



Span Divergent Ltd.
(Formerly Span Diagnostics Ltd.)
9th Floor, Rajhans Bonista,
Behind Ram Chowk,
Ghad Dod Road,
Surat-395 007, INDIA.
+91 261 266 32 32
+91 261 266 57 57

Date: September 14, 2020

To,
Listing Compliance Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower, 25th Floor
Dalal Street,
Mumbai – 400 001

Respected Sir,

Subject: Unaudited Financial Results for the quarter ended on June 30, 2020
Scrip Code: 524727

We are pleased to forward herewith Unaudited Financial Results (Both Standalone Financial Results & Consolidated Financial Results) of the Company for the quarter ended on June 30, 2020 along with auditor's limited review report in compliance with the requirement of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The said financial results have been approved by Board of Directors at their meeting held on September 14, 2020.

We are also arranging to publish the same in newspaper.

You are therefore requested to take the above information on records.

Thanking You.

Yours faithfully,

For Span Divergent Limited



Viral P Desai
Managing Director
DIN 00021929



Encl: As above



Span Divergent Limited

(Formerly known as Span Diagnostics Limited)

Regd. Office : 9th Floor, 902-904, Rajhans Bonista, Behind Ram Chowk Temple, Ghod Dod Road, Surat-395007

CIN: L74999GJ1980PLC003710 Website: www.spandivergent.com

Statement of Unaudited Financial Results for the quarter ended 30th June, 2020

(Rs. In Lakhs except per share data)

| Sr. No. | Particulars | Standalone | | | |
|---------|--|----------------------------|---------------------------|----------------------------|------------------------|
| | | Three Months | | | Year ended 31 Mar 2020 |
| | | Quarter ended 30 June 2020 | Quarter ended 31 Mar 2020 | Quarter ended 30 June 2019 | |
| | | Unaudited | Audited (Refer Note 2) | Audited | Audited |
| 1 | Income from operations | | | | |
| | Sale of Products | | | | |
| | Other Operating Income | 32.97 | 44.24 | 42.79 | 170.88 |
| | Other income | 77.54 | 37.19 | 40.62 | 148.69 |
| | Total income | 110.51 | 81.43 | 83.41 | 319.57 |
| 2 | Expenses | | | | |
| | Employee benefit expense | 11.85 | 40.87 | 34.62 | 136.79 |
| | Finance costs | 2.31 | 1.76 | 10.35 | 23.14 |
| | Depreciation and amortisation expense | 18.63 | 22.38 | 22.92 | 91.59 |
| | Other expenses | 7.02 | 13.57 | 36.81 | 63.75 |
| | Total expenses | 39.81 | 78.58 | 104.70 | 315.27 |
| 3 | Profit / (Loss) before exceptional items and tax (1-2) | 70.70 | 2.85 | (21.29) | 4.30 |
| 4 | Exceptional items (Refer Note 4) | 2.00 | (18.00) | (50.95) | (53.57) |
| 5 | Profit/(Loss) before tax (3-4) | 72.70 | (15.15) | (72.24) | (49.27) |
| 6 | Tax expense: | | | | |
| | - Current tax | 6.51 | - | - | - |
| | - Deferred tax | 5.99 | 2.86 | (25.45) | (14.21) |
| 7 | Profit/(Loss) for the period after tax (5-6) | 60.20 | (18.01) | (46.79) | (35.06) |
| 8 | Other comprehensive income | | | | |
| | Item that will not be reclassified to Profit or Loss (Consisting of re-measurement of net defined benefit liabilities) | (0.17) | 5.32 | (1.99) | (0.66) |
| | Income tax relating to items that will not be reclassified to Profit or Loss | 0.05 | (1.48) | 0.55 | 0.18 |
| 9 | Total comprehensive income for the year (7+8) | 60.08 | (14.17) | (48.23) | (35.54) |
| 10 | Paid-up equity share capital (Face value of Rs. 10/- each) | 546.17 | 546.17 | 546.17 | 546.17 |
| 11 | Other Equity | | | | |
| | Earnings per equity share for profit from operation attributable to owners of the entity: | | | | |
| 12 | Basic earnings per share | 1.10 | (0.33) | (0.86) | (0.64) |
| 13 | Diluted earnings per share | 1.10 | (0.33) | (0.86) | (0.64) |

Note : -

- 1 The above results have been reviewed by the Statutory Auditor and have also been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on September 14, 2020.
- 2 Figures for the quarter ended March 31, 2020 are the balancing figures between the audited figures in respect of the full financial year and the reviewed figures upto the third quarter of the relevant financial year.
- 3 Other Operating Income comprises of interest on fluctuating capital provided by the Company to its LLP subsidiaries and management fees income which is based on the revenue earned by subsidiaries during the quarter.
- 4 In spite of the concentrated efforts of State Government and Central Government, the pandemic is not contained and number of cases of infected people is increasing. As a result the pace of returning normalcy seems to be slow hence the operations, supply chain and ultimately profitability may continue to be impacted. The future impact of Covid-19 on the operations and financials of the Company depends on future developments that are uncertain and un-predictable. However the company is constantly assessing the future impact of CoVID-19 on other aspects, liquidity position, demand for its products/services and it will keep updating on these issues. The company is continuously monitoring the economic conditions and has outlined certain measures to combat the pandemic situation and to minimize the impact on its business.



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5 In case of subsidiary:

Aranya Agri Biotech LLP had accumulated losses of Rs.10.74 Crores up to March 31, 2020. Hence the management had decided to impair the investment and Rs. 0.71 Crores were provided in the books of the company and were treated as an exceptional item during the previous year. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management has initiated exercise to reorganize business structure which may help the company to establish profitable operation.

Biospan Scientific LLP had accumulated losses of Rs.1.57 Crores as at 31st March 2019, resultantly there was substantial erosion in the net worth of the LLP. Hence the management had decided to impair the investment and Rs. 1.83 Crores were provided in the books of the company and had been treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP has been prepared on going concern basis as management is exploring the possibilities to revive the LLP on its own or by entering in to business tie-ups and it might be able to establish profitable operation.

Biospan Contamination Control Solution Pvt. Ltd had accumulated losses Rs.2.95 Crores up to March 31, 2020. As on that date the subsidiary company's total liabilities exceeded its total assets by Rs. 2.85 Crores. Notwithstanding the above, the financial results of the subsidiary company has been prepared on going concern basis as management believes that the company would be able to establish profitable operation and the losses incurred is on account of temporary reasons. Further, management is confident that with appropriate product license, the company will achieve adequate revenue and negative net worth would turn positive by 2023.

6 In pursuance to Section 115BAA of the Income Tax Act, 1961 announced by Government of India through Taxation Laws (Amendment) Ordinance, 2019, the Company has an irrevocable option of shifting to a lower tax rate along with consequent reduction in certain tax incentive including additional depreciation and accumulated depreciation in any subsequent year(s). The Company is evaluating this option and continues to recognise the taxes on income for the quarter as per the earlier provisions.

7 Previous periods figures have been regrouped and rearranged wherever necessary.

For, Span Divergent Limited



Viral Desai

Managing Director

Place : Surat

Date : September 14 2020



Span Divergent Limited

(Formerly known as Span Diagnostics Limited)

Regd. Office : 9th Floor, 902-904, Rajhans Bonista, Behind Ram Chowk Temple, Ghod Dod Road, Surat-395007

CIN: L74999GJ1980PLC003710

Statement of Consolidated Unaudited Results for the Quarter ended June 30, 2020

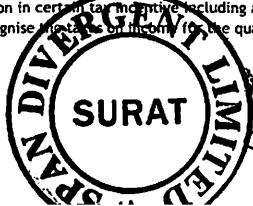
(Rs. In Lakhs except per share data)

| Sr. No. | Particulars | Consolidated | | | |
|---------|--|----------------------------|-----------------------------|----------------------------|--------------------------|
| | | Quarter ended 30 June 2020 | Quarter ended 31 March 2020 | Quarter ended 30 June 2019 | Year ended 31 March 2020 |
| | | Unaudited | Audited (Refer Note 2) | Unaudited | Audited |
| 1 | Income from operations | | | | |
| | Sale of Products and Services | 75.09 | 173.30 | 345.05 | 937.92 |
| | Other income | 73.82 | 139.35 | 34.62 | 249.32 |
| | Total income | 148.91 | 312.65 | 379.67 | 1,187.24 |
| 2 | Expenses | | | | |
| | Cost of materials consumed | 0.05 | 1.56 | 126.69 | 44.18 |
| | Purchases of stock-in-trade | 24.90 | 32.73 | 12.69 | 249.19 |
| | Changes in inventories of work-in-progress, stock-in-trade and finished goods | 3.09 | 40.80 | 89.52 | 189.98 |
| | Employee benefit expense | 33.62 | 89.91 | 111.02 | 351.07 |
| | Finance costs | 46.55 | 42.40 | 57.10 | 199.45 |
| | Depreciation and amortisation expense | 80.67 | 93.64 | 75.45 | 345.07 |
| | Other expenses | 62.64 | 187.12 | 201.49 | 680.87 |
| | Total expenses | 251.52 | 488.16 | 673.96 | 2,059.81 |
| 3 | Profit / (Loss) before tax and Exceptional Items (1-2) | (102.61) | (175.51) | (294.29) | (872.57) |
| 4 | Exceptional Items | 2.00 | (18.00) | (50.95) | (53.57) |
| 5 | Profit/(Loss) before tax (3-4) | (100.61) | (193.51) | (345.24) | (926.14) |
| 6 | Tax expense: | | | | |
| | - Current tax | 6.51 | | | |
| | - Deferred tax | 3.71 | (46.09) | (27.76) | -64.91 |
| 7 | Profit/(Loss) for the period after tax (5-6) | (110.83) | (147.42) | (317.48) | (861.25) |
| 8 | Profit for the year attributable to: | | | | |
| | (a) Owners of the Company | (94.57) | (129.50) | (289.97) | (776.97) |
| | (b) Non Controlling Interest | (16.26) | (17.92) | (27.51) | (84.28) |
| | | (110.83) | (147.42) | (317.48) | (861.25) |
| 9 | Other comprehensive income | | | | |
| | Item that will not be reclassified to Profit or Loss (Consisting of re-measurement of net defined benefit liabilities) | 1.24 | 14.69 | (4.02) | 4.93 |
| | Income tax relating to items that will not be reclassified to Profit or Loss | (0.43) | (4.47) | 1.10 | (1.71) |
| | Other comprehensive income | 0.81 | 10.22 | (2.92) | 3.22 |
| | Other comprehensive income attributable to: | | | | |
| | (a) Owners of the Company | 0.79 | 9.37 | (2.63) | 3.13 |
| | (b) Non Controlling Interest | 0.02 | 0.85 | (0.29) | 0.09 |
| | | 0.81 | 10.22 | (2.92) | 3.22 |
| 10 | Total comprehensive income for the year (7+8) | (110.02) | (137.20) | (320.40) | (858.03) |
| | Total comprehensive income attributable to: | | | | |
| | (a) Owners of the Company | (93.78) | (120.12) | (292.60) | (773.84) |
| | (b) Non Controlling Interest | (16.24) | (17.08) | (27.80) | (84.19) |
| | | (110.02) | (137.20) | (320.40) | (858.03) |
| 11 | Other Equity | | | | 1,213.35 |
| 12 | Earnings per equity share for profit from operation attributable to owners of the entity: | | | | |
| | Basic earnings per share * | (2.03) | (2.70) | (5.81) | (15.77) |
| | Diluted earnings per share * | (2.03) | (2.70) | (5.81) | (15.77) |

* For the period only and not annualised

Note :-

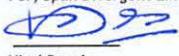
- The above results have been reviewed by the Statutory Auditor and have also been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on September 14, 2020.
- Figures for the quarter ended March 31, 2020 are the balancing figures between the audited figures in respect of the full financial year and the reviewed figures upto the third quarter of the relevant financial year.
- In case of subsidiary:
Aranya Agri Biotech LLP had accumulated losses of Rs.10.74 Crores up to March 31, 2020. Hence the management had decided to impair the investment and Rs. 0.71 Crores were provided in the books of the company and were treated as an exceptional item during the previous year. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management has initiated exercise to reorganize business structure which may help the company to establish profitable operation.
- Biospan Scientific LLP had accumulated losses of Rs.1.57 Crores as at 31st March 2019, resultantly there was substantial erosion in the net worth of the LLP. Hence the management had decided to impair the investment and Rs. 1.83 Crores were provided in the books of the company and had been treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP has been prepared on going concern basis as management is exploring the possibilities to revive the LLP on its own or by entering in to business tie-ups and it might be able to establish profitable operation.
- Biospan Contamination Control Solution Pvt. Ltd had accumulated losses Rs.2.95 Crores up to March 31, 2020. As on that date the subsidiary company's total liabilities exceeded its total assets by Rs. 2.85 Crores. Notwithstanding the above, the financial results of the subsidiary company has been prepared on going concern basis as management believes that the company would be able to establish profitable operation and the losses incurred is on account of temporary reasons. Further, management is confident that with appropriate product license, the company will achieve adequate revenue and negative net worth would turn positive by 2023.
- In spite of the concentrated efforts of State Government and Central Government, the pandemic is not contained and number of cases of infected people is increasing. As a result the pace of returning normalcy seems to be slow hence the operations, supply chain and ultimately profitability may continue to be impacted. The future impact of Covid-19 on the operations and financials of the Company depends on future developments that are uncertain and un-predictable. However the company is constantly assessing the future impact of CoVID-19 on other aspects, liquidity position, demand for its products/services and it will keep updating on these issues. The company is continuously monitoring the economic conditions and has outlined certain measures to combat the pandemic situation and to minimize the impact on its business.
- Previous periods figures have been regrouped and rearranged wherever necessary.
- In pursuance to Section 115BAA of the Income Tax Act, 1961 announced by Government of India through Taxation Laws (Amendment) Ordinance, 2019, the Company has an irrevocable option of shifting to a lower tax rate along with consequent reduction in certain tax incentive including additional depreciation and accumulated depreciation in any subsequent year(s). The Company is evaluating this option and continues to recognise the tax on income for the quarter as per the earlier provisions.
- Consolidated Segment Revenue, Results Assets and Liability as at June 30, 2020



| Sr. No. | Particulars | Three Months | | | Year ended 31 March 2020 |
|------------|--|-------------------------------|--------------------------------|-------------------------------|-----------------------------|
| | | Quarter ended 30 June 2020 | Quarter ended 31 March 2020 | Quarter ended 30 June 2019 | |
| | | Unaudited | Audited (Refer Note 2) | Unaudited | Audited |
| 1 | Segment Revenue | | | | |
| | - Cashew processing | 32.24 | 125.79 | 268.97 | 669.63 |
| | - Tissu Culture | 27.86 | 8.91 | 65.22 | 194.18 |
| | - Trading | 19.18 | 38.60 | 12.78 | 74.11 |
| | Gross Revenue from Operations from Segments | 79.28 | 173.31 | 346.97 | 937.92 |
| | Less : Inter Segment Revenue | | | | |
| | Net Revenue from Operations from Segments | 79.28 | 173.31 | 346.97 | 937.92 |
| 2 | Segment Results | | | | |
| | Profit / (Loss) before Interest and tax | | | | |
| | - Cashew processing | (120.95) | (5.84) | (125.69) | (380.51) |
| | - Tissu Culture | (39.28) | (90.99) | (110.70) | (453.05) |
| | - Trading | (14.90) | (27.06) | (36.55) | (101.64) |
| | - Unallocable Income over expenses like (Including HO) | 74.54 | (69.62) | (72.31) | 9.06 |
| | Total Profit / (Loss) before Tax | (100.59) | (193.51) | (345.24) | (926.14) |
| 3 | Segment Assets | | | | |
| | - Cashew processing | 1,409.95 | 1,631.57 | 1,399.90 | 1,631.57 |
| | - Tissu Culture | 313.68 | 377.11 | 518.96 | 377.11 |
| | - Trading | 95.06 | 119.52 | 76.94 | 119.52 |
| | - Unallocable | 1,750.55 | 1,827.95 | 2,553.77 | 1,827.95 |
| | Total Assets | 3,569.23 | 3,956.14 | 4,549.58 | 3,956.14 |
| 4 | Segment Liability | | | | |
| | - Cashew processing | 1,101.80 | 1,281.96 | 938.41 | 1,281.96 |
| | - Tissu Culture | 219.40 | 339.72 | 509.09 | 339.72 |
| | - Trading | 400.67 | 377.20 | 295.28 | 377.20 |
| | - Unallocable | 724.86 | 620.80 | 980.60 | 620.80 |
| | Total Liability | 2,446.72 | 2,619.68 | 2,723.38 | 2,619.68 |

Place : Surat
Date : September 14 2020

For, Span Divergent Limited


Viral Desai
Managing Director



HARIBHAKTI & CO. LLP

Chartered Accountants

Independent Auditor's Review Report on quarterly Unaudited Standalone Financial Results of Span Divergent Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors,
Span Divergent Limited
(Formerly Known as Span Diagnostics Limited)

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Span Divergent Limited** (“the Company”) for the quarter ended Quarter ended as on June 30, 2020 (“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.
2. This Statement, which is the responsibility of the Company’s Management and approved by the Company’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report 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 is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



HARIBHAKTI & CO. LLP

Chartered Accountants

4. Based on our review conducted as stated in paragraph 3 above, 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 Standard 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.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.103523W/W100048



Hemant J Bhatt
Partner
Membership No.: 036834
UDIN: 20036834AAAAES7625



Place: Ahmedabad
Date: September 14, 2020

HARIBHAKTI & CO. LLP

Chartered Accountants

Independent Auditor's Review Report on quarterly Unaudited Consolidated Financial Results of Span Divergent Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To The Board of Directors
Span Divergent Limited
(Formerly Known as Span Diagnostics Limited)

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Span Divergent Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”), and its share of the net loss after tax and total comprehensive loss for the quarter ended Quarter ended as on June 30, 2020 (“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.
2. This Statement, which is the responsibility of the Parent’s Management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report 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 is limited primarily to inquiries of the personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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.



HARIBHAKTI & CO. LLP

Chartered Accountants

4. The Statement includes the results of the following entities:

| Sr. No. | Name of the Entity | Relationship |
|---------|---|-------------------------|
| 1 | Span Diagnostics SA (Pty) Ltd. | Wholly Owned Subsidiary |
| 2 | Biospan Contamination Control Solution PVT LTD. | Subsidiary |
| 3 | Dryfruit Factory LLP | Subsidiary |
| 4 | Aranya Agri Biotech LLP | Subsidiary |
| 5 | Biospan Scientific LLP | Subsidiary |
| 6 | Span Diagnostics LLP | Subsidiary |
| 7 | Desai Farmharvest LLP | Subsidiary |

5. Based on our review conducted and procedures performed as stated in paragraph 4 above, 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 Standard 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.

6. The unaudited consolidated financial results includes the interim financial statements of 1 (One) wholly owned subsidiary which have not been reviewed, whose interim financial statements reflect total revenue of Rs. Nil, total net profit/(loss) after tax of Rs. Nil and total comprehensive income / loss of Rs. Nil the quarter ended Quarter ended as on June 30, 2020, respectively, as considered in the unaudited consolidated financial results. According to the information and explanations given to us by the Management, these interim financial statements are not material to the Group.

Our report on the Statement is not modified in respect of the above matter.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.103523W/W100048



Hemant J Bhatt
Partner
Membership No.: 036835
UDIN: 20036834AAAET2489



Place: Ahmedabad
Date: September 14, 2020