

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF ROSSARI BIOTECH LIMITED

Opinion and Conclusion

We have (a) audited the Standalone Financial Results for the year ended March 31, 2021 and (b) reviewed the Standalone Financial Results for the quarter ended March 31, 2021 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Standalone Financial Results for the Quarter and Year Ended March 31, 2021 of **Rossari Biotech Limited** ("the Company"), ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Standalone Financial Results

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended March 31, 2021:

- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended.

(b) Conclusion on Unaudited Standalone Financial Results for the quarter ended March 31, 2021

With respect to the Standalone Financial Results for the quarter ended March 31, 2021, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Results for the quarter ended March 31, 2021, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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Basis for Opinion on the Audited Standalone Financial Results for the year ended March 31, 2021

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 Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the year ended March 31, 2021 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Standalone Financial Results for the year ended March 31, 2021 has been compiled from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2021 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the 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 Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities

(a) Audit of the Standalone Financial Results for the year ended March 31, 2021

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the year ended March 31, 2021 as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

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Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone 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 Annual Standalone 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Annual Standalone Financial Results, including the disclosures, and whether the Annual Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Annual Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Standalone Financial Results.

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

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

(b) Review of the Standalone Financial Results for the quarter ended March 31, 2021

We conducted our review of the Standalone Financial Results for the quarter ended March 31, 2021 in accordance with the Standard on Review Engagements ("SRE") 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Other Matters

- The Statement includes the results for the Quarter ended March 31, 2020, being the balancing figure of audited figures for the year ended March 31, 2020, and figures for nine months ended December 31, 2019, which were subject to special purpose audit by us.
- The statement includes the results for the Quarter ended March 31, 2021, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our report on the Statement is not modified in respect of these matters.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Manoj H. Dama
(Partner)
(Membership No. 107723)
(UDIN: 21107723AAAAHV5483)

Place: Mumbai
Date: May 14, 2021



ROSSARI BIOTECH LIMITED

(AN ISO9001:2005 & 14001:2015 Certified Company)

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STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2021

Rs. In millions

Particulars	Quarter ended			Year Ended	
	31st March, 2021	31st December, 2020	31st March, 2020	31st March, 2021	31st March, 2020
	Refer Note 4	Unaudited	Refer Note 4	Audited	Audited
I INCOME					
Revenue from operations	2,014.82	2,057.57	1,595.48	6,904.14	6,000.94
Other Income	25.40	11.04	19.88	102.09	36.31
Total Income	2,040.22	2,068.61	1,615.36	7,006.23	6,037.25
II EXPENSES					
Cost of materials consumed	1,320.27	1,289.26	962.74	4,338.78	3,692.64
Purchase of stock-in-trade	67.38	182.48	-	249.86	-
Changes in inventories of finished goods and work-in-progress	(8.94)	(74.93)	26.07	(72.21)	24.38
Employee benefits expense	94.56	88.11	95.12	366.60	371.34
Finance costs	8.04	3.62	10.11	29.92	36.78
Depreciation and amortization expenses	69.36	58.61	46.01	220.74	168.52
Other expenses	197.37	248.56	269.91	812.56	862.52
Total Expenses	1,748.04	1,795.71	1,409.96	5,946.25	5,156.18
III Profit before exceptional items and tax [I-II]	292.18	272.90	205.40	1,059.98	881.07
IV Exceptional items	-	-	-	-	-
V Profit before tax [III-IV]	292.18	272.90	205.40	1,059.98	881.07
VI Tax Expense					
Current tax charge	81.83	67.53	53.53	275.30	238.01
Deferred tax charge/(credit)	(3.64)	(1.06)	0.02	(6.34)	(12.16)
Total Tax Expense	78.19	66.47	53.55	268.96	225.85
VII Profit after tax [V-VI]	213.99	206.43	151.85	791.02	655.22
VIII Other comprehensive income					
A Items that will not be reclassified to profit or loss					
i Remeasurements of the defined benefit plans	3.78	(0.70)	(2.29)	1.67	(2.81)
ii Income tax relating to items that will not be reclassified to profit or loss	(0.94)	0.17	0.58	(0.42)	0.56
B Items that will be reclassified subsequently to profit or loss	-	-	-	-	-
Total other comprehensive income/(Loss)	2.84	(0.53)	(1.71)	1.25	(2.25)
IX Total comprehensive income (VII + VIII)	216.83	205.90	150.14	792.27	652.97
Paid up equity share capital (Face value of Rs 2 per share)	103.86	103.86	101.51	103.86	101.51
Other equity				3,940.58	2,733.23
X Earnings per equity share (in Rs.)					
Basic	4.12*	3.98	3.12*	15.34	13.48
Diluted	4.10*	3.95	3.08	15.25	13.28

*Not annualized

ROSSARI BIOTECH LIMITED
Standalone Balance Sheet as at 31st March, 2021

Particulars	Rs. in millions	
	As at 31st March, 2021 Audited	As at 31st March, 2020 Audited
ASSETS		
NON-CURRENT ASSETS		
(a) Property, Plant and Equipment	1,600.88	817.55
(b) Right of Use Assets	69.38	70.15
(c) Capital Work-in-Progress	3.19	217.51
(d) Intangible Assets	37.27	47.66
(e) Financial Assets		
(i) Investments	92.53	46.50
(ii) Other Financial Assets	205.48	3.96
(f) Income Tax Assets (Net)	21.19	15.49
(g) Deferred Tax Assets (Net)	0.52	-
(g) Other Non-current Assets	18.01	237.06
TOTAL NON-CURRENT ASSETS	2,048.45	1,455.88
CURRENT ASSETS		
(a) Inventories	885.21	581.70
(b) Financial Assets		
(i) Investments	-	105.60
(ii) Trade Receivables	1,373.22	938.06
(iii) Cash and Cash Equivalents	148.31	291.90
(iv) Bank Balances other than (iii) above	711.51	980.17
(v) Loans	27.81	11.48
(v) Other Financial Assets	28.47	41.44
(c) Other Current Assets	220.61	276.63
TOTAL CURRENT ASSETS	3,395.14	3,226.98
TOTAL ASSETS	5,443.59	4,682.86
EQUITY AND LIABILITIES		
EQUITY		
(a) Equity Share Capital	103.86	101.51
(b) Other Equity	3,940.58	2,733.23
TOTAL EQUITY	4,044.44	2,834.74
LIABILITIES		
NON-CURRENT LIABILITIES		
(a) Financial Liabilities		
Borrowings	-	339.60
(c) Provisions	9.87	16.26
(d) Deferred Tax Liability (Net)	-	5.40
TOTAL NON-CURRENT LIABILITIES	9.87	361.26
CURRENT LIABILITIES		
(a) Financial Liabilities		
(i) Borrowings		270.52
(ii) Trade Payables		
a) total outstanding dues of Micro Enterprises and Small Enterprises	150.54	51.28
b) total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	1,085.88	918.59
(iii) Other Financial Liabilities	104.96	161.87
(b) Other Current Liabilities	32.61	41.33
(c) Provisions	6.95	6.66
(d) Current Tax Liabilities (Net)	8.34	36.61
TOTAL CURRENT LIABILITIES	1,389.28	1,486.86
TOTAL EQUITY AND LIABILITIES	5,443.59	4,682.86

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ROSSARI BIOTECH LIMITED
Standalone Statement of Cash Flow for the year ended 31st March, 2021

		Rs. In millions	
Particulars		For the year ended 31st March, 2021	For the year ended 31st March 2020
		Audited	Audited
A	Cash flows from operating activities		
	Profit before tax	1,059.98	881.07
	Adjustments for:		
	Depreciation and amortisation expenses	220.74	168.52
	(Profit)/Loss on disposal of property, plant and equipment	(4.32)	0.42
	Provision for expected credit loss	0.15	0.60
	Provision/Write off of doubtful advances	-	1.20
	Share-based payments expenses	15.30	4.63
	Written down of Inventory to net realisable value	4.71	4.93
	Finance Costs	29.92	36.78
	Dividend Income	(32.71)	(0.73)
	Interest Income	(49.59)	(14.58)
	Net loss arising on financial assets measured at fair value through profit / loss	0.01	0.21
	Deemed income on investment	(0.12)	(0.31)
	Net foreign exchange loss/(gain)	(0.01)	0.02
	Operating profit before working capital changes	1,244.06	1,082.76
	Changes in :		
	Trade Receivables and other assets	(361.38)	(217.88)
	Inventories	(308.21)	(37.65)
	Trade Payables and other liabilities	255.77	(68.27)
	Cash generated from Operations	830.24	758.96
	Income taxes paid (net of refunds)	(309.28)	(201.48)
	Net cash flows generated from operating activities	520.96	557.48
B	Cash flows from investing activities		
	Net (Investment) / redemption of Mutual Funds	105.60	(105.60)
	Payments to acquire non current investment - joint venture	-	(43.93)
	Payments to acquire non current investment - subsidiary	(45.91)	-
	Loans given to subsidiary company	(32.50)	-
	Loans repaid by subsidiary company	8.80	-
	Dividend Received	32.71	0.73
	Interest Received	42.34	13.00
	Payments to acquire property, plant and equipment (including Capital work in progress) and intangible assets	(579.87)	(759.71)
	Proceeds from sale of property, plant and equipment and intangible assets	21.86	0.83
	(Increase)/Decrease in bank balances not considered as cash and cash equivalents (net)	76.99	(977.79)
	Net cash flow used in investing activities	(369.99)	(1,872.47)
C	Cash flows from financing activities		
	Proceeds / (Repayment) from short term borrowing (net)	(270.52)	249.39
	Repayment of long-term borrowings	(398.77)	(12.58)
	Repayment of loans from related parties	-	(30.15)
	Proceeds from long-term borrowings	-	403.67
	Interest paid	(26.41)	(34.21)
	Proceeds from Issue of equity shares (net of share issue expenses)	426.53	1,000.00
	Dividend paid on equity shares (including Dividend distribution tax)	(25.38)	(26.48)
	Net cash flow generated from / (used in) financing activities	(294.54)	1,549.64
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	(143.60)	234.66
	Opening Cash and cash equivalents	291.90	57.26
	Effects of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies	0.01	(0.02)
	Closing Cash and cash equivalents	148.31	291.90

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (Ind AS 7) - Statement of Cash flow.

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Notes:

- 1 The financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on 14th May, 2021.
- 2 The financial results have been prepared in accordance with the recognition and measurement principles laid down under Indian Accounting Standard (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The Company is mainly engaged in the business of manufacturing of Specialty Chemicals for Textile, Home and Personal Care, and Performance Chemicals industries. There are no reportable segments in accordance with IND AS 108 – Operating Segments.
- 4 The Statement includes the results for the quarter ended 31st March, 2020 being the balancing figure of audited figures for year ended 31st March, 2020 and figures for nine months ended 31st December 2019, subjected to special purpose audit by the statutory auditors. The statement further includes figures for the quarter ended 31st March, 2021 being the balancing figure of the audited figures for the year ended 31st March, 2021 and figures for the nine months ended 31st December, 2020 subjected to limited review.
- 5 During the year ended on 31st March, 2021, the Board of Directors at its meeting held on 23rd March, 2021, inter alia approved the issue of 3,012,046 equity shares on preferential basis for cash consideration. Subsequent to year ended 31st March, 2021, the shareholder of the Company at its Extra Ordinary General meeting held on 17th April, 2021 has approved issue of 3,012,046 shares of face value of Rs. 2 each on preferential basis at Rs. 996 per share aggregating to Rs. 3000.00 million to certain parties. The allotment of the shares of the Company has been completed on 21st April, 2021.
- 6 The Board of Directors have recommended final dividend of Rs. 0.50 per share (25 percent of the face value of the equity share of face value of Rs. 2 each) for the financial year ended 31st March, 2021.
- 7 The Indian parliament has approved the Code on Social security, 2020 ("the Code") which, inter alia, deals with employee 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 the change, if any, will be assessed and recognised post notification of the relevant provisions.
- 8 Pursuant to the lockdowns by the central and state government authorities to contain the spread of COVID-19 outbreak, the Company's operations and financial results for the year have been impacted. The operations gradually resumed in a phased manner with requisite precautions during the year ended 31st March, 2021. The results for the year are therefore not comparable with those for the previous periods. The Company has considered relevant internal and external sources of information and its impact on the recoverability of financial and non-financial assets while preparation of these financial results. However, the actual impact may be different from that estimated as at the date of approval of these financial results.

For ROSSARI BIOTECH LIMITED



EDWARD MENEZES
Executive Chairman
DIN:00149205

Place : Mumbai
Date :14th May, 2021

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INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL RESULTS AND REVIEW OF QUARTERLY FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF ROSSARI BIOTECH LIMITED

Opinion and Conclusion

We have (a) audited the Consolidated Financial Results for the year ended March 31, 2021 and (b) reviewed the Consolidated Financial Results for the quarter ended March 31, 2021 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Consolidated Financial Results for the Quarter and Year Ended March 31, 2021" of **Rossari Biotech Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive income of its joint venture (joint venture up to August 31, 2020 which became subsidiary with effect from September 01, 2020) for the year ended March 31, 2021, ("the Statement") being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Consolidated Financial Results

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the audit reports of the other auditor on separate financial statements / financial information of subsidiaries and joint venture referred to in Other Matters section below, the Consolidated Financial Results for the year ended March 31, 2021:

- i. includes the results of the following entities:

Parent

Rossari Biotech Limited

List of Subsidiaries:

Rossari Personal Care Products Private Limited

Buzil Rossari Private Limited (joint venture up to August 31, 2020; subsidiary with effect from September 1, 2020)

- ii. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- iii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally

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accepted in India of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group for the year ended March 31, 2021.

(b) Conclusion on Unaudited Consolidated Financial Results for the quarter ended March 31, 2021

With respect to the Consolidated Financial Results for the quarter ended March 31, 2021, based on our review conducted and procedures performed as stated in paragraph (b) of Auditor's Responsibilities section below and based on the consideration of the audit reports for the year ended March 31, 2021 of the other auditor referred to in Other Matters section below, nothing has come to our attention that causes us to believe that the Consolidated Financial Results for the quarter ended March 31, 2021, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2021

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 Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended March 31, 2021 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Results is the responsibility of the Parent's Board of Directors and has been approved by them for the issuance. The Consolidated Financial Results for the year ended March 31, 2021, has been compiled from the related audited consolidated financial statements. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and year ended March 31, 2021 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group including its joint venture in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint venture and for preventing and detecting frauds and other irregularities; selection and application of

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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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Parent, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities 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 their respective entities or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities

(a) Audit of the Consolidated Financial Results for the year ended March 31, 2021

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2021 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Consolidated 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 Annual Consolidated 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.

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- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 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.
- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results/ Financial Information of the entities within the Group to express an opinion on the Annual Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Annual Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Annual Consolidated Financial Results, which have been audited by the other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Consolidated Financial Results.

We communicate with those charged with governance of the Parent 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.

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(b) Review of the Consolidated Financial Results for the quarter ended March 31, 2021

We conducted our review of the Consolidated Financial Results for the quarter ended March 31, 2021 in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

The Statement includes the results of the entities as listed under paragraph (a)(i) of Opinion and Conclusion section above.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

Other Matters

- The Statement includes the results for the Quarter ended March 31, 2020, being the balancing figure of audited figures for the year ended March 31, 2020, and figures for nine months ended December 31, 2019, which were subject to special purpose audit by us.

Our report is not modified in respect of this matter.

- Further, the statement includes the results for the Quarter ended March 31, 2021, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our report is not modified in respect of this matter.

- We did not audit the financial statements / financial information of two subsidiaries included in the consolidated financial results, whose financial statements / financial information reflect total assets of Rs. 294.18 Million as at March 31, 2021 and total revenues of Rs. 205.31 Million and Rs. 374.70 Million for the quarter and year ended March 31, 2021 respectively, total net profit after tax of Rs 9.92 Million and Rs. 19.68 Million for the quarter and year ended March 31, 2021 respectively and total comprehensive income of Rs 9.72 Million and Rs. 19.48 Million for the quarter and year ended March 31, 2021 respectively and net cash inflows (net) of Rs.19.94 Million for the year ended March 31, 2021, as considered in the Statement. The consolidated financial results also includes the Group's share of profit after tax and total comprehensive income of Rs 4.11 Million for the year ended March 31, 2021, in respect of a joint venture (up to August 31, 2020), whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited/reviewed, as applicable, by other auditor whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, is based solely on the reports of the

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other auditor and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Manoj H. Dama
Partner
(Membership No. 107723)
(UDIN: 21107723AAAAHX1904)

Place: Mumbai
Date: May 14, 2021



ROSSARI BIOTECH LIMITED

(AN ISO9001:2005 & 14001:2015 Certified Company)

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STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2021

Rs. in Millions

Particulars	Quarter ended			Year Ended	
	31st March, 2021	31st December 2020	31st March, 2020	31st March, 2021	31st March, 2020
	Refer Note 4	Unaudited	Refer Note 4	Audited	Audited
I INCOME					
Revenue from operations	2,182.22	2,099.83	1,595.48	7,093.45	6,000.94
Other Income	28.83	7.57	20.37	91.90	37.24
Total Income	2,211.05	2,107.40	1,615.85	7,185.35	6,038.18
II EXPENSES					
Cost of materials consumed	1,326.10	1,289.62	962.74	4,348.06	3,692.64
Purchase of stock-in-trade	175.62	182.48	-	358.11	-
Changes in inventories of finished goods and work-in-progress	4.37	(74.23)	26.07	(84.24)	24.38
Employee benefits expense	115.93	108.51	95.22	419.75	372.07
Finance costs	8.04	3.62	10.11	29.92	35.57
Depreciation and amortization expenses	73.86	60.65	46.01	228.29	168.52
Other expenses	208.06	252.99	271.48	821.19	864.41
Total Expenses	1,911.98	1,823.64	1,411.63	6,121.08	5,157.59
III Profit before Share of profit/(loss) of a joint venture and exceptional items and tax [I-II]	299.07	283.76	204.22	1,064.27	880.59
IV Share of profit/(loss) of joint venture	-	-	0.19	4.11	(2.18)
V Profit before exceptional items and tax [III+IV]	299.07	283.76	204.41	1,068.38	878.41
VI Exceptional items	-	-	-	-	-
VII Profit before tax [V-VI]	299.07	283.76	204.41	1,068.38	878.41
VIII Tax Expense					
Current tax charge	83.51	67.53	53.40	276.98	238.04
Deferred tax charge/(credit)	(6.49)	0.04	0.02	(9.06)	(12.16)
Total Tax Expense	77.02	67.57	53.42	267.92	225.88
IX Profit after tax [VII-VIII]	222.05	216.19	150.99	800.46	652.53
X Other comprehensive income					
A Items that will not be reclassified to profit or loss					
i Remeasurements of the defined benefit plans	3.63	(0.70)	(2.29)	1.52	(2.81)
ii Income tax relating to items that will not be reclassified to profit or loss	(0.98)	0.17	0.58	(0.46)	0.56
B Items that will be reclassified subsequently to profit or loss	-	-	-	-	-
Total other comprehensive income/(Loss)	2.65	(0.53)	(1.71)	1.06	(2.25)
XI Total comprehensive income (IX + X)	224.70	215.66	149.28	801.52	650.28
Profit / Loss for the year attributable to					
Owners of the Company	224.27	216.01	150.99	802.20	652.53
Non Controlling Interest	(2.22)	0.18	-	(1.74)	-
	222.05	216.19	150.99	800.46	652.53
Other Comprehensive Income/(Loss) for the year attributable to					
Owners of the Company	2.65	(0.53)	(1.71)	1.06	(2.25)
Non Controlling Interest	-	-	-	-	-
	2.65	(0.53)	(1.71)	1.06	(2.25)
Total Comprehensive Income for the year attributable to					
Owners of the Company	226.92	215.48	149.28	803.26	650.28
Non Controlling Interest	(2.22)	0.18	-	(1.74)	-
	224.70	215.66	149.28	801.52	650.28
Paid up equity share capital (Face value of Rs 2 per share)	103.86	103.86	101.51	103.86	101.51
Other equity	-	-	-	3,983.86	2,765.28
Earnings per equity share (in Rs.)					
Basic	4.32*	4.16*	3.11*	15.56	13.42
Diluted	4.29*	4.14*	3.06*	15.47	13.23

*Not annualized

ROSSARI BIOTECH LIMITED
Consolidated Balance Sheet as at 31st March, 2021

Particulars	Rs. In million	
	As at 31st March, 2021 Audited	As at 31st March, 2020 Audited
ASSETS		
NON-CURRENT ASSETS		
(a) Property, Plant and Equipment	1,609.32	817.55
(b) Right of Use Assets	69.38	70.15
(c) Capital Work-in-Progress	3.19	217.51
(d) Goodwill	26.24	-
(e) Other Intangible Assets	107.60	47.66
(f) Financial Assets		
(i) Investments	-	41.75
(ii) Other Financial Assets	205.48	3.96
(g) Income Tax Assets (Net)	23.99	15.76
(h) Deferred Tax Assets (Net)	3.07	0.51
(i) Other Non-current Assets	18.01	237.06
TOTAL NON- CURRENT ASSETS	2,066.28	1,451.91
CURRENT ASSETS		
(a) Inventories	953.54	581.70
(b) Financial Assets		
(i) Investments	-	137.30
(ii) Trade Receivables	1,440.68	941.36
(iii) Cash and Cash Equivalents	152.08	292.11
(iv) Bank Balances other than (iii) above	730.53	980.22
(v) Loans	10.89	11.48
(vi) Other Financial Assets	17.24	42.41
(c) Other Current Assets	242.23	276.66
TOTAL CURRENT ASSETS	3,547.19	3,263.24
TOTAL ASSETS	5,613.47	4,715.15
EQUITY AND LIABILITIES		
EQUITY		
(a) Equity Share Capital	103.86	101.51
(b) Other Equity	3,983.86	2,765.28
Equity Attributable to Owners of the Company	4,087.72	2,866.79
Non controlling interests	-	-
TOTAL EQUITY	4,087.72	2,866.79
NON-CURRENT LIABILITIES		
(a) Financial Liabilities		
(i) Borrowings	-	339.60
(b) Provisions	11.01	16.26
(c) Deferred Tax Liability (Net)	12.88	5.40
TOTAL NON CURRENT LIABILITIES	23.89	361.26
CURRENT LIABILITIES		
(a) Financial Liabilities		
(i) Borrowings	-	270.52
(ii) Trade Payables		
a) total outstanding dues of Micro Enterprises and Small Enterprises	150.54	51.28
b) total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	1,160.59	918.76
(iii) Other Financial Liabilities	105.33	161.87
(b) Other Current Liabilities	68.82	41.40
(c) Provisions	8.24	6.66
(d) Current Tax Liabilities (Net)	8.34	36.61
TOTAL CURRENT LIABILITIES	1,501.86	1,487.10
TOTAL EQUITY AND LIABILITIES	5,613.47	4,715.15

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ROSSARI BIOTECH LIMITED

Consolidated Statement of Cash Flow for the year ended 31st March, 2021

Particulars	Rs. In million	
	For the year ended 31st March, 2021 Audited	For the year ended 31st March 2020 Audited
A Cash flows from operating activities		
Profit before tax	1,064.27	880.59
Adjustments for:		
Depreciation and amortization expenses	228.29	168.52
(Profit)/Loss on disposal of property, plant and equipment	(4.32)	0.42
Provision for expected credit loss	0.71	0.83
Provision/Write off of doubtful advances	-	1.20
Share-based payments expenses	16.27	4.63
Written down of Inventory to net realisable value	4.71	4.93
Finance Costs	29.92	35.57
Dividend Income	(0.05)	(1.11)
Interest Income	(42.65)	(15.44)
Fair value gain on acquisition date from fair value of the Company's previously held equity interest in the acquiree	(23.02)	-
Net loss arising on financial assets measured at fair value through profit / loss	0.08	0.29
Net foreign exchange loss/(gain)	(0.01)	0.02
Operating profit before working capital changes	1,274.20	1,080.45
Changes in:		
Trade Receivables and other assets	(404.50)	(204.06)
Inventories	(320.25)	(37.65)
Trade Payables and other liabilities	241.70	(68.97)
Cash (used in) / generated from Operations	791.15	769.77
Income taxes paid (net of refunds)	(313.48)	(201.48)
Net cash flows generated from operating activities	477.67	568.29
B Cash flows from investing activities		
Net (Investment) / redemption of Mutual Funds	137.22	(137.38)
Payments to acquire non current investment - joint venture	-	(43.93)
Payments to acquire non current investment - subsidiary (net of cash acquired)	(43.39)	-
Dividend Received	0.05	1.11
Interest Received	35.22	13.86
Payments to acquire property, plant and equipment (including Capital work in progress) and intangible assets	(580.84)	(759.71)
Proceeds from sale of property, plant and equipment and intangible assets	21.86	0.83
(Increase)/Decrease in bank balances not considered as cash and cash equivalents (net)	58.09	(977.79)
Net cash flow used in investing activities	(371.79)	(1,903.01)
C Cash flows from financing activities		
Proceeds from / (repayment of) short term borrowings (net)	(270.52)	249.40
Proceeds from long-term borrowings	-	403.67
Repayment of long-term borrowings	(339.60)	(12.58)
Repayment of loans from related parties	-	(11.58)
Interest paid	(38.95)	(33.00)
Proceeds from Issue of equity shares (net of share issue expenses)	426.53	1,000.00
Dividend paid on equity shares (including Dividend distribution tax)	(25.38)	(26.48)
Issue of Equity shares to minority shareholders	2.00	-
Net cash flow generated from / (used in) financing activities	(245.92)	1,569.43
Net increase/(decrease) in cash and cash equivalents (A+B+C)		
Opening Cash and cash equivalents	(140.04)	234.71
Add: Cash received on acquisition of BRPL	292.11	57.42
On account of acquisition of subsidiary	-	-
Effects of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies	0.01	(0.02)
Closing Cash and cash equivalents	152.08	292.11

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (Ind AS 7) - Statement of Cash flow.

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Notes:

- 1 The financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on 14th May, 2021.
- 2 The financial results have been prepared in accordance with the recognition and measurement principles laid down under Indian Accounting Standard (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The Group is mainly engaged in the business of manufacturing of Specialty Chemicals for Textile, Home and Personal Care, and Performance Chemicals industries. There are no reportable segments in accordance with IND AS 108 – Operating Segments.
- 4 The Statement includes the results for the quarter ended 31st March, 2020 being the balancing figure of audited figures for year ended 31st March, 2020 and figures for nine months ended 31st December 2019, subjected to special purpose audit by the statutory auditors. The statement further includes figures for the quarter ended 31st March, 2021 being the balancing figure of the audited figures for the year ended 31st March, 2021 and figures for the nine months ended 31st December, 2020 subjected to limited review.
- 5 During the quarter ended 30th September, 2020, the Parent Company had acquired balance 40% stake in Buzil Rossari Private Limited, erstwhile joint venture, making it a wholly owned subsidiary of Rossari Biotech Limited ("the Company").

Previously, the fair value of assets and liabilities acquired was determined provisionally in accordance with IND AS 103 "Business Combination". During the current quarter, the Company has finalised the fair valuation of the assets and liabilities which had been accounted on provisional basis in previous quarters. The impact of the revision on the financial results of comparative quarter ended 31st December, 2021 is insignificant. The impact of acquisition is not material on the financial results of the group.

- 6 During the year ended on 31st March, 2021, the Board of Directors of the Parent Company at its meeting held on 23rd March, 2021, inter alia approved the issue of 3,012,046 equity shares on preferential basis for cash consideration. Subsequent to year ended March 31, 2021, the shareholder of the Parent Company at its Extra Ordinary General meeting held on April 17, 2021 has approved issue of 3,012,046 shares of face value of Rs. 2 each on preferential basis at Rs. 996 per share aggregating to Rs. 3000.00 million to certain parties. The allotment of the shares of the Parent Company has been completed on 21 April, 2021.
- 7 The Board of Directors have recommended final dividend of Rs. 0.50 per share (25% percent of the face value of the equity share of face value of Rs. 2 each) for the financial year ended 31st March, 2021.
- 8 The Parliament of India has approved the Code on Social security, 2020 ("the Code") which, inter alia, deals with employee 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 the change, if any, will be assessed and recognised post notification of the relevant provisions.
- 9 Pursuant to the lockdowns by the central and state government authorities to contain the spread of COVID-19 outbreak, the Group's operations and financial results for the year have been impacted. The operations gradually resumed in a phased manner with requisite precautions during the year ended 31st March, 2021. The results for the year are therefore not comparable with those for the previous periods. The Company has considered relevant internal and external sources of information and its impact on the recoverability of financial and non-financial assets while preparation of these financial results. However, the actual impact may be different from that estimated as at the date of approval of these financial results.

For ROSSARI BIOTECH LIMITED


EDWARD MENEZES
Executive Chairman
DIN:00149205

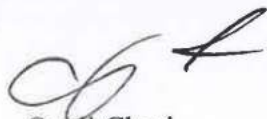
Place : Mumbai
Date :14th May, 2021

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**DECLARATION FROM MD AND CFO
IN TERMS OF REGULATION 33 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

We, Sunil Chari, Managing Director and Manasi Nisal, Chief Financial Officer of Rossari Biotech Limited, hereby declare that the Statutory Auditors of the Company, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), have issued an unmodified opinion on Annual Audited Financial Results (Standalone and Consolidated) of the Company, for the financial year ended March 31, 2021.

For Rossari Biotech Limited



Sunil Chari
Managing Director



Manasi Nisal
Chief Financial Officer

Date : 14-05-2021

Place : MUMBAI

ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company)

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