

## Independent Auditor's Report

### To the Board of Directors of Vedant Fashions Limited

### Report on the audit of the Consolidated Annual Financial Results

#### Opinion

We have audited the accompanying consolidated annual financial results of Vedant Fashions Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), for the year ended 31 March 2024, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated annual financial results:

- a. include the annual financial results of the following entities

#### Parent

Vedant Fashions Limited

#### Subsidiary

Manyavar Creations Private Limited

- b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2024.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results* section of our report. We are independent of the Group 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 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 obtained by us, is sufficient and appropriate to provide a basis for our opinion on the consolidated annual financial results.

#### Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated

## Independent Auditor's Report (Continued)

### Vedant Fashions Limited

net profit/ loss and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 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 annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and the Board of Directors of the Holding Company, as aforesaid.

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

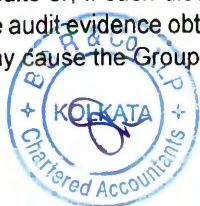
The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

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

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results 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 annual financial results.

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

- Identify and assess the risks of material misstatement of the consolidated annual financial results, 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 through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 annual financial results 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 to cease to continue as a going concern.



**Independent Auditor's Report (Continued)**

**Vedant Fashions Limited**

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

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

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

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

**Other Matter**

- The consolidated annual financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248WW-100022



*Seema Mohnot*

**Seema Mohnot**

*Partner*

Membership No.: 060715

UDIN:24060715BKFMHL4461

Kolkata

30 April 2024



**Vedant Fashions Limited**  
CIN : L51311WB2002PLC094677  
Regd. Office: Paridhan Garment Park, 19, Canal South Road, SDF-1, 4th Floor, A501-A502, Kolkata - 700015, West Bengal, India  
Consolidated Balance Sheet as at March 31, 2024

(All amounts are in INR Million, unless otherwise stated)

Particulars	As at March 31, 2024 (Audited)	As at March 31, 2023 (Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
(a) Property, plant and equipment	697.58	713.62
(b) Right of use assets	4,267.10	2,790.55
(c) Capital work in progress	-	20.22
(d) Goodwill	157.11	157.11
(e) Other intangible assets	1,512.45	1,543.14
(f) Intangible assets under development	0.62	1.68
(g) Financial assets		
(i) Investments	3,549.28	1,694.49
(ii) Other financial assets	818.09	629.24
(h) Deferred tax assets (net)	4.49	7.42
(i) Non-current tax assets (net)	60.30	57.55
(j) Other non-current assets	102.97	667.32
<b>Total non-current assets</b>	<b>11,169.99</b>	<b>8,282.34</b>
<b>Current assets</b>		
(a) Inventories	1,386.30	1,736.46
(b) Financial assets		
(i) Investments	6,042.93	6,176.85
(ii) Trade receivables	5,645.21	4,734.43
(iii) Cash and cash equivalents	216.97	97.45
(iv) Bank Balances other than (iii) above	0.13	2.61
(v) Other financial assets	118.62	167.07
(c) Other current assets	507.41	462.95
<b>Total current assets</b>	<b>13,917.57</b>	<b>13,377.82</b>
<b>Total Assets</b>	<b>25,087.56</b>	<b>21,660.16</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity share capital (Refer Note 2)	242.87	242.78
(b) Other equity	15,775.93	13,756.02
<b>Total Equity</b>	<b>16,018.80</b>	<b>13,998.80</b>
<b>Liabilities</b>		
<b>Non-current Liabilities</b>		
(a) Financial liabilities		
(i) Lease liabilities	3,266.49	1,958.31
(ii) Deposits	1,225.37	1,064.18
(b) Provisions	45.73	35.19
(c) Deferred tax liabilities (net)	218.88	197.31
(d) Other non-current liabilities	583.78	439.71
<b>Total non-current liabilities</b>	<b>5,340.25</b>	<b>3,694.70</b>
<b>Current Liabilities</b>		
(a) Financial liabilities		
(i) Lease liabilities	1,177.70	975.50
(ii) Trade payables		
- total outstanding dues of micro enterprises and small enterprises	307.05	196.84
- total outstanding dues of creditors other than micro enterprises and small enterprises	583.74	661.98
(iii) Other financial liabilities	289.06	367.02
(b) Other current liabilities	1,304.06	1,719.63
(c) Provisions	3.42	2.47
(d) Current tax liabilities (net)	63.48	43.22
<b>Total current liabilities</b>	<b>3,728.51</b>	<b>3,966.66</b>
<b>Total liabilities</b>	<b>9,068.76</b>	<b>7,661.36</b>
<b>Total equity and liabilities</b>	<b>25,087.56</b>	<b>21,660.16</b>





**Vedant Fashions Limited**  
CIN: L51311WB2002PLC094677  
Regd. Office: Paridhan Garment Park, 19, Canal South Road, SDF-1, 4th Floor, A501-A502, Kolkata - 700015, West Bengal, India  
**Statement of Consolidated Profit and Loss for the quarter and year ended March 31, 2024**

*(All amounts are in INR Million, unless otherwise stated)*

Particulars	Three months ended			Year ended	
	March 31, 2024 (Unaudited) (Refer Note 6)	December 31, 2023 (Unaudited)	March 31, 2023 (Unaudited) (Refer Note 6)	March 31, 2024 (Audited)	March 31, 2023 (Audited)
<b>Income:</b>					
I Revenue from operations	3,631.57	4,744.57	3,416.26	13,675.32	13,549.30
II Other income	241.08	154.67	134.35	696.71	402.41
<b>III Total income (I + II)</b>	<b>3,872.65</b>	<b>4,899.24</b>	<b>3,550.61</b>	<b>14,372.03</b>	<b>13,951.71</b>
<b>IV Expenses:</b>					
(a) Cost of materials consumed					
- Raw materials	378.17	357.80	306.39	1,292.09	1,436.47
- Accessories & packing materials	43.81	44.62	44.91	156.97	190.54
(b) Purchases of stock-in-trade	648.96	730.11	566.12	2,057.12	2,280.96
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(70.97)	211.95	46.82	285.95	(388.61)
(d) Employee benefits expense	133.75	137.53	148.31	567.78	566.30
(e) Finance costs	132.18	111.77	84.37	445.00	314.64
(f) Depreciation and amortisation expense	380.60	344.28	274.39	1,348.54	1,037.85
(g) Other expenses	747.00	842.11	624.81	2,734.52	2,755.17
<b>Total expenses (IV)</b>	<b>2,393.50</b>	<b>2,780.17</b>	<b>2,096.12</b>	<b>8,887.97</b>	<b>8,193.32</b>
<b>V Profit before tax (III-IV)</b>	<b>1,479.15</b>	<b>2,119.07</b>	<b>1,454.49</b>	<b>5,484.06</b>	<b>5,758.39</b>
<b>VI Tax expense:</b>					
Current tax	348.96	523.71	347.87	1,318.40	1,444.69
Deferred tax	(27.74)	18.25	17.96	23.94	22.62
<b>Total Tax expense (VI)</b>	<b>321.22</b>	<b>541.96</b>	<b>365.83</b>	<b>1,342.34</b>	<b>1,467.31</b>
<b>VII Profit for the period/year (V-VI)</b>	<b>1,157.93</b>	<b>1,577.11</b>	<b>1,088.66</b>	<b>4,141.72</b>	<b>4,291.08</b>
<b>VIII Other Comprehensive income/(loss)</b>					
(i) <b>Item that will not be reclassified to profit or loss</b>					
(a) Re-measurement gains/(loss) on defined benefit obligations	(6.05)	0.30	1.00	(5.16)	1.25
(b) Income tax effect on above	1.51	(0.07)	(0.26)	1.29	(0.32)
(ii) <b>Item that will be reclassified to profit or loss</b>					
(a) Fair value changes in debt instruments through other comprehensive income	(27.53)	(3.72)	26.71	7.34	47.38
(b) Income tax effect on above	6.93	0.93	(6.73)	(1.85)	(11.93)
<b>Other comprehensive income/(loss) for the period/year, net of tax</b>	<b>(25.14)</b>	<b>(2.56)</b>	<b>20.72</b>	<b>1.62</b>	<b>36.38</b>
<b>IX Total comprehensive income for the period/year</b>	<b>1,132.79</b>	<b>1,574.55</b>	<b>1,109.38</b>	<b>4,143.34</b>	<b>4,327.46</b>
Paid-up equity share capital (face value of INR 1 each)(Refer Note 2)	242.87	242.83	242.78	242.87	242.78
Other Equity	-	-	-	15,775.93	13,756.02
<b>X Earnings per equity share (EPS) (face value of share of INR 1 each)*</b>					
Basic (in INR per share)	4.77	6.50	4.49	17.06	17.68
Diluted (in INR per share)	4.75	6.50	4.49	17.04	17.68

\* EPS is not annualized for the quarter ended March 31, 2024, December 31, 2023 and March 31, 2023.





**Vedant Fashions Limited**  
CIN : L51311WB2002PLC094677  
Regd. Office: Paridhan Garment Park, 19, Canal South Road, SDF-1, 4th Floor, A501-A502, Kolkata - 700015, West Bengal, India  
Statement of Consolidated Cash Flows for the year ended March 31, 2024

(All amounts are in INR Million, unless otherwise stated)

Particulars	For the Year Ended	
	March 31, 2024 (Audited)	March 31, 2023 (Audited)
<b>A. Cash Flows from Operating Activities</b>		
Profit before tax	5,484.06	5,758.39
<b>Adjustments for:</b>		
- Depreciation and amortisation expenses	1,348.54	1037.85
- Profit on sale of property, plant and equipment (net)	(0.35)	(30.55)
- Interest income	(135.43)	(88.62)
- Profit on sale of investments (net)	(181.93)	(59.10)
- Gain on fair valuation of investments carried at FVTPL	(316.90)	(180.15)
- Loss allowances on financial assets	7.61	16.29
- Bad debts/advances written off	1.62	2.24
- Liabilities/provisions no longer required written back	(25.67)	(16.05)
- Unrealised net gain on foreign currency transactions and translations	(0.26)	(0.05)
- Equity settled share-based payments	30.66	-
- Gain on termination of lease arrangements	(7.55)	(15.69)
- Interest expense on lease liabilities	335.47	237.62
- Interest expense on others	2.27	-
- Interest expense on financial liabilities measured at amortised cost	107.28	70.92
- Other miscellaneous income	(19.76)	-
<b>Operating profit before working capital changes</b>	<b>6,629.64</b>	<b>6,739.20</b>
<b>Movement in working capital:</b>		
(Increase)/decrease in financial assets	(74.37)	3.92
Increase in other assets	(128.70)	(50.19)
Increase in trade receivables	(919.75)	(778.02)
Decrease/ (Increase) in inventories	350.16	(306.46)
Increase in provisions	6.32	4.70
Increase in trade payables	57.63	111.96
Increase in other financial and non financial liabilities	211.16	444.96
<b>Cash generated from operating activities</b>	<b>6,131.69</b>	<b>6,170.07</b>
Income tax paid (net of refund)	(1,300.90)	(1,471.93)
<b>Net cash generated from operating activities</b>	<b>4,830.79</b>	<b>4,698.14</b>
<b>B. Cash Flows from Investing Activities</b>		
Acquisition of property, plant and equipments, capital work in progress & intangible assets (including capital advances)	(40.22)	(44.76)
Proceeds from sale of property, plant and equipments (including advance received)	52.91	101.26
Interest received	38.10	115.97
Acquisition of investments	(18,051.99)	(19,620.55)
Proceeds from sale of investments	16,903.33	17,128.80
Proceeds from maturity of bank deposits	2.63	-
<b>Net cash flow used in investing activities</b>	<b>(1,095.24)</b>	<b>(2,319.28)</b>
<b>C. Cash Flows from Financing Activities</b>		
Principal payment of lease liabilities	(1,124.82)	(877.58)
Interest paid on lease liabilities	(335.47)	(237.62)
Interest paid other than interest on lease liabilities	(1.82)	(3.45)
Proceeds from exercise of shares options	31.06	14.57
Dividend Paid	(2,184.98)	(1,213.52)
<b>Net cash used in financing activities</b>	<b>(3,616.03)</b>	<b>(2,317.50)</b>
Net Increase in Cash and Cash Equivalents (A+B+C)	119.52	61.36
Cash and Cash Equivalents at the beginning of the year	97.45	36.09
<b>Cash and Cash Equivalents at the end of the year</b>	<b>216.97</b>	<b>97.45</b>

Particulars	March 31, 2024 (Audited)	March 31, 2023 (Audited)
<b>Components of Cash &amp; Cash Equivalents</b>		
Balance with Banks	216.29	96.88
Cash on hand	0.68	0.57
<b>Cash and Cash Equivalents as at the end of the year</b>	<b>216.97</b>	<b>97.45</b>

1. The figures in parenthesis indicates outflow.

2. The above statement of consolidated cash flows has been prepared under the 'Indirect method' as set out in Ind AS 7, "Statement of cash flow"



*[Handwritten Signature]*

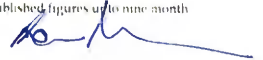
Notes :-

- 1 In terms of Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, this statement of Audited Consolidated Financials Results of the Holding Company for the quarter and year ended March 31, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on April 30, 2024.
- 2 During the year ended March 31, 2024, 89,873 equity shares were issued to employees of the Holding Company against stock options exercised by them.
- 3 The Board of Directors of the Holding Company, at its meeting held on April 30, 2024 recommended final dividend of INR 8.50 per equity share (par value of INR 1 each) in accordance with section 123 of the Act to the extent it applies to declaration of dividend. This payment is subject to approval of shareholders at the ensuing Annual General Meeting (AGM) of the Holding Company.
- 4 The Group has only one reportable segment - "Branded Fashion apparel and accessories".
- 5 The Consolidated Statement includes the results of the following entities :-

Entity	Relationship
Manyavar Creations Private Limited	Wholly owned Subsidiary of Vedant Fashions Limited

There are no non-controlling interests during the reported period/year.
- 6 The figures for the three month ended March 31, 2024 and March 31, 2023 are the balancing figure between audited figures in respect of full financial year and the year to date published figures up to nine month ended December 31, 2023 and December 31, 2022 respectively, which were subjected to limited review.

Place: Kolkata  
Date: April 30, 2024



Ravi Modi  
Chairman and Managing Director  
DIN : 00361853

