27
	(g) Unallocated	23,211	7,231	12,310	23,211	12,310
	Total Assets	74,296	1,02,794	1,16,131	74,296	1,16,131
	Assets pertaining to discontinued operations	5,422	85,861	88,157	5,422	88,157
	Total Assets	79,718	1,88,655	2,04,288	79,718	2,04,288
4	**Segment liabilities**					
	(a) Health, Hygiene, Safety Products and its services	10,283	10,303	17,651	10,283	17,651
	(b) Engineering	8,316	8,994	9,162	8,316	9,162
	(c) Real Estate	18,838	19,967	17,246	18,838	17,246
	(d) IT Enabled Services and Products	13,816	14,903	18,777	13,816	18,777
	(e) Shipping and Logistics Services	-	9,964	9,778	-	9,778
	(f) Others	3,500	1,170	1,092	3,500	1,092
	(g) Unallocated	11,769	7,801	9,492	11,769	9,492
	Total Liabilities	66,522	73,102	83,198	66,522	83,198
	Liabilities pertaining to discontinued operations	4,957	1,31,878	1,28,749	4,957	1,28,749
	Total Liabilities	71,479	2,04,980	2,11,947	71,479	2,11,947

Notes on Segment Information:

1. The Chief Operating Decision maker of the Group examines the Group's performance from a product portfolio and the industries in which they operate and has identified five reportable segments at the group level.

2. Details of product categories included in each segment comprises:

a) Health, Hygiene, Safety Products and its services includes manufacturing, selling, renting and servicing of vacuum cleaners, water filter cum purifiers, water and waste water treatment plant, trading in electronic air cleaning systems, small household appliances, digital security system and fire extinguisher etc. Major part of this business has been demerged/held for sale/discontinued. The segment results, segment assets and segment liabilities from the discontinued operations have been disclosed separately.

b) Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems.

c) Real Estate includes income from renting out investment properties and revenue from real estate development project.

d) IT Enabled Services and Products includes trading of note counting machines, electronic cash register, point of sale machine, manufacturing of different types of kiosks, Forbes Xpress consisting of sale of mobile recharge, bill payments and money transfer, transaction network and services comprising of maintenance, servicing and support services for kiosks and other devices. During the previous year the Group has decided to discontinue operations relating to Forbes Express. The segment results, segment assets and segment liabilities from the discontinued operations have been disclosed separately.

e) Shipping and Logistics Services segment carries on business of ship owners, charterers etc. Pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year, SPFSL ceases to be a subsidiary of the Company and now stands as an associate.

f) Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.

g) Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.

3. Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis considering the product portfolio and reportable segments when evaluated from the group perspective. Accordingly, certain amounts considered as unallocated by individual subsidiaries of the group have been classified for the purposes of the consolidated segment disclosure based on the product portfolio and industry of the respective subsidiary as this would be more relevant to the users of these financial results.

* Includes a non-cash charge of impairment of goodwill/ investment in Joint Venture of Rs. 33,767 Lakhs for the year ended 31st March, 2022 (for the year ended 31st March, 2021 Rs. 979 Lakhs) and for the quarter ended 31st March, 2022 Rs. 25,738 Lakhs.

\# Includes a non-cash charge of impairment of intangible assets and intangible assets under development of Rs. 161 Lakhs for the year ended 31st March, 2022 and quarter ended 31st December, 2021 (for the year ended 31st March, 2021 Rs. 6,557 Lakhs and for the quarter ended 31st March, 2021 Rs. 6,349 Lakhs).

& Includes provision for slow-moving damaged or obsolete inventories of Rs. 1,158 Lakhs for the quarter and year ended 31st March, 2022 (for the year ended 31st March, 2021 Rs. 451 Lakhs).

$ Includes a provision for shortfall in expected recoverable value for assets held for sale/ loss on sale of assets of Rs. 664 Lakhs for the quarter and year ended 31st March, 2022 (for the quarter ended 31st March, 2021 Rs. 1,826 Lakhs and for the year ended 31st March, 2021 Rs. 4,610 Lakhs).

^ Includes gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL) of Rs. 793 Lakhs for the quarter and year ended 31st March, 2022.

\+ Includes gain on loss of control of SPFSL Rs 166 Lakhs for the quarter and year ended 31st March, 2022.

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FORBES & COMPANY LIMITED MUMBAI

Notes to the Statement of Consolidated Financial Results for the quarter and year ended 31st March, 2022.

1. Consolidated Statement of Assets and Liabilities as at 31st March, 2022.

Particulars	As at 31.03.2022 (Audited)		*(Rs. in Lakhs)* *As at 31.03.2021 (Audited)*
Assets			
1 **Non-current assets**			
a) Property, Plant and Equipment		9,887	22,491
b) Right-of-use assets		1,664	1,657
c) Capital work-in-progress		82	198
d) Investment Properties		2,259	2,349
e) Goodwill		-	30,450
f) Other Intangible assets		2,011	2,830
g) Intangible assets under development		-	161
h) **Financial Assets:**			
i) Investments	11,709		6,016
ii) Trade receivables	1,097		891
iii) Other financial assets	499		1,995
		13,305	8,902
i) Tax assets			
i) Deferred tax assets (net)	3,765		2,367
ii) Income tax assets (net)	1,471		2,036
		5,236	4,403
j) Other non-current assets		665	2,098
Total Non-current assets		35,109	75,539
2 **Current assets**			
a) Inventories		20,158	18,618
b) **Financial Assets:**			
i) Trade receivables	8,698		12,085
ii) Cash and cash equivalents	1,731		5,839
iii) Bank balances other than (iii) above	448		910
iv) Loans	1		2
v) Other financial assets	185		1,021
	11,063		19,857
c) Other current assets	2,895		2,078
		13,958	21,935
Assets classified as held for sale		5,071	39
Assets pertaining to discontinued operations		5,422	88,157
Total Current assets		44,609	1,28,749
Total Assets		79,718	2,04,288
Equity and Liabilities			
Equity			
a) Equity share capital	1,290		1,290
b) Other equity	6,969		(15,392)
Equity attributable to owners of the Company		8,259	(14,102)
Non-controlling interests		(20)	6,443
Total Equity		8,239	(7,659)
Liabilities			
1 **Non-current liabilities**			
a) **Financial liabilities:**			
i) Borrowings	6,735		17,029
ii) Lease Liabilities	1,190		1,153
iii) Other financial liabilities	250		626
	8,175		18,808
b) Provisions	1,059		749
c) Deferred tax liabilities (net)	768		718
		10,002	20,275
Total Non-current liabilities		10,002	20,275
2 **Current liabilities**			
a) **Financial liabilities:**			
i) Borrowings	20,783		33,569
ii) Trade payables			
a) total outstanding dues of micro enterprises and small enterprises; and	1,367		1,431
b) total outstanding dues of creditors other than micro enterprises and small enterprises	6,728		8,422
iii) Lease Liabilities	503		551
iv) Other financial liabilities	2,806		3,652
	32,187		47,625
b) Provisions	966		1,377
c) Current tax liabilities (net)	174		262
d) Other current liabilities	23,193		13,659
		56,520	62,923
Liabilities pertaining to discontinued operations		4,957	1,28,749
Total Current Liabilities		61,477	1,91,672
Total Liabilities		71,479	2,11,947
Total Equity and Liabilities		79,718	2,04,288

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FORBES & COMPANY LIMITED MUMBAI

2. **Consolidated Statement of Cash flows for the year ended 31st March, 2022**

(Rs. in Lakhs)

	Year Ended 31.03.2022 (Audited)		*Year Ended 31.03.2021 (Audited)*	
Cash flows from operating activities				
Profit/ (Loss) before tax from continuing and discontinued operations		4,23,530		*(3,647)*
Adjustments for -				
Depreciation and amortisation expense	6,669		*9,742*	
Post acquisition share of (profit) of Joint Venture (using Equity Method)	(1,204)		*(834)*	
Interest income earned on financial assets that are not designated as at fair value through profit or loss				
i) Bank deposits	(100)		*(120)*	
ii) Interest income from financial assets and others at amortised cost	(7)		*(27)*	
Interest on Income Tax/ Wealth Tax refund	-		*(328)*	
Finance costs	6,592		*8,684*	
(Gain) on disposal of property, plant and equipment	(593)		*(1,657)*	
(Gain) on disposal of Right of use assets	(70)		*(18)*	
(Gain) on disposal/ fair value of current investments	(203)		*(220)*	
(Gain) due to loss of control in subsidiaries	-		*(3,113)*	
Loss on write off of Property, plant and equipment due to deconsolidation of subsidiary	-		*1,055*	
Provision/ write offs (net) for trade receivables and advances	2,446		*6,690*	
Credit balances/ excess provision written back	(285)		*(70)*	
Recovery of bad debts	(79)		-	
Net foreign exchange (gain)/ loss including effect of exchange difference on consolidation of foreign entities	(1,898)		*1,852*	
		11,268		*21,636*
Exceptional items:				
- Loss on sale of shipping vessels	-		*4,610*	
- Provision for disputed matter	230		-	
- Provision for shortfall in expected recoverable value of assets sold/ Loss on sale of asset	664		-	
- Impairment of Goodwill/ Investment in Joint Venture	33,767		*979*	
- Gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL)	(793)		-	
- Impact of loss of control of SPFSL	(166)		-	
- Provision for slow-moving damaged or obsolete inventories	1,158		*451*	
- Provision for impairment of certain intangible assets and intangible assets under development - continuing operations	161		*6,557*	
- Provision for impairment of certain intangible assets and intangible assets under development - discontinued operations	-		*789*	
- Notional gain on distribution of demerged undertaking to owners	(4,52,929)		-	
		(4,17,908)		*13,386*
		(4,06,640)		*35,022*
Operating profit before working capital changes		16,890		*31,375*
Changes in working capital:				
(Increase)/ decrease in trade and other receivables	2,130		*3,672*	
(Increase)/ decrease in inventories	(5,580)		*24,592*	
(Increase)/ decrease in other loans and advances	5		*(1,527)*	
(Increase)/ decrease in other financial assets	627		*380*	
(Increase)/ decrease in other assets	599		*338*	
Increase/ (decrease) in trade and other payables	(3,742)		*(3,854)*	
Increase/ (decrease) in other financial liabilities	4,872		*396*	
Increase/ (decrease) in provisions	(297)		*(116)*	
Increase/ (decrease) in other liabilities	7,143		*(18,786)*	
		5,757		*5,095*
Cash generated from operations		22,647		*36,470*
Income taxes (paid)/ refunds received (net)		(2,575)		*122*
(a) Net cash flow generated from operating activities		20,072		*36,592*
Cash flows from investing activities:				
Payments for property, plant and equipment including assets held for sale (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(5,920)		*(2,573)*	
Advances received in relation to assets held for sale	4,000		-	
Proceeds from disposal of property, plant and equipment (including investment properties and intangible assets)	868		*15,381*	
Payments for acquisition of investment in subsidiaries	-		*(2,124)*	
Purchase of current investments	(8,501)		*(20,927)*	
Proceeds from sale of current investments	11,191		*16,227*	
Payments for sale of investment in Joint venture	777		-	
Proceeds from sale of investments in others	-		*11*	
Inter-corporate deposits given	(750)		(2,000)	
Inter-corporate deposits received	500		2,000	
Bank balances not considered as cash and cash equivalents	898		*1,571*	
Interest received	147		*140*	
(b) Net cash flow generated from investing activities		3,210		*7,706*

Contd ...

(Rs. in Lakhs)

		Year Ended 31.03.2022 (Audited)		*Year Ended 31.03.2021 (Audited)*	
	Cash flows from financing activities:				
	Proceeds from borrowings	2,020		*8,413*	
	Repayment of borrowings	(16,943)		*(35,303)*	
	Net increase/ (decrease) in Cash credit facilities, Buyers Credit, Overdraft facility, credit card facilities and Loans repayable on demand	(4,248)		*(1,229)*	
	Finance costs paid	(6,143)		*(8,160)*	
	Payment of Lease Liabilities	(1,587)		*(1,892)*	
	Expenses on Issue of Shares by subsidiary	(48)		-	
	Tax Paid on Buyback by subsidiary	(86)		-	
	Amount Paid on buyback of shares by subsidiary to non-controlling interest	(389)		-	
	Amount Paid on capital reduction by subsidiary to non-controlling interest	(87)		-	
	Dividend paid on equity shares	-		*(1)*	
(c)	**Net cash flow (used) in financing activities**		(27,511)		*(38,172)*
(d)	**Net increase/ (decrease) in cash and cash equivalents (a + b + c)**		(4,229)		*6,126*
(e)	**Cash and cash equivalents as at the commencement of the period**		8,359		*3,453*
(f)	**Cash and cash equivalents on disposal of subsidiaries and demerger of business (net)**		(2,308)		*(1,196)*
(g)	**Effects of exchange rate changes on cash and cash equivalents**		-		*(24)*
(h)	**Cash and cash equivalents as at the end of the period (d + e + f + g)**		**1,822**		*8,359*

Reconciliation of cash and cash equivalents as per the cash flow statements

Cash and cash equivalents as per above comprise of the following	**As at 31.03.2022 (Audited)**	*As at 31.03.2021 (Audited)*
Balances with Banks		
- In current accounts	1,669	*3,486*
- In EEFC accounts	62	*142*
- In Deposits accounts (with original maturity upto 3 months) *	-	*2,200*
Cheques, drafts on hand	-	*11*
Cash on hand *	-	-
Cash and cash equivalents	**1,731**	*5,839*
Cash and cash equivalents held under assets pertaining to discontinued business	**91**	*2,520*
Balances as per statement of cash flows	**1,822**	*8,359*

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
2. Previous year figures have been regrouped/ reclassified, wherever necessary to conform to current year classification.
3. Other bank balances at the end of the year includes: (i) earmarked balances towards unpaid dividends Rs. 24 Lakhs *(Previous Year Rs. 24 Lakhs)* and (ii) margin money deposits Rs. 260 Lakhs *(Previous Year Rs. 235 Lakhs)* includes as security against license for import of goods under EPCG Scheme and hence are not available for immediate use by the Group.
4. The interest paid during the year excludes interest expense on loans for real estate development activites amounting to Rs. 53 Lakhs *(Previous year Rs. 363 Lakhs)*.

* Amount is below rounding off norms of the Group.

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FORBES & COMPANY LIMITED MUMBAI

3. The above results of Forbes & Company Limited ('the parent' or 'the Company') and its subsidiaries (together referred to as "Group") and its joint ventures and associates for the year ended 31st March, 2022 are prepared as per the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on Monday 30th May, 2022. The results for the year ended 31st March, 2022 have been audited by the statutory auditors.

4. The above financial results of the Group, its joint ventures and associates have been prepared in accordance with Indian Accounting Standard ("Ind AS") as prescribed under Section 133 of Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.

5. Exceptional items:

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.22	**31.12.21**	*31.03.21*	**31.03.22**	*31.03.21*
		(Refer Note 19)	**(Unaudited)**	*(Refer Note 19)*	**(Audited)**	*(Audited)*
(i)	Provision for disputed matter	-	-	-	**(230)**	-
(ii)	Impairment of Goodwill/ Investment in Joint Venture	**(25,738)**	-	-	**(33,767)**	*(979)*
(iii)	Provision for impairment of certain intangible assets and intangible assets under development	-	**(161)**	*(6,349)*	**(161)**	*(6,557)*
(iv)	Provision for slow-moving damaged or obsolete inventories	**(1,158)**	-	-	**(1,158)**	*(451)*
(v)	Provision for shortfall in expected recoverable value of assets sold/ Loss on sale of asset	**(664)**	-	*(1,826)*	**(664)**	*(4,610)*
(vi)	Gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL)	**793**	-	-	**793**	-
(vii)	Impact of loss of control of SPFSL	**166**	-	-	**166**	-
	TOTAL	**(26,601)**	**(161)**	*(8,175)*	**(35,021)**	*(12,597)*

(i) The Company had received Rs. 1,017 Lakhs in the year ended 31st March, 2016 from the Hon'ble Debt Recovery Tribunal, Mumbai, towards principal and interest for loan given to Coromandel Garments Limited (presently under liquidation).

The Company had made a provision of Rs. 365 Lakhs in earlier years which was reversed on receipt of Rs. 1,017 Lakhs from Coromandel Garments Limited and accounted the balance as interest income during the year ended 31st March, 2016.

In July 2018, in a separate proceeding the Hon'ble High Court, Mumbai had directed the Company to refund the aforesaid amount of Rs. 1,017 Lakhs with interest. Consequently, the Company refunded Rs. 1,056 Lakhs (including interest calculated from the date of the order till the date of payment aggregating Rs. 39 Lakhs) and recorded this as an exceptional expense during the year ended 31st March, 2019. The Company was subsequently directed by the Hon'ble High Court to pay interest from the date the amount was received by the Company amounting to Rs. 276 lakhs (of which the Company had provided for Rs. 46 Lakhs and Rs. 230 Lakhs was disclosed as a contingent liability), which was appealed by the Company.

The Official Liquidator vide order dated 23rd December, 2019 adjudicated and admitted a claim of Rs. 744 Lakhs (comprising Rs. 325 Lakhs towards loan and Rs. 419 Lakhs as interest).

The appeal filed by the Company with the High Court with respect to the interest of Rs. 276 Lakhs was dismissed on 9th June, 2021. Thereafter the Official Liquidator filed a report seeking permission from the Hon'ble High Court, Mumbai for payment of an amount of Rs. 468 Lakhs after adjusting interest amount of Rs. 276 Lakhs from the total adjudicated claim of Rs. 744 Lakhs. The Hon'ble High Court, vide order dated 4th August 2021, has permitted the Official liquidator to pay an amount of Rs. 468 Lakhs to the Company within two weeks from the date of the said Order. Basis the above, the Company has provided for Rs. 230 Lakhs in addition to Rs. 46 Lakhs provided earlier and recorded the expense as an exceptional item for year ended 31st March, 2022. The company has received the aforesaid amount of Rs 468 Lakhs in the quarter ended 30th September, 2021.

FORBES & COMPANY LIMITED MUMBAI

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3. The above results of Forbes & Company Limited ('the parent' or 'the Company') and its subsidiaries (together referred to as "Group") and its joint ventures and associates for the year ended 31st March, 2022 are prepared as per the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on Monday 30th May, 2022. The results for the year ended 31st March, 2022 have been audited by the statutory auditors.

4. The above financial results of the Group, its joint ventures and associates have been prepared in accordance with Indian Accounting Standard ("Ind AS") as prescribed under Section 133 of Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.

5. Exceptional items:

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.22	**31.12.21**	*31.03.21*	**31.03.22**	*31.03.21*
		(Refer Note 19)	**(Unaudited)**	*(Refer Note 19)*	**(Audited)**	*(Audited)*
(i)	Provision for disputed matter	-	-	-	**(230)**	-
(ii)	Impairment of Goodwill/ Investment in Joint Venture	**(25,738)**	-	-	**(33,767)**	*(979)*
(iii)	Provision for impairment of certain intangible assets and intangible assets under development	-	**(161)**	*(6,349)*	**(161)**	*(6,557)*
(iv)	Provision for slow-moving damaged or obsolete inventories	**(1,158)**	-	-	**(1,158)**	*(451)*
(v)	Provision for shortfall in expected recoverable value of assets sold/ Loss on sale of asset	**(664)**	-	*(1,826)*	**(664)**	*(4,610)*
(vi)	Gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL)	**793**	-	-	**793**	-
(vii)	Impact of loss of control of SPFSL	**166**	-	-	**166**	-
	TOTAL	**(26,601)**	**(161)**	*(8,175)*	**(35,021)**	*(12,597)*

(i) The Company had received Rs. 1,017 Lakhs in the year ended 31st March, 2016 from the Hon'ble Debt Recovery Tribunal, Mumbai, towards principal and interest for loan given to Coromandel Garments Limited (presently under liquidation).

The Company had made a provision of Rs. 365 Lakhs in earlier years which was reversed on receipt of Rs. 1,017 Lakhs from Coromandel Garments Limited and accounted the balance as interest income during the year ended 31st March, 2016.

In July 2018, in a separate proceeding the Hon'ble High Court, Mumbai had directed the Company to refund the aforesaid amount of Rs. 1,017 Lakhs with interest. Consequently, the Company refunded Rs. 1,056 Lakhs (including interest calculated from the date of the order till the date of payment aggregating Rs. 39 Lakhs) and recorded this as an exceptional expense during the year ended 31st March, 2019. The Company was subsequently directed by the Hon'ble High Court to pay interest from the date the amount was received by the Company amounting to Rs. 276 lakhs (of which the Company had provided for Rs. 46 Lakhs and Rs. 230 Lakhs was disclosed as a contingent liability), which was appealed by the Company.

The Official Liquidator vide order dated 23rd December, 2019 adjudicated and admitted a claim of Rs. 744 Lakhs (comprising Rs. 325 Lakhs towards loan and Rs. 419 Lakhs as interest).

The appeal filed by the Company with the High Court with respect to the interest of Rs. 276 Lakhs was dismissed on 9th June, 2021. Thereafter the Official Liquidator filed a report seeking permission from the Hon'ble High Court, Mumbai for payment of an amount of Rs. 468 Lakhs after adjusting interest amount of Rs. 276 Lakhs from the total adjudicated claim of Rs. 744 Lakhs. The Hon'ble High Court, vide order dated 4th August 2021, has permitted the Official liquidator to pay an amount of Rs. 468 Lakhs to the Company within two weeks from the date of the said Order. Basis the above, the Company has provided for Rs. 230 Lakhs in addition to Rs. 46 Lakhs provided earlier and recorded the expense as an exceptional item for year ended 31st March, 2022. The company has received the aforesaid amount of Rs 468 Lakhs in the quarter ended 30th September, 2021.

FORBES & COMPANY LIMITED MUMBAI

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(ii) **Before Appointed Date of the Composite Scheme (1st February, 2022)**

In one of the subsidiary group in Europe "Lux Group", business projections could not be achieved due to various factors as envisaged previously. Based on an assessment of the revised future projections (including impact of Covid-19 pandemic) carried out by the Eureka Forbes Limited's (EFL) (Erstwhile subsidiary) management after considering current economic conditions and trends, estimated future operating results and growth rates, an amount of Rs. 979 Lakhs for the year ended 31st March, 2021 has been impaired in the financial results as impairment loss on goodwill on consolidation and disclosed as an exceptional item.

Exceptional item for the year ended 31st March, 2022 represents impairment of investment in joint venture AMC Cookware (PTY) Limited, South Africa of Rs. 4,419 Lakhs and corresponding impairment of goodwill on consolidation Rs. 3,817 Lakhs respectively. Management of Lux group has approved the disposal of investment in shares of AMC Cookware at an approximate value of Rs. 777 Lakhs which has resulted into impairment of investment in AMC Cookware and corresponding goodwill on consolidation aggregating Rs. 207 Lakhs and Rs. 8,236 Lakhs for the quarter and year ended 31st March, 2022 respectively. The sale transaction is executed in the month of December 2021.

After Appointed Date of the Composite Scheme (1st February, 2022)

Lux group is part of the Health and Hygiene business segment of the Group and was earlier part of the Eureka Forbes group of subsidiaries. Pursuant to the demerger of the major Health and Hygiene business in lines with the composite scheme (refer Note 13 below) from the Group, synergies which were expected to bring about business expansion and recovery for the Lux Group may not be attainable. Accordingly, based on an assessment of the revised future projections carried out by the Company's management after considering the current economic conditions and trends and estimated future operating results, an impairment loss on goodwill of Rs. 25,531 Lakhs for the quarter and year ended 31st March, 2022 has been recorded as an exceptional item.

(iii) In Forbes Technosys Limited ('FTL'), a subsidiary, based on FTL management's assessment about the current stage of development, expected time and cost required to complete and expected revenues from the projects, FTL has concluded that certain projects are impaired. Impairment loss on the above projects aggregating Rs. 161 lakhs for the quarter ended 31st December, 2021 and the year ended 31st March 2022 and Rs. 6,557 Lakhs and Rs 6,349 Lakhs for the year and quarter ended 31st March, 2021 respectively has been disclosed as an exceptional item in these financial results.

(iv) In FTL, expense in respect of write down of slow-moving, damaged or obsolete inventories to their net realisable value amounting to Rs. 1,158 lakhs for the quarter and year ended 31st March, 2022 has been presented separately in financial results as exceptional item and accordingly, the corresponding figures of Rs. 451 Lakhs for the year ended 31st March, 2021 has also been regrouped which was earlier included under 'Changes in inventories of finished goods, work in progress and stock-in-trade'.

(v) During the year ended 31st March, 2021, Shapoorji Pallonji Forbes Shipping Limited ('SPFSL'), sold three of its shipping vessels for an aggregate consideration of USD 18.13 million. The difference between the agreed sales consideration (net of expenses) and net book value as on the date of the sale of the respective vessels has been recorded as an exceptional loss (net of foreign exchange effects) aggregating Rs. 4,610 Lakhs for the year ended 31st March, 2021 and Rs. 1,826 Lakhs for the quarter ended March 31, 2021.

In March 2022, the Company sold its Neelambari vessel for an aggregate consideration of USD 7.60 million. The vessel was delivered to the buyer on 17th March, 2022. Loss on sale of Rs. 664 lakhs has been recorded as an exceptional loss being the difference between net book value and net sale value for the quarter and year ended 31st March, 2022.

In December 2021, the Company resolved to sell its Saranga vessel for an aggregate net consideration of USD 12.36 million. Memorandum of Understanding has been signed with the buyer for sale of the vessel. The net book value (NBV) of the vessel is USD 8.80 million. The sale transaction has been completed subsequent to the year end.

(vi) Pursuant to NCLT and Bombay High Court approval vide order dated 21st January, 2022 for capital reduction in SPFSL, 8,05,00,000 equity shares of Rs. 10 each and 3,50,00,000 preference shares of Rs. 10 each were cancelled for a consideration of Rs. 0.10 per share. Accordingly, Rs. 793 Lakhs pertaining to interest accrued on the preference shares has also been written back as exceptional income during the quarter and year ended 31st March, 2022.

(vii) Pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year, SPFSL ceases to be a subsidiary of the Company effective 1st March, 2022 and now stands as an associate. Accordingly, the net assets of SPFSL as at 1st March, 2022 aggregating Rs. 8,608 Lakhs and the non-controlling interest of SPFSL aggregating Rs. 6,019 Lakhs has been derecognized and investment in SPFSL as an associate has been recognized at fair value amounting to Rs. 2,755 Lakhs. Gain on loss of control over SPFSL has been recorded as an exceptional item in the financial results amounting to Rs. 166 Lakhs for the quarter and year ended 31st March, 2022.

FORBES & COMPANY LIMITED MUMBAI

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6. Standalone Information:

(Rs. in Lakhs)

Particulars	Quarter ended			Year ended	
	31.03.2022	**31.12.2021**	*31.03.2021*	**31.03.2022**	*31.03.2021*
Revenue from operations	**5,271**	**6,602**	*44,311*	**23,505**	*56,236*
Profit before tax	**4,18,506**	**1,120**	*5,538*	**4,12,236**	*911*
Profit after tax	**4,20,167**	**971**	*1,525*	**4,13,294**	*(3,102)*

Investors can view the standalone results of the Company on the Company's website (www.forbes.co.in) or BSE website (www.bseindia.com).

7. Financial difficulties in certain downstream entities acquired from EFL -

Forbes Lux International Ltd. (FLIAG):

Forbes Lux International Ltd. and its direct subsidiaries (Lux Group) faced financial difficulties during the last years and the period ended 31st December 2021. Forbes Lux International Ltd. and the Lux group's ability to continue as a going concern depends on the continuing financial support of its ultimate parent company, Eureka Forbes Limited located in India (EFL). The Board of Directors of Lux International AG have taken necessary steps to revive and stabilize the business of Lux Group. Further, the ultimate parent company, EFL, issued a financial support letter dated 27th January, 2021, that they undertake financial support to the extended needed to keep Forbes Lux International Ltd. and Lux Group adequately capitalized. In the event of continuing loss and financial needs, EFL will provide necessary liquid funds support or equity to continue its operations. This undertaking is valid until 31st March, 2022.

Should EFL be unable to provide necessary liquid funds support or equity, this would constitute a material uncertainty that would cast significant doubt about Forbes Lux International Ltd's ability to continue as a going concern. If Forbes Lux International Ltd. is not able to continue as a going concern, the financial statement must be prepared at liquidation values. The impact of such change in basis of accounting could be material and the necessary provisions would have to be followed by the Board of Directors.

Lux International AG (Lux group):

Lux International AG and its direct and indirect subsidiaries (Lux Group) faced financial difficulties after the outbreak of the pandemic in 2020 which caused economical slow-down. The Board of Directors of Lux International AG are taking necessary steps to revive and further stabilize the business of Lux Group, cost reduction, revision in business strategy and reduction in cash outflow which will ultimately strengthen its financial position.

The Board of Directors of Lux Group, considering all risks and opportunities which can be assessed and all valuations reflected in the accounts of the company, have concluded and prepared the consolidated financial statements of Lux International AG on a going concern assumption. The Board of Directors of Lux Group have also taken decisions to divest two unprofitable operations in 2020 which impacted positively on the 2021 performance, as these local losses did not incur any longer. The erstwhile shareholders (EFL) also made a loan-to-equity conversion in March 2021 amounting to TEUR 4,546. In June 2021, erstwhile Eureka Forbes Ltd. made an early repayment of the entire remaining (TEUR 6'420) ICICI Bank credit facilities and at the same time granted a restructuring contribution towards Lux International AG amounting to TEUR 6'890.

8. One of the subsidiaries, Forbes Technosys Limited (FTL), has not created Debenture Redemption Reserve due to negative retained earnings.

9. FTL has incurred a net loss of Rs. 1,706 lakhs and Rs. 4,223 lakhs during the quarter and year ended 31st March, 2022 respectively. FTL's current liabilities exceeded its current assets by Rs. 15,064 lakhs as at 31st March, 2022. FTL has accumulated losses of Rs. 31,728 lakhs and its net worth is negative as at 31st March, 2022. These conditions indicate the existence of a material uncertainty that may cast a significant doubt about FTL's ability to continue as a going concern.

FTL's Management has made an assessment of the impact of COVID-19 on the FTL's operations, financial performance and position for the year ended 31st March, 2022, and has concluded that the impact was primarily on the operational aspects of the business during the initial months of the year ended 31st March, 2022. FTL has used the principles of prudence in applying judgments, estimates and assumptions based on current assessments in preparation of the financial results.

FTL has exited loss making business verticals and is now focusing on serving customer orders based on regular supply of raw materials and logistics services. FTL has assessed recoverability of its assets such as trade receivables, inventory, other current assets and loans and advances and believes that it will recover the carrying amount of all its assets. FTL's management will continue to closely monitor any material changes arising out of future economic conditions and impact on its business.

During the year, the Company and Forbes Campbell Finance Limited (a subsidiary), have provided additional Inter Corporate Deposits ("ICDs") aggregating to Rs. 5,183 lakhs (net of repayments) to support the repayment of maturities of long term debts.

Further, outstanding ICDs of Rs. 3,000 lakhs and Rs. 1,800 Lakhs have been converted into equity shares of FTL during the months of June 2021 and July 2021, respectively, aggregating to 4,80,00,000 equity shares of Rs. 10 each of FTL.

FORBES & COMPANY LIMITED MUMBAI

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The Board of Directors of FTL has also approved a scheme of arrangement during the year (Refer Note 10 below) to improve it's position of the Company.

FTL is confident of repayment of all liabilities, as and when due, from business operations and/ or financial support from the Company and accordingly, the financial results of FTL have been prepared on a going concern basis.

10. The Board of Directors of FTL, in its meeting held on 27th December, 2021, after considering the rationale and pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the requisite approval of the shareholders of FTL and the sanction of the jurisdictional National Company Law Tribunal and such other competent authority as may be applicable, approved the Composite Scheme of Arrangement between Forbes Campbell Service Limited ("FCSL") and FTL and their respective shareholders ('the Scheme'). The Scheme was subsequently approved by the shareholders of FTL through their consent on 25th January, 2022.

    The Scheme inter-alia proposes for amalgamation of FCSL into FTL and reduction of share capital of FTL before the said amalgamation.

    Subject to the requisite approvals, through the above mentioned Scheme, FTL has proposed to proportionately reduce capital by cancelling –

    a) 9,39,48,228 equity shares of Rs. 10 each out of the existing 9,48,97,200 equity shares of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each equity share so cancelled.
    b) 6,13,80,000 "10% Optionally Convertible Redeemable Preference Shares" (OCRPS) of Rs. 10 each out of the existing 6,20,00,000 OCRPS of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each OCRPS so cancelled.
    c) 99,00,000 "0.10% Non-Convertible Redeemable Preference shares" (NCRPS) of Rs. 10 each out of the existing 1,00,00,000 NCRPS of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each NCRPS so cancelled.

    The Scheme proposes that a consideration of Rs. 2.6 Lakhs "6% Non-cumulative Non-Convertible Redeemable Preference Shares" (NCRPS) of Rs. 10 each of FTL shall be issued and allotted to the Equity Shareholders of the FCSL in proportion to their holding in FCSL as on the Record Date for Amalgamation.

    Pending the order of NCLT for approval of the Scheme, the financial results of FTL have been prepared without giving effect to the proposed Scheme.

11. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the then existing revenue recognition standards. The application of Ind AS 115 had significant bearing on the Company's accounting for recognition of revenue from real estate development projects.

    The Company had applied the modified retrospective approach as on 1st April, 2018 and recorded a transitional impact in retained earnings towards the reversal of profits aggregating Rs. 5,083 Lakhs (net of tax) on real estate projects under development (i.e. flats under construction) for contracts not completed as on 1st April, 2018.

    Considering the terms of the contract, receipt of Occupancy Certificate for Phase I of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Company has recognised revenue of Rs. 1,491 Lakhs for the year ended 31st March, 2022, Rs. 408 Lakhs for the quarter ended 31st December, 2021 and Rs. 38,653 Lakhs for the quarter and year ended 31st March, 2021

12. The COVID-19 pandemic has severely disrupted the world's business operations due to global lockdown and other emergency measures imposed by the various governments. The operations of the Group, its joint ventures and associates were impacted due to the shutdown of plants, real estate development project and offices following the nationwide lockdown. The Group commenced with its operations in a phased manner in line with the directives from the authorities.

    The Group has evaluated the impact of this pandemic (considering the current situation and likely future developments along with the expected impact of new waves and strains of virus) on its business operations, liquidity and recoverability/ carrying values of its assets including property, plant and equipment, intangible including goodwill, trade receivables, inventory and investments as at the Balance Sheet date. Based on the management's review of the current indicators and economic conditions there are no additional adjustments on its financial results for the year ended 31st March, 2022. The Group has adequate unutilized fund-based credit facilities available, to take care of any urgent requirement of funds.

    The Group throughout the lockdown period and even subsequently has been able to maintain adequate control of its assets and there are no significant changes to its control environment during the period.

    However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions.

13. The Board of Directors of the Company at their Board Meeting held on 8th September, 2020 had, inter alia, approved the Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

FORBES & COMPANY LIMITED MUMBAI

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The Scheme provides for amalgamation and vesting of Aquaignis Technologies Private Limited ("ATPL") and Euro Forbes Financial Services Limited ("EFFSL") [the wholly owned subsidiaries of Eureka Forbes Limited ("EFL")] with and into EFL and amalgamation and vesting of EFL with and into the Company.

Further, upon the above part of the Scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis would take place. Upon the entire scheme becoming effective, the name of FESL shall be changed to Eureka Forbes Limited.

On 19th September, 2021 a Share Purchase Agreement (SPA) was entered into between Lunolux Limited (Acquirer), an Advent International entity, Shapoorji Pallonji and Company Private Limited (Seller), the Company, EFL, FESL and Forbes Campbell Finance Limited ("FCFL") for sale of shares of FESL, post issuance and listing of the same pursuant to the Scheme becoming effective.

Pursuant to the aforesaid SPA, the Board of Directors of the Company vide resolution dated 10th October, 2021, approved the following amendments to the Scheme:
- certain identified investments of EFL shall not be demerged as part of the Demerged Undertaking (as defined in the Scheme) from the Company to FESL,
- "appointed date" as per the Scheme would be effective date or the first day of the calendar month immediately succeeding the month in which the effective date occurs, as may be decided by the Board.

Consequently, notices to equity shareholders, secured creditors and unsecured creditors had been sent for the aforesaid modifications in the Scheme and necessary approvals from the stock exchange, regulators and other stakeholders were sought. On 6th October, 2021, the Company has received an order from Hon'ble National Company Law Tribunal, Mumbai (NCLT) for convening meetings of equity shareholders, secured creditors and unsecured creditors and consequently the meetings were held on 22nd November, 2021, where the scheme was approved. EFL has deconsolidated FESL w.e.f. 1st December, 2021. Further, the Scheme was sanctioned by the NCLT vide order dated 25th January, 2022. Upon receipt of the certified copy of the said order, the Scheme was made effective by filing Form INC 28 with the Registrar of Companies, Mumbai, Maharashtra (ROC) on 1st February, 2022.

The Board of Directors of the respective companies vide resolution dated 31st January, 2022 have approved 1st February, 2022 as the Appointed Date, for the purposes of the Scheme. Consequently, with effect from 1st February, 2022, ATPL and EFFSL have merged with EFL, followed by merger of EFL into the Company and demerger of the Demerged Undertaking as defined in the Scheme on a going concern basis into FESL on the same date.

In accordance with the provisions of the Scheme, each shareholder of the Company as on the Record date i.e. 11th February, 2022 were allotted 15 shares each of FESL (Now EFL) which got listed on BSE Limited. The allotment of the aforesaid new shares was completed on 14th February, 2022 and each shareholder of Forbes & Company Limited became entitled to 15 shares of FESL (Now EFL) in the ratio to their original holding as per details specified in the scheme.

Post the merger scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis has taken place on the appointed date of 1st February, 2022 as approved by the NCLT.

The demerger has been considered as a distribution of non-cash assets to the owners of the Company and the difference in the fair value and the carrying amount of net assets of the Demerged Undertaking is recognised as Notional gain on demerger in these financial results as an exceptional item amounting to Rs. 4,52,929 Lakhs during the year ended 31st March, 2022. Neither the Company nor the shareholders received any cash amount nor were they entitled to receive any cash in respect of this Composite Scheme.

	(Rs. in lakhs)
Distribution of demerged undertaking to Shareholders of the Company	406,600
Carrying value of net assets/ (liabilities) of demerged entities	(46,329)
Notional gain on distribution of demerged undertaking to owners	4,52,929

14. **Discontinued Operations**

Health and Hygiene Business

Pursuant to the composite scheme of arrangement as described above, EFL and related entities in the Health and Hygiene segment as described in the scheme will be demerged into FESL. The aforesaid scheme has been approved by the Honorable National Company Law Tribunal as at 25th January, 2022 and meets the criteria prescribed in Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations" to be considered as discontinued operations. Accordingly, the Demerged Undertaking as defined in the Scheme has been disclosed as discontinued operations in these financial results.

FORBES & COMPANY LIMITED MUMBAI

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Further, the Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly owned subsidiary of the Company to SILA Solutions Private Limited. The binding term sheet has been executed on 23rd February, 2022 and the definitive agreement for sale has been executed on 20th May, 2022. The transaction is subject to completion of conditions precedent as shall be set out in the definitive documents and is likely to be completed by Q1/ Q2 of FY 2022-2023. The proposed sale consideration is Rs 4,200 Lakhs, subject to certain closing adjustments.

Accordingly, the previous periods have been reclassed and the amount pertaining to discontinued operations has been disclosed as a single line in the financial results.

The summary of results of the aforesaid discontinued operations, as included under the results, is as follows:

Particular	Quarter ended			Year ended	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
Revenue (Including Other Income)	22,061	54,812	54,763	182,308	193,131
Expenses	(20,390)	(57,304)	(55,308)	(177,931)	(193,275)
Profit/ (Loss) before tax, Share of profit of joint ventures and associates accounted for using equity method and Exceptional items from discontinued operations	1,671	(2,492)	(545)	4,377	(144)
Share of profit of joint ventures and associates accounted for using equity method	-	-	44	-	351
Profit/ (Loss) before tax and Exceptional items from discontinued operations	1,671	(2,492)	(501)	4,377	207
Exceptional Items (refer Note 13)	4,52,929	-	-	4,52,929	-
Profit/ (Loss) before tax from discontinued operations	4,54,600	(2,492)	(501)	4,57,306	207
Tax expense	(371)	54	(479)	(2,080)	(1,989)
Profit/ (Loss) after tax from discontinued operations	4,54,229	(2,438)	(980)	4,55,226	(1,782)

ForbesExpress Business

During the previous year, FTL decided to discontinue certain operations relating to online utility recharges and money transfer service forming part of ForbesExpress. Accordingly, FTL has presented the profit/(loss) in respect of these discontinued operations separately in these results as a single amount.

The summary of results of the aforesaid discontinued operations, as included under the results, is as follows:

Particular	Quarter ended			Year ended	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
Revenue	-	-	-	-	873
Expenses	-	-	(2)	-	(945)
(Loss) before tax and Exceptional items from discontinued operations	**-**	**-**	**(2)**	**-**	**(72)**
Exceptional Items	-	-	-	-	(789)
(Loss) before tax from discontinued operations	**-**	**-**	**(2)**	**-**	**(861)**
Tax expense	-	-	-	-	-
(Loss) after tax from discontinued operations	**-**	**-**	**(2)**	**-**	**(861)**

15. The Board of Directors of the Company, in their meeting held on 22nd December, 2020, approved entering into of a Memorandum of Understanding ("MOU") for sale of approximately 3.804 acres of land at Chandivali with a net book value as on 31st March, 2022 aggregating Rs. 2,316 Lakhs [including amounts paid under the Urban Land (Ceiling & Regulation) Act, 1976 seeking permission for the transfer/ sale/ development/ redevelopment of the land paid during the quarter ended 31st March, 2022 of Rs. 2,277 Lakhs] reflected as 'Asset Held for Sale' for a consideration of Rs. 20,000 Lakhs.

FORBES & COMPANY LIMITED MUMBAI

Contd...

The Board of Directors of the Company have approved entering into and execution of a new Agreement For Sale (AFS) with the same party Equinix India Private Limited (Equinix) for sale of land at Chandivali for an increased consideration of Rs. 23,500 Lakhs. The new AFS was executed on 24th March, 2022 and the completion of the said transaction subject to fulfilment of conditions precedent is expected to be completed in Q1 of FY 2022-2023. Further, Equinix has also given Rs. 4,000 Lakhs as a security deposit for the land which is reflected under Other Liabilities.

16. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment . The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.

17. The Board of Directors of the Company at their meeting held on 30th May, 2022 has approved the sale of its entire shareholding in SPFSL, an associate as at 31st March, 2022 of the Company. Accordingly, the net carrying value of the investment of Rs. 2,755 Lakhs has been classified as asset held for sale as at 31st March, 2022.

18. During the current year,
   i. Pursuant to the Composite Scheme of Arrangement as described in Note 13 above, the following are not subsidiaries/ associates of the Company as at 31st March, 2022:
      - Eureka Forbes Limited
      - Aquaignis Technologies Private Limited
      - Euro Forbes Financial Services Limited
      - Infinite Water Solutions Private Limited
      - Forbes Aquatech Limited
      - Forbes Lux FZCO
      - Euro Forbes Limited
      - Forbes Enviro Solutions Limited
      - Euro P2P Direct (Thailand) Company Limited
   ii. AMC Cookware PTY Ltd (joint venture) has been sold in December 2021
   iii. Liquidation process for LIAG Trading & Investments Ltd has been completed and control has been lost effective 31st March, 2021.

   During the previous year:
   i. Lux Italia srl, Italy, a subsidiary of EFL's subsidiary, ceased to be a subsidiary on 1st January, 2021.
   ii. Lux Deutschland GmBH, Germany, a subsidiary of EFL's subsidiary, ceased to be a subsidiary from 8th May, 2020. Liquidation of this entity is in progress and the entity is under control of the insolvency administrator. Management has given effect of 'loss of control' for the entity in the consolidated financial results of the previous year.
   iii. Lux Norge A/S a subsidiary of EFL's subsidiary, ceased to be a subsidiary from 1st January 2021.
   iv. Forbes Aquatech Limited (erstwhile joint venture of EFL), has become subsidiary of EFL w.e.f. 28th August, 2020.
   v. Infinite Water Solutions Private Limited {erstwhile joint venture of EFL), has become a subsidiary w.e.f. 31st March, 2021.

19. The figures of the quarter ended 31st March, 2022 and 31st March, 2021 are balancing figures between the audited figures in respect of the full financial year ended on 31st March, 2022 and 31st March, 2021 as reported in these financial results and the unaudited published year to date figures up to third quarter ended on 31st December, 2021 and 31st December, 2020 respectively, which were subjected to Limited Review by the Statutory Auditors.

20. Figures for the previous periods are re-classified / re-arranged / regrouped, wherever necessary, to correspond with the current period's classification / disclosure.

For Forbes & Company Limited

FORBES & COMPANY LIMITED MUMBAI

(Mahesh Tahilyani)
Managing Director
DIN: 01423084

Mumbai,
30th May, 2022

ANNEXURE 'B'

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2022				
I.	Sl. No.	Particulars	Consolidated Audited Figures (as reported before adjusting for qualifications)	Consolidated Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income (Rs. in Lakhs)	54,917	54,917
	2.	Total Expenditure (Rs. in Lakhs)	54,876	54,876
	3.	Net Profit/(Loss) (Rs. in Lakhs)	4,22,481	4,22,481
	4.	Earnings Per Share	3,319.02	3,319.02
	5.	Total Assets (Rs. in Lakhs)	79,718	79,718
	6.	Total Liabilities (Rs. in Lakhs)	71,479	71,479
	7.	Net Worth (Rs. in Lakhs)	8,239	8,239

II. **Audit Qualification (each audit qualification separately):**

a. **Details of Audit Qualification:**

a) Lux International AG
The following qualification to the opinion included in the audit report dated May 17, 2022, issued by an independent firm of accountants on the consolidated financial statements of Lux International AG, a subsidiary of Forbes & Company Limited (Holding Company) is reproduced as under:

"Lux International AG's investment in Lux del Paraguay S.A., a foreign company, is fully consolidated. Lux del Paraguay S.A.'s net result in the amount of TEUR - 296 and total assets of EUR 2.821 million are included in the Group's consolidated income statement and consolidated statement of financial position for the financial year then ended. We were unable to obtain sufficient appropriate audit evidence on Lux del Paraguay S.A.'s share of net profit as well as total assets and liabilities for the year ended December 31, 2021, as access to the financial information was limited to the Lux del Paraguay S.A.'s auditor. Due to this scope limitation, the component auditor is unable to issue an opinion on the financial statements of Lux del Paraguay S.A.. Consequently, we were unable to determine whether any adjustments are required with regards to the net assets and results of Lux del Paraguay S.A. included in the consolidated income statement and consolidated statement of financial position."

b) Forbes Lux International AG
The following qualification to the opinion included in the audit report dated May 13, 2022, issued by an independent firm of accountants on the financial statements of Forbes Lux International AG, a subsidiary of

the Holding Company is reproduced as under:
"Forbes Lux International AG has an indirect investment in Lux del Paraguay S.A., a foreign company that is a subsidiary of Lux International AG. The values attributable to Lux del Paraguay S.A. are recognized as part of the fair value of the Lux International AG investment, amounting to CHF 46.507 million. Lux del Paraguay S.A.'s share in the fair value recognized in the balance sheet of Forbes Lux International AG amounts to CHF 1.962 million as at December 31, 2021. We were unable to obtain sufficient appropriate audit evidence on Lux del Paraguay S.A.'s financial results and balances for the year ended December 31, 2021, as access to the financial information was limited to Lux del Paraguay S.A.'s auditors. Due to this scope limitation, the component auditor is unable to issue an opinion on the financial statements of Lux del Paraguay S.A.. Consequently, we were unable to determine whether any adjustments are required with regards to the investment of Lux del Paraguay S.A. and respective portion of the fair value, amounting to CHF 1.962 million, which is included in the total investment value, amounting to CHF CHF 46.507 million."

b. **Type of Audit Qualification:** Qualified Opinion

c. **Frequency of qualification:** Appeared first time

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:** There is no impact on the standalone financial statements of Forbes & Company Limited since all balances pertaining to the entities referenced above are impaired. Impact on the consolidated financial statements of Forbes & Company Limited is not quantifiable.

e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**

   (i) **Management's estimation on the impact of audit qualification:** No impact is determinable.

   (ii) **If management is unable to estimate the impact, reasons for the same:** The component management was not able to provide certain information due to issues arising out of system integration. During the integration activity, team members were impacted due to Covid-19 and availability of the personnel was seriously impacted. However, considering the scale of operations of the component entity, the management is of the view that there would be insignificant impact, if any, on the consolidated financial statements.

	(iii) **Auditor's Comments on (i) or (ii) above:** In accordance with our discussions with management and the component auditors, the component management was unable to provide certain information to the component auditors due to issues with the system integration. The Holding Company's management is of the opinion that due to the scale of operations of the said entities, the impact on the consolidated financial statements would be insignificant, if any. As per our understanding, the impact of the same is indeterminable.
III.	**Signatories:** • **Managing Director** • **CFO** • **Audit Committee Chairman** • **Statutory Auditor** **Place:** Mumbai **Date:** May 30, 2022