

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
Speciality Restaurants Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **Speciality Restaurants Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its joint venture, for the quarter ended December 31, 2022 and year to date from April 1, 2022 to December 31, 2022 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing 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.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

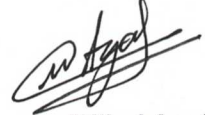
4. The Statement includes the results of the following entities:
Parent Company:
 - a. Speciality Restaurants Limited**Subsidiaries and Joint venture:**
 - b. Speciality Hospitality UK Limited (Subsidiary-UK)
 - c. Caterland Hospitality Limited (Joint Venture of subsidiary-UK)
 - d. Speciality Hospitality US Inc (Subsidiary-US)
 - e. Foodland Ventures LLC (Joint venture of subsidiary-US)
 - f. Mainland China Restaurant and Indigrill Restaurant LLC (Joint Venture of the Holding Company)
 - g. Speciality Hotels India Private Limited (Subsidiary of the Holding Company)
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('IND AS') prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued there under and other accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Other Matters

The accompanying Statement includes the interim financial information of 3 subsidiaries, which have not been reviewed/ audited, and have been approved and furnished to us by the Management, whose financial information reflects total revenue of Rs. Nil and Rs. Nil for the quarter and nine months ended December 31, 2022, total net loss after tax of Rs. Nil and Rs. 0.08 Lakhs for the quarter and nine months ended December 31, 2022 and total comprehensive gain of Rs. Nil and Rs. Nil for the quarter and nine months ended December 31, 2022, respectively, before giving effect to the consolidation adjustments, as considered in the Statement. The Statement also includes the Group's share of profit after tax of Rs. 43 lakhs and Rs. 2 lakhs and total comprehensive loss of Rs. Nil lakhs and Rs. Nil lakhs for the quarter and nine months ended December 31, 2022 respectively in respect of 3 joint venture companies of the Holding Company/ wholly owned subsidiaries located outside India, based on its interim financial information which have not been reviewed/ audited, and have been approved and furnished to us by the Management. According to the information and explanations given to us by the Management, this financial information is not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E



Milind Agal
Partner

Membership No. 123314
UDIN:23123314BGWIGY2654

Place: Mumbai
Date: February 08, 2023

SPECIALITY RESTAURANTS LIMITED

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CIN: L55101WB1999PLC090672. Tel No. (91 33) 2283 7964

Email: corporate@speciality.co.in

Website: www.speciality.co.in

Statement of Consolidated Unaudited Financial Results for the quarter and nine months ended 31st December 2022

Sr. No.	Particulars	₹ In Lakhs (Except per share data)					
		Quarter Ended			Nine Months Ended		Year Ended
		31.12.2022 (Unaudited)	30.09.2022 (Unaudited)	31.12.2021 (Unaudited)	31.12.2022 (Unaudited)	31.12.2021 (Unaudited)	31.03.2022 (Audited)
1	Revenue from operations	10,371	9,378	8,899	28,746	18,115	25,293
2	Other Income (Refer Note no. 4)	186	315	157	1,363	608	1,362
3	Total Revenue	10,557	9,693	9,056	30,109	18,723	26,655
4	Expenses						
	(a) Cost of food and beverages consumed	3,115	2,834	2,679	8,628	5,380	7,552
	(b) Employee benefits expense	1,917	1,809	1,423	5,448	3,210	4,640
	(c) Finance costs	355	342	378	1,039	1,093	1,455
	(d) Depreciation/amortisation/impairment	840	744	675	2,291	2,001	2,735
	(e) Lease rent	415	411	422	1,131	1,090	1,417
	(f) Other expenses	2,447	2,296	1,986	7,257	5,029	7,445
	Total Expenses	9,089	8,436	7,563	25,794	17,803	25,244
5	Profit before exceptional items & tax (3 - 4)	1,468	1,257	1,493	4,315	920	1,411
6	Exceptional items	-	-	-	-	-	-
7	Profit before share of joint venture & tax (5 - 6)	1,468	1,257	1,493	4,315	920	1,411
8	Share of Profit/(loss) in joint venture Company	43	(3)	(373)	2	(397)	(596)
9	Profit before tax (7 + 8)	1,511	1,254	1,120	4,317	523	815
10	Tax expense						
	a) Current tax	(27)	147	-	169	-	-
	b) Deferred tax	-	-	-	-	-	-
		(27)	147	-	169	-	-
11	Profit after tax for the period (9 - 10)	1,538	1,107	1,120	4,148	523	815
12	Other comprehensive income (OCI) (Net of tax)						
	Items that will not be reclassified to profit or loss	(7)	5	89	8	92	122
	Items that will be reclassified to profit or loss	56	(31)	7	-	11	(7)
13	Total comprehensive income for the period (11 + 12)	1,587	1,081	1,216	4,156	626	930
14	Paid-up equity share capital (Face value of ₹ 10/- per share)	4,696	4,696	4,696	4,696	4,696	4,696
15	Other Equity	-	-	-	-	-	9,768
16	Earnings per equity share (of ₹ 10/- each)*						
	(a) Basic	3.28	2.36	2.39	8.83	1.11	1.74
	(b) Diluted	3.28	2.36	2.39	8.83	1.11	1.74

See accompanying notes to the financial results
*not annualised for quarters and nine months



Notes:

- 1 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 8th February, 2023. Review as required under regulation 33 of SEBI (Listing obligation and disclosure requirement) regulations, 2015 has been carried out by the statutory auditor of the Company who have issued an unmodified conclusion on these financial results.
The above results has been prepared in accordance with the Indian Accounting Standards notified under Section 133 of the Companies Act 2013, as amended, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) 2015, as amended.
- 2 The Company is engaged in the food business, which in the context of Ind AS 108 on Operating Segment, constitutes a single reportable business segment.
- 3 Given the unprecedented circumstances on account of Covid 19 related developments in the corresponding periods upto March, 2022, the results for the nine month ended 31st Dec, 2022 are not comparable with that of the nine month ended 31st Dec, 2021.
As compared to the same corresponding nine month of previous year:
 1. Re-imposition of Covid 19 restrictions during previous corresponding period impacted the business.
 2. Rents for the leased premises during the current quarter are now generally as per the original agreement.
- 4 Other income during the nine months ended 31st Dec, 2022 includes an amount of Rs. 767.60 Lakhs received in June, 2022 quarter from the Goods and Service Tax Department towards refund of reversal of Cenvat credit under rule 6(3) of Cenvat Credit Rules, 2004 pertaining to the period April, 2016 to June, 2017.
- 5 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- 6 The Board of Directors ("the Board") of the Company at its meeting held on 20th October, 2022 has inter alia, subject to requisite approvals/consents, considered and approved the scheme of Demerger of Asset by and between Speciality Restaurants Limited (the "Transferee Company" or "Company") and the wholly owned subsidiary namely Speciality Hotels Private Limited ("Transferor Company") under section 230 to 232 of the Companies Act, 2013 ("Scheme"). The scheme is subject to necessary statutory and regulatory approvals. The Company is in the process of filing the scheme / application with Hon'ble National Company Law Tribunal (NCLT). Appointed date for demerger is 01-10-2022 and the asset has been classified as "Assets held for Sale".
- 7 On February 02, 2023 the Company has allotted 60,00,000 warrants convertible into Equity Shares each convertible into one equity share of face value of Rs.10/- each, on preferential basis, at an issue price of Rs. 212.05 each amounting to Rs. 127.23 crores. Application money of Rs. 53.02 per warrant equivalent to 25% of the issue price as warrant subscription money, amounting to Rs. 31.81 crores has been received by the Company and the balance 75% of the issue price of Rs. 159.03 per warrant, amounting to Rs. 95.42 crores shall be payable by the warrant holders on or before April 30, 2023 after receipt of a written notice from the company.
- 8 Previous periods figures have been regrouped/ reclassified wherever necessary.



For and on behalf of the Board

For Speciality Restaurants Limited


Indranil Chatterjee
Deputy Managing Director
(DIN : 00200577)

Place: Mumbai

Date: 8th February, 2023

