

Independent Auditor's Report on the Financial Results of Axis Finance Limited Pursuant to the Regulation 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
Axis Finance Limited

Report on the audit of the Financial Results

Opinion

We have audited the accompanying statement of financial results of Axis Finance Limited (the "Company"), for the year March 31, 2021 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

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

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information of the Company for the year ended March 31, 2021.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SA) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India 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.

Emphasis of Matter - Assessment of COVID 19 Impact

We draw attention to Note 5 to the Statement, which describes the uncertainty arising from COVID 19 pandemic and impacting the Company's operations and estimates related to impairment of assets, which are dependent on future developments regarding the severity and duration of the pandemic.

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Financial Results

The Statement has been prepared on the basis of the annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive loss of the Company and other financial information in accordance with the applicable 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 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting

frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement 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. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SA 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 the Statement.

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

- i. Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- iv. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Company to cease to continue as a going concern.
- v. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

S.R. BATLIBOI & Co. LLP

Chartered Accountants

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

Other Matter

Further, we report that the figures for the half year ended March 31, 2021 included in the Statement represent the derived figures between the audited figures in respect of the financial year ended March 31, 2021 and the published unaudited figures for the half year ended September 30, 2020, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

**VIREN H
MEHTA**

Digitally signed by VIREN H
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per Viren H. Mehta

Partner

Membership No.: 048749

UDIN: 21048749AAAABM2695

Mumbai

April 16, 2021

AXIS FINANCE LIMITED**Balance Sheet as at 31 March, 2021**

(All amounts are in rupees lakhs, except per share data and as stated otherwise)

Particulars	As at March 31, 2021	As at March 31, 2020
	Audited	Audited
ASSETS		
Financial Assets		
Cash and cash equivalents	5,067.80	16,202.03
Bank Deposits other than Cash and cash equivalents	174.53	178.51
Trade Receivables	519.66	683.41
Loans	10,09,219.51	7,54,544.33
Investments	89,717.57	9,027.93
Other financial assets	219.44	86.72
Sub-total-Financial Assets	11,04,918.51	7,80,722.93
Non-Financial Assets		
Current Tax Assets (net)	5,022.08	4,396.54
Deferred Tax Assets (net)	7,574.59	6,619.93
Property, plant and equipment	198.08	219.61
Other Intangible Assets	1,448.00	1,408.36
Right-of-use assets	1,687.01	360.28
Other non-financial assets	356.71	237.96
Sub-total-Non-Financial Assets	16,286.47	13,242.68
Total - Assets	11,21,204.98	7,93,965.61
LIABILITIES AND EQUITY		
LIABILITIES		
Financial Liabilities		
Debt securities	7,88,898.01	3,80,677.80
Borrowings (Other than debt securities)	1,14,480.73	2,29,442.06
Subordinated Liabilities	59,990.04	52,916.72
Lease Liabilities	1,749.08	372.87
Other financial liabilities	7,954.18	3,536.24
Sub-total-Financial liabilities	9,73,072.04	6,66,945.69
Non-Financial liabilities		
Provisions	2,038.58	1,204.05
Other non-financial liabilities	1,846.31	1,358.61
Sub-total-Non-Financial liabilities	3,884.89	2,562.66
Total-liabilities	9,76,956.93	6,69,508.35
EQUITY		
Equity share capital	48,225.00	48,225.00
Other equity	96,023.05	76,232.26
Total - Equity	1,44,248.05	1,24,457.26
Total - Liabilities and Equity	11,21,204.98	7,93,965.61

AXIS FINANCE LIMITED

Statement of Profit and Loss for the year ended 31 March, 2021

(All amounts are in rupees lakhs, except per share data and as stated otherwise)

Particulars	For the year ended March 31, 2021 (Audited)	For the year ended March 31, 2020 (Audited)	For the Half Year ended March 31, 2021 (Reviewed)	For the Half Year ended March 31, 2020 (Reviewed)
Revenue from operations				
Interest Income	1,01,471.77	99,401.10	53,797.87	48,356.13
Net gain on fair value changes	1,299.69	143.07	797.99	92.00
Others	145.01	474.22	97.26	436.61
Total Revenue from operations	1,02,916.47	1,00,018.39	54,693.12	48,884.74
Other Income	-	31.90	-	-
Total income	1,02,916.47	1,00,050.29	54,693.12	48,884.74
Expenses				
Finance Costs	48,976.85	52,033.65	25,333.07	24,571.80
Impairment on financial instruments	12,121.14	14,083.03	2,759.25	12,619.95
Employee Benefits Expenses	8,890.50	5,530.70	5,400.93	3,161.15
Depreciation, amortization and impairment	581.25	401.19	310.94	217.63
Others expenses	6,113.92	3,979.02	3,841.14	2,551.81
Total expenses	76,683.66	76,027.59	37,645.33	43,122.34
Profit before exceptional items and tax	26,232.81	24,022.70	17,047.79	5,762.40
Exceptional Items	-	-	-	-
Profit before taxes	26,232.81	24,022.70	17,047.79	5,762.40
Tax expenses				
- Current Taxes	7,726.17	9,263.71	3,341.26	4,386.24
- Deferred Taxes	(955.38)	(1,590.36)	988.67	(2,850.14)
Profit for the period/year	19,462.02	16,349.35	12,717.86	4,226.30
Other Comprehensive Income				
A (i) Items that will not be reclassified to profit or loss				
(a) Re-measurements of net defined benefit plans	2.89	(44.66)	0.11	(16.58)
(ii) Income tax relating to items that will not be reclassified to profit or loss	0.73	(11.24)	0.03	(4.04)
Sub-total (A)	2.16	(33.42)	0.08	(12.54)
B (i) Items that will be reclassified to profit or loss	-	-	-	-
Sub-total (B)	-	-	-	-
Other Comprehensive Income (A+B)	2.16	(33.42)	0.08	(12.54)
Total Comprehensive Income for the period/year	19,464.18	16,315.93	12,717.94	4,213.76
Paid-up Equity Share Capital (Face Value of ₹ 10 each)	48,225.00	48,225.00	48,225.00	48,225.00
Earnings per equity share				
Basic (₹)	4.04	3.39	2.64	0.88
Diluted (₹)	4.04	3.39	2.64	0.88

Notes:

1. The above financial results of Axis Finance Limited (the "Company") have been prepared in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. SEBI/HO/DDHS/DDHS/CIR/P/2019/115 dated October 22, 2019 and SEBI Circular no. SEBI/HO/DDHS/DDHS/CIR/P/2019/167 dated December 24, 2019 (the "Regulations") and the Indian Accounting Standards ('Ind AS') notified under Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016, prescribed under Section 133 of the Companies Act 2013 ('the Act') read with relevant rules issued thereunder and the other accounting principles generally accepted in India. Any application guidance/clarification/directions issued by the Reserve Bank of India or other regulators are implemented as and when they are issued/applicable.
2. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on April 16, 2021 and are reviewed by the statutory auditor, as required under the Regulations.
3. During the year ended March 31, 2021, the Company received the certified copy of order from National Company Law Tribunal ('NCLT') approving the amalgamation of Axis Private Equity Ltd. with the Company, appointed date being April 1, 2017. Subsequently the Company allotted 15,00,000 equity shares to the shareholders of Axis Private Equity Ltd. The amalgamation qualifies as a 'common control transaction' and has been accounted for using the Pooling of interest method as per Appendix C to Ind AS 103 - Business Combinations. Accordingly, the financial results for the earlier periods have been restated as if the business combination had occurred with effect from April 1, 2019 irrespective of the actual date of acquisition and are not comparable with those reported earlier, in so far as it relates to the amounts included in respect of above said amalgamation. Similarly, the value of paid up equity share capital has also been restated to make the Basic / Diluted Earnings per share comparable.
4. The Company is engaged primarily in the business of financing and accordingly, there are no separate reportable segments as per Ind AS 108 - Operating Segment.
5. A national lockdown was declared by Government of India with effect from March 24, 2020 as a result of the outbreak of Novel Corona Virus (COVID-19), which was further extended in phases up to May 31, 2020. The COVID-19 pandemic has resulted in significant decrease in the economic activities across the country and has also affected the Company's business operations due to such lockdown. Further in accordance with RBI guidelines relating to "COVID-19 Regulatory Package" dated March 27, 2020 and May 23, 2020 ("RBI notifications"), the Company offered moratorium on payment of installments and/or interest, as applicable, falling due between March 1, 2020 and August 31, 2020 to its eligible customers based on requests as well as on suo moto basis.

Estimates and associated assumptions applied in preparing these financial results, especially for determining the impairment allowance for the Company's financial assets (Loans and Investments), are based on historical experience and other emerging/forward looking factors on account of the pandemic. The Company believes that the factors considered are reasonable under the current circumstances. The Company has used estimation of potential stress on probability of default and exposure at default due to Covid-19 situation in developing the estimates and assumptions to assess the impairment loss allowance on financial assets. Though the lockdown has been lifted albeit with restrictions, operations and economic activities have not yet returned to normalcy. Given the dynamic nature of the pandemic situation, these estimates are subject to uncertainty and may be affected by severity and duration of the pandemic. In the event the impacts are more severe or prolonged than anticipated, this will have a corresponding impact on the carrying value of financial assets, the financial position and performance of the Company.

The Company holds adequate impairment allowances as at March 31, 2021, against potential impact of COVID-19 based on the information available at this point in time.

The Company has not approached any of its lender banks for extending moratorium on payment of installments and/or interest. Based on the internal assessment undertaken, the Company believes it has sufficient liquidity to honour its liabilities due over the next 12 months. The Company is also in compliance with the covenants stipulated by its lenders.

6. In terms of requirement as per RBI notification no. RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 on Implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 – Financial Instruments and Income Recognition, Asset Classification and Provisioning ('IRACP') norms (including provision on standard assets). The impairment allowances under Ind AS 109 – Financial Instruments, made by the Company exceeds the total provision required under IRACP (including standard asset provisioning), as at March 31, 2021 and accordingly, no amount is required to be transferred to impairment reserve.
7. In accordance with the RBI guidelines on 'COVID-19 Regulatory Package', the Company had granted moratorium on payment of instalment / interest, as applicable, falling due between March 01, 2020 and August 31, 2020 to eligible borrowers. For all such accounts where moratorium was granted, the asset classification was under standstill during the moratorium period i.e. the number of days past-due excluded the moratorium period for determining whether an asset is non-performing.

The disclosure as required by RBI circular dated April 17, 2020 is given below:

(Rs. in lakhs)

Particulars	March 31, 2021	March 31, 2020
Respective amounts in SMA/overdue categories, where the moratorium/deferment was extended, in terms of paragraph 2 and 3	7,986.67	11,911.52
Respective amount where asset classification benefits is extended.	4,593.05	5043.01
Provisions made during the Q4FY2020 and Q1FY2021 in terms of paragraph 5	582.01	582.01
Provisions adjusted during the respective accounting periods against slippages and the residual provisions in terms of paragraph 6	482.13	-

8. the half year ended March 31, 2021 included in the Statement represent the derived figures between the audited figures in respect of the financial year ended March 31, 2021 and the published unaudited figures for the half year ended September 30, 2020

9. Previous period / year figures have been regrouped / rearranged wherever necessary to conform to the current period/year figures.

For and on behalf of Board of
Directors
AXIS FINANCE LIMITED

**BIPIN KUMAR
SARAF**

Digitally signed by BIPIN KUMAR SARAF
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Bipin Kumar Saraf
Managing Director & CEO
DIN: 06416744
Place: Mumbai
Date: April 16, 2021