



Span Divergent Ltd.
(Formerly Span Diagnostics Ltd.)
9th Floor, Rajhans Bonista,
Behind Ram Chowk,
Ghad-Dod Road,
Surat-395 007, INDIA
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Date: 09/11/2019

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

Dear Sir,

**Subject: Unaudited Quarterly Financial Results for the Quarter and Half year ended on
September 30, 2019**

Scrip Code: 524727

We are pleased to forward herewith Unaudited Standalone and Consolidated Financial Results of the Company for the quarter and half year ended on September 30, 2019 along with Limited Review Reports of Auditor in compliance with the requirement Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said financial results have been approved by the Board of Directors at their meeting held on November 09, 2019.

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: 00029219



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

Statement of Standalone Unaudited Results for the Quarter and Half Year ended September 30, 2019

(Rs. In Lakhs)

| Sr. No. | Particulars | Standalone | | | | | |
|---------|--|---------------------------|----------------------------|---------------------------|-----------------------------|-----------------------------|-----------------|
| | | Three Months | | Six Months | | Year ended | |
| | | Quarter ended 30 Sep 2019 | Quarter ended 30 June 2019 | Quarter ended 30 Sep 2018 | Half Year ended 30 Sep 2019 | Half Year ended 30 Sep 2018 | 31 March 2019 |
| 1 | Income from operations | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited |
| | Sale of Traded Products | - | - | - | - | - | - |
| | Other Operating Income - from Subsidiaries | 42.61 | 42.79 | 43.41 | 85.40 | 84.14 | 172.85 |
| | Other income | 47.16 | 24.87 | 23.34 | 72.03 | 53.37 | 123.39 |
| | Total income | 89.77 | 67.66 | 66.75 | 157.43 | 137.51 | 296.24 |
| 2 | Expenses | | | | | | |
| | Purchases of stock-in-trade | - | - | - | - | - | - |
| | Changes in inventories of work-in-progress, stock-in- | - | - | - | - | - | - |
| | Employee benefit expense | 28.48 | 34.62 | 55.88 | 63.10 | 109.18 | 171.36 |
| | Finance costs | 8.91 | 10.35 | 2.50 | 19.26 | 6.34 | 17.26 |
| | Depreciation and amortisation expense | 23.17 | 22.92 | 18.01 | 46.09 | 35.87 | 112.35 |
| | Donation | - | - | - | - | 43.00 | 43.00 |
| | Other expenses | 19.25 | 21.06 | 54.25 | 40.31 | 73.61 | 82.66 |
| | Total expenses | 79.81 | 88.95 | 130.64 | 168.76 | 268.00 | 426.63 |
| 3 | Profit / (Loss) before tax and Exceptional items (1-2) | 9.96 | (21.29) | (63.89) | (11.33) | (130.49) | (130.39) |
| 4 | Exceptional items | 4.15 | (50.95) | - | (46.80) | - | (183.10) |
| 5 | Profit/(Loss) before tax (3-4) | 14.11 | (72.24) | (63.89) | (58.13) | (130.49) | (313.49) |
| 6 | Tax expense: | | | | | | |
| | - Current tax | - | - | - | - | - | - |
| | - Deferred tax | 4.15 | (25.45) | (2.95) | (21.30) | 0.38 | 10.73 |
| 7 | Profit/(Loss) for the period after tax (5-6) | 9.96 | (46.79) | (60.94) | (36.83) | (130.87) | (324.22) |
| 8 | Other comprehensive income | | | | | | |
| | Item that will not be reclassified to Profit or Loss (Consisting of re-measurement of net defined benefit liabilities) | (2.00) | (1.99) | 0.23 | (3.99) | 0.46 | (7.98) |
| | Income tax relating to items that will not be reclassified to Profit or Loss | 0.56 | 0.55 | (0.07) | 1.11 | (0.13) | 0.02 |
| 9 | Total comprehensive income for the year (7+8) | 8.52 | (48.23) | (60.78) | (39.71) | (130.54) | (332.18) |
| 10 | Paid-up equity share capital (Face value of Rs. 10/- each) | 546.17 | 546.17 | 546.17 | 546.17 | 546.17 | 546.17 |
| 11 | Reserves (Excluding revaluation reserves) | | | | | | 3,821.81 |
| 12 | Earnings per equity share for profit from operation | | | | | | |
| | Basic earnings per share * | 0.18 | (0.86) | (1.12) | (0.67) | (2.40) | (5.94) |
| | Diluted earnings per share * | 0.18 | (0.86) | (1.12) | (0.67) | (2.40) | (5.94) |

* For the period only and not annualised

Note : -

- The above results have been reviewed by Statutory auditors and the Audit Committee which is approved by the Board of Directors at their meeting held on November 09, 2019.
- 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.
- In case of subsidiary Aranya Agri Biotech LLP, which had accumulated losses of Rs.6.49 Crores during the preceding 3 years and Rs.2.38 crore in the current year up to September 30, 2019 resultantly there is substantial erosion in the net worth of the said LLP. Hence the management had decided to impair the investment and Rs. 0.51 Crores were provided in the books of the company and treated as an exceptional item during the previous quarter which provision is considered sufficient for impairment for the current quarter as well. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management is exploring the possibilities to revive the LLP by reorganising the business which may be able to establish profitable operation.
- In case of subsidiary Biospan Scientific LLP which has 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 treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP had 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.
- In case of another subsidiary Biospan Contamination Control Solution Pvt. Ltd as at March 31, 2019, the subsidiary company had accumulated losses of Rs.1.85 Crores during the previous year and as of that date, the subsidiary company's total liabilities exceeded its total assets by Rs. 1.75 Crores Notwithstanding the above, the financial results of the subsidiary company have 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.
- The Company has primarily engaged in the business of investing in its subsidiaries. There are no separate reportable segment as per Ind AS 108 - Operating segments.
- 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. The Company is evaluating this option and continues to recognise the taxes on income for the quarter and half year ended 30th September 2019 as per the earlier provisions.
- Effective April 1, 2019, the Company has adopted Ind AS 116, Leases and applied the standard to its Leases using the modified retrospective approach. Accordingly, the Company has not restated comparative information.

This has resulted in recognising a lease liability measured at present value of the remaining lease payments and a corresponding Right-of-Use (ROU) asset as if the lease has been commenced w.e.f. 1st April 2019. The Company discounted remaining lease payments using the lessee's incremental borrowing rate as at 1st April 2019. The Company has also elected not to apply the requirements of Ind AS 116 to short term leases and leases for which underlying asset is of low value. In the results for the current period, the nature of expenses in respect of Operating lease has changed from lease rent in previous periods to depreciation cost for the right-of-use asset and finance cost for interest accrued on lease liability.

The Company has therefore recognised a lease liability of Rs. 0.93 Crores and a corresponding ROU asset as at 1st April 2019. The net impact of this adoption is not material on the results for the period and earning per share.

- The financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the relevant rules of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards)(Amendment) Rules, 2016.

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Span Divergent Limited

10. Statement of Assets and Liabilities is given below;

(Rs. In Lakhs)

| Particulars | 30 September 2019 | 31 March 2019 |
|--|-------------------|-----------------|
| | (Unaudited) | (Audited) |
| ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 687.63 | 714.77 |
| Right-of-use-assets | 3.76 | - |
| Capital work-in-progress | 2.20 | - |
| Investment properties | 81.70 | 95.57 |
| Intangible assets | 5.92 | 6.40 |
| Intangible assets under development | 1.76 | 1.30 |
| Financial assets | - | - |
| i. Investments | 2,639.83 | 2,342.67 |
| Total non-current assets | 3,422.80 | 3,160.71 |
| Current assets | | |
| Financial assets | | |
| i. Investments | 978.53 | 1,636.16 |
| ii. Trade receivables | 25.63 | 24.14 |
| iii. Cash and cash equivalents | 23.04 | 43.99 |
| iv. Bank balances other than (iii) above | 0.81 | 0.81 |
| v. Others | 28.12 | 18.22 |
| Current tax Assets (Net) | 31.12 | 28.68 |
| Other current assets | 37.61 | 47.17 |
| Total current assets | 1,124.86 | 1,799.17 |
| Total assets | 4,547.66 | 4,959.88 |
| EQUITY AND LIABILITIES | | |
| Equity | | |
| Equity share capital | 546.17 | 546.17 |
| Other equity | 3,821.81 | 3,862.56 |
| | 4,367.98 | 4,408.73 |
| LIABILITIES | | |
| Non-current liabilities | | |
| Financial Liabilities | | |
| i. Borrowings | 8.11 | 6.69 |
| Provisions | 20.05 | 24.42 |
| Deferred tax liabilities (Net) | 24.76 | 47.17 |
| Total non-current liabilities | 52.92 | 78.28 |
| Current liabilities | | |
| Financial liabilities | | |
| i. Borrowings | 39.89 | 409.99 |
| ii. Lease liabilities | 4.24 | - |
| iii. Trade payables | 10.27 | 9.17 |
| iv. Other financial liabilities | 44.08 | 27.51 |
| Other current liabilities | 4.14 | 5.12 |
| Provisions | 24.14 | 21.07 |
| Total current liabilities | 126.76 | 472.86 |
| Total liabilities | 179.68 | 551.15 |
| Total equity and liabilities | 4,547.66 | 4,959.88 |

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* Span Divergent Limited

| 11. Statement of cash flows for the Period ended September 30, 2019 | | (Rs. In Lakhs) | |
|---|-------------------------|-------------------------|---------------------|
| Particulars | As at 30 September 2019 | | As at 31 March 2019 |
| | (Unaudited) | (Audited) | |
| Profit before income tax | (58.13) | | (313.49) |
| Adjustments for | | | |
| Depreciation and amortisation expense | 46.09 | | 112.35 |
| Rental Income | (21.56) | | (29.03) |
| Interest Income | (0.29) | | (32.17) |
| Gain on Sale of Investments | (42.93) | | (21.00) |
| Finance Cost | 19.26 | | 17.26 |
| Financial Guarantee Fees Income | (7.25) | | (14.50) |
| Balances Written Back | - | | (26.68) |
| Impairment Provision for LLP Subsidiaries | (46.80) | | (183.10) |
| Balance Written off | 0.93 | | - |
| Change in operating assets and liabilities: | | | |
| (Increase)/Decrease in trade receivables | (0.55) | | 4.58 |
| Increase in trade payables | (25.58) | | 32.80 |
| (Increase) in other financial assets | (9.91) | | 14.83 |
| (Increase)/decrease in other current assets | 9.55 | | 6.32 |
| Increase/(decrease) in provisions | 3.78 | | (36.72) |
| Increase/(decrease) in other financial liabilities | 16.56 | | (5.11) |
| Increase in other current liabilities | (0.98) | | (13.08) |
| Cash generated from operations | (117.81) | | (486.74) |
| Income taxes paid | 2.44 | | (10.83) |
| Net cash inflow from operating activities | (120.25) | | (475.91) |
| Cash flows from investing activities | | | |
| (Purchase)/Redumption of investments | 407.95 | | 906.21 |
| Proceeds from sale of investments | 42.93 | | 21.00 |
| Purchase of property, plant and equipment | 7.26 | | 2.57 |
| Rental Income | 21.56 | | 29.03 |
| Interest received | 7.54 | | 46.67 |
| Net cash outflow from investing activities | 487.24 | | 1,005.48 |
| Cash flows from financing activities | | | |
| Proceeds/Repayment from borrowings | (368.68) | | (562.91) |
| Payment towards unclaimed dividend | - | | (1.52) |
| Interest paid | (19.26) | | (17.26) |
| Net cash inflow (outflow) from financing activities | (387.94) | | (581.69) |
| Net increase (decrease) in cash and cash equivalents | (20.95) | | (52.12) |
| Cash and cash equivalents at the beginning of the financial year | 43.99 | | 96.11 |
| Cash and cash equivalents at end of the year | 23.04 | | 43.99 |
| Reconciliation of cash and cash equivalents as per the cash flow statement | | | |
| Cash and cash equivalents as per above comprise of the following | | As at 30 September 2019 | As at 31 March 2019 |
| Balances with banks | | | |
| - in current accounts | 23.03 | | 43.98 |
| Cash on hand | 0.01 | | 0.01 |
| Balances per statement of cash flows | 23.04 | | 43.99 |

12. Previous quarters and periods figures have been regrouped and rearranged wherever necessary.

For, SPAN DIVERGENT LTD



Veeral Desai
Managing Director

Place : Surat

Date : November 09, 2019



Independent Auditor's Review Report on quarterly and year to date 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 September 30, 2019 and for the period from April 01, 2019 to September 30, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement 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 Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued there under 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 Engagement (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.
4. Based on our review conducted and procedures performed 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



HARIBHAKTI & CO. LLP

Chartered Accountants

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.

5. We draw attention to Note 3 to the Statement, in case of subsidiary Aranya Agri Biotech LLP, which had accumulated losses of Rs.6.49 Crores during the preceding 3 years and Rs.2.38 crore in the current year up to September 30, 2019 resultantly there is substantial erosion in the net worth of the said LLP. Hence the management had decided to impair the investment and Rs. 0.51 Crores were provided in the books of the company and treated as an exceptional item during the previous Quarter which provision is considered sufficient for impairment for the current quarter as well. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management is exploring the possibilities to revive the LLP by reorganising the business which may be able to establish profitable operation.

We also draw attention to Note 4 to the statement, in case of subsidiary Biospan Scientific LLP which has 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 treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP had 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.

Our report is not modified in respect of these matters.

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



Hemant J. Bhatt

Partner

Membership No.: 036834

UDIN: 19036834AAAACW3947

Place: Surat

Date: November 09, 2019



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 and period ended September 30, 2019

| Sr. No. | Particulars | Consolidated | | | | | |
|---------|--|---------------------------------|----------------------------|---------------------------------|-----------------------------|-----------------------------|-------------------|
| | | Three Months | | Six Months | | Year ended | |
| | | Quarter ended 30 September 2019 | Quarter ended 30 June 2019 | Quarter ended 30 September 2018 | Half Year ended 30 Sep 2019 | Half Year ended 30 Sep 2018 | 31 March 2019 |
| | | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited |
| 1 | Income from operations | | | | | | |
| | Sale of Products | 220.43 | 345.05 | 899.48 | 565.48 | 1,283.98 | 2,413.98 |
| | Other income | 24.96 | 34.62 | 15.83 | 59.58 | 36.79 | 114.45 |
| | Total income | 245.39 | 379.67 | 915.31 | 625.06 | 1,320.77 | 2,528.43 |
| 2 | Expenses | | | | | | |
| | Cost of materials consumed | 36.02 | 126.69 | 516.40 | 162.71 | 971.26 | 1,789.40 |
| | Purchases of stock-in-trade | 1.14 | 12.69 | 32.38 | 13.83 | 68.55 | 74.48 |
| | Changes in inventories of work-in-progress, stock-in-trade and finished goods | 99.79 | 89.52 | 149.35 | 189.31 | (31.41) | (45.12) |
| | Employee benefit expense | 87.92 | 111.02 | 246.42 | 198.95 | 378.87 | 529.36 |
| | Finance costs | 53.08 | 57.10 | 61.39 | 110.18 | 99.56 | 188.82 |
| | Depreciation and amortisation expense | 76.59 | 75.45 | 80.76 | 152.04 | 160.90 | 362.22 |
| | Donation | - | - | - | - | 43.00 | 43.00 |
| | Other expenses | 131.40 | 201.49 | 75.75 | 332.89 | 289.90 | 750.65 |
| | Total expenses | 485.94 | 673.96 | 1,162.45 | 1,159.91 | 1,980.63 | 3,692.81 |
| 3 | Profit / (Loss) before tax and Exceptional items (1-2) | (240.55) | (294.29) | (247.14) | (534.85) | (659.86) | (1,164.38) |
| 4 | Exceptional items | 4.15 | (50.95) | - | (46.80) | - | (183.10) |
| 5 | Profit/(Loss) before tax (3-4) | (236.40) | (345.24) | (247.14) | (581.65) | (659.86) | (1,347.49) |
| 6 | Tax expense: | | | | | | |
| | - Current tax | - | - | - | - | - | - |
| | - Deferred tax | 4.02 | (27.76) | (14.60) | (23.74) | 0.38 | 58.16 |
| 7 | Profit/(Loss) for the period after tax (5-6) | (240.42) | (317.48) | (232.54) | (557.91) | (660.24) | (1,405.64) |
| 8 | Other comprehensive income | | | | | | |
| | Item that will not be reclassified to Profit or Loss (Consisting of re-measurement of net defined benefit liabilities) | (3.57) | (4.02) | 2.26 | (7.59) | 0.46 | (16.09) |
| | Income tax relating to items that will not be reclassified to Profit or Loss | 0.56 | 1.10 | (0.61) | 1.66 | (0.13) | 2.21 |
| 9 | Total comprehensive income for the year (7+8) | (243.43) | (320.40) | (230.89) | (563.84) | (659.91) | (1,419.52) |
| 10 | Paid-up equity share capital (Face value of Rs. 10/- each) | 546.17 | 546.17 | 546.17 | 546.17 | 546.17 | 546.17 |
| 11 | Earnings per equity share for profit from operation attributable to owners of the entity: | | | | | | |
| | Basic earnings per share * | (4.40) | (5.81) | (4.26) | (10.21) | (12.09) | (25.74) |
| | Diluted earnings per share * | (4.40) | (5.81) | (4.26) | (10.21) | (12.09) | (25.74) |

* For the period only and not annualised

Note :-

- The above results for the quarter and period ended 30 September 2019, have been reviewed by Statutory auditors and the Audit Committee which is approved by the Board of Directors at their meeting held on November 09, 2019.
- The corresponding figures for the quarter and half year ended 30th September, 2018 were approved by the Board of Directors, but have not been subject to review by the statutory auditors. The figures for the quarter ended 30th June 2019 are reviewed and figures for the year ended 31st March 2019 are audited by the statutory auditors of the Group.
- In case of subsidiary Aranya Agri Biotech LLP, which had accumulated losses of Rs.6.49 Crores during the preceding 3 years and Rs.2.38 crore in the current year up to September 30, 2019 resultantly there is substantial erosion in the net worth of the said LLP. Hence the management had decided to impair the investment and Rs. 0.51 Crores were provided in the books of the company and treated as an exceptional item during the previous quarter which provision is considered sufficient for impairment for the current quarter as well. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management is exploring the possibilities to revive the LLP by reorganising the business which may be able to establish profitable operation.
- In case of subsidiary Biospan Scientific LLP which has 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 treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP had 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.
- In case of another subsidiary Biospan Contamination Control Solution Pvt. Ltd as at March 31, 2019, the subsidiary company had accumulated losses of Rs.1.85 Crores during the previous year and as of that date, the subsidiary company's total liabilities exceeded its total assets by Rs. 1.75 Crores Notwithstanding the above, the financial results of the subsidiary company have 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 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. The Company is evaluating this option and continues to recognise the taxes on income for the quarter and half year ended 30th September 2019 as per the earlier provisions.
- Effective April 1, 2019, the Company has adopted Ind AS 116, Leases and applied the standard to its Leases using the modified retrospective approach. Accordingly, the Company has not restated comparative information. This has resulted in recognising a lease liability measured at present value of the remaining lease payments and a corresponding Right-of-Use (ROU) asset as if the lease has been commenced w.e.f. 1st April 2019. The Company discounted remaining lease payments using the lessee's incremental borrowing rate as at 1st April 2019. The Company has also elected not to apply the requirements of Ind AS 116 to short term leases and leases for which underlying asset is of low value. In the results for the current period, the nature of expenses in respect of Operating lease has changed from lease rent in previous periods to depreciation cost for the right-of-use asset and finance cost for interest accrued on lease liability. The Company has therefore recognised a lease liability of Rs. 0.93 Crores and a corresponding ROU asset as at 1st April 2019. The net impact of this adoption is not material on the results for the period and earning per share.
- The financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the relevant rules of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards)(Amendment) Rules, 2016.



| 10. Consolidated Statement of cash flows as at 30 September 2019 | | (Rs. In Lakhs) | |
|---|--|----------------------------|------------------------|
| | | As at 30 September 2019 | As at 31 March 2019 |
| Profit before income tax | | (581.65) | (1,347.48) |
| Adjustments for | | | |
| Depreciation and amortisation expense | | 152.04 | 362.22 |
| Rental Income | | (0.29) | (2.03) |
| Interest Income | | - | (35.30) |
| Gain on Sale of Investments | | (42.93) | (21.00) |
| Unrealised Gain Loss on Biological Assets/Investments | | (148.91) | (43.31) |
| Finance Cost | | 110.18 | 188.82 |
| Balances Written Back | | 0.93 | - |
| Loss on Sale of Fixed Assets | | - | 7.18 |
| Impairment of Investments | | 46.80 | 183.10 |
| Forex Gain Loss | | - | 1.04 |
| Change in operating assets and liabilities: | | | |
| (Increase)/Decrease in trade receivables | | 76.62 | 92.24 |
| (Increase)/Decrease in Inventory | | 131.04 | 94.91 |
| (Increase)/Decrease in Biological Assets | | 148.92 | (118.70) |
| Increase in trade payables | | 22.90 | (76.57) |
| (Increase) in other financial assets | | (28.32) | (13.39) |
| (Increase)/decrease in other non-current assets | | (0.13) | 5.23 |
| (Increase)/decrease in other current assets | | 5.44 | 43.92 |
| Increase/(decrease) in provisions | | 70.41 | (12.82) |
| Increase/(decrease) in other financial liabilities | | 19.57 | 12.52 |
| Increase in other current liabilities | | 1.70 | (18.63) |
| Cash generated from operations | | (15.72) | (698.06) |
| Income taxes paid | | (4.99) | (10.70) |
| Net cash inflow from operating activities | | (20.71) | (708.76) |
| Cash flows from investing activities | | | |
| Proceeds / (Purchase) from sale of investments | | 624.99 | 934.66 |
| Purchase of property, plant and equipment | | - | 23.30 |
| Proceeds from sale of property, plant and equipment | | 95.19 | (7.18) |
| Rental Income | | (0.29) | 2.03 |
| Interest received | | - | 52.07 |
| Net cash outflow from investing activities | | 719.89 | 1,004.88 |
| Cash flows from financing activities | | | |
| Proceeds/Repayment from borrowings | | (692.12) | (123.52) |
| Payment towards unclaimed dividend | | - | (1.52) |
| Interest paid | | (110.18) | (157.36) |
| Net cash inflow (outflow) from financing activities | | (802.30) | (282.40) |
| Net increase (decrease) in cash and cash equivalents | | (103.10) | 13.72 |
| Cash and cash equivalents at the beginning of the financial year | | 189.02 | 175.30 |
| Cash and cash equivalents at end of the year | | 85.92 | 189.02 |
| Reconciliation of cash and cash equivalents as per the cash flow statement | | | |
| Cash and cash equivalents as per above comprise of the following | | | |
| | | As at 30 September 2019 | As at 31 March 2019 |
| Balances with banks and Cash on hand | | 85.92 | 189.02 |
| Balances per statement of cash flows | | 85.92 | 189.02 |

11. Previous quarters and periods figures have been regrouped and rearranged wherever necessary.

Place : Surat
Date : November 09, 2019



For, SPAN DIVERGENT LTD

Veeral Desai
Managing Director

9. Statement of Assets and Liabilities is given below;

| Particulars | (Rs. In Lakhs) | |
|--|----------------------------------|----------------------------|
| | 30 September 2019 (Unaudited) | 31 March 2019 (Audited) |
| ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 2,064.95 | 2,121.84 |
| Right-of-use-assets | 3.76 | - |
| Capital work-in-progress | 4.19 | 4.26 |
| Investment properties | 81.70 | 95.57 |
| Goodwill | 17.06 | 22.03 |
| Intangible assets | 6.73 | 7.43 |
| Intangible assets under development | 1.76 | 1.30 |
| Biological assets other than bearer plants | 39.44 | 188.36 |
| Financial assets | | |
| Deferred tax assets (Net) | 0.30 | 0.17 |
| Other non-current assets | - | 0.13 |
| Total non-current assets | 2,219.89 | 2,441.09 |
| Current assets | | |
| Inventories | 129.00 | 260.04 |
| Financial assets | | |
| i. Investments | 978.53 | 1,636.16 |
| ii. Trade receivables | 68.93 | 145.55 |
| iii. Cash and cash equivalents | 85.11 | 189.02 |
| iv. Bank balances other than (iii) above | 0.81 | 0.81 |
| v. Others | 112.37 | 84.05 |
| Current tax Assets (Net) | 34.29 | 29.29 |
| Other current assets | 135.55 | 140.99 |
| Total current assets | 1,544.59 | 2,485.92 |
| Total assets | 3,764.48 | 4,927.02 |
| EQUITY AND LIABILITIES | | |
| Equity | | |
| Equity share capital | 546.17 | 546.17 |
| Other equity | 1,077.86 | 1,641.69 |
| Non Controlling Interest | 5.59 | 5.59 |
| | 1,629.62 | 2,193.46 |
| LIABILITIES | | |
| Non-current liabilities | | |
| Financial Liabilities | | |
| i. Borrowings | 683.08 | 731.55 |
| Provisions | 31.79 | 34.94 |
| Deferred tax liabilities (Net) | 51.65 | 76.96 |
| Total non-current liabilities | 766.52 | 843.46 |
| Current liabilities | | |
| Financial liabilities | | |
| i. Borrowings | 718.84 | 1,362.49 |
| ii. Lease liabilities | 4.24 | - |
| iii. Trade payables | 85.97 | 63.07 |
| iv. Other financial liabilities | 225.48 | 205.99 |
| Other current liabilities | 15.58 | 13.88 |
| Provisions | 318.23 | 244.67 |
| Total current liabilities | 1,368.34 | 1,890.10 |
| Total liabilities | 2,134.86 | 2,733.56 |
| Total equity and liabilities | 3,764.48 | 4,927.02 |



Independent Auditor's Review Report on quarterly and year to date 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 of the Group for the quarter ended September 30, 2019 and for the period from April 01, 2019 to September 30, 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended September 30, 2018 and the corresponding period from April 01, 2018 to September 30, 2018 as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subjected to limited review.
3. 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" as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
4. We conducted our review of the Statement in accordance with the Standard on Review Engagement (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.

5. 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 Solutions Private Limited | 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 |

6. 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.

7. We draw attention to Note 3 to the Statement, in case of subsidiary Aranya Agri Biotech LLP, which had accumulated losses of Rs.6.49 Crores during the preceding 3 years and Rs.2.38 crore in the current year up to September 30, 2019 resultantly there is substantial erosion in the net worth of the said LLP. Hence the management had decided to impair the investment and Rs. 0.51 Crores were provided in the books of the company and treated as an exceptional item during the previous quarter which provision is considered sufficient for impairment for the current quarter as well. Notwithstanding the above, the financial results of the LLP have been prepared on going concern basis as management is exploring the



HARIBHAKTI & CO. LLP

Chartered Accountants

possibilities to revive the LLP by reorganising the business which may be able to establish profitable operation.

We also draw attention to Note 4 to the statement, in case of subsidiary Biospan Scientific LLP which has 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 treated as an exceptional item during the year 2018-19. Notwithstanding the above, the financial results of the LLP had 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.

Our report is not modified in respect of these matters.

8. We did not review the interim financial statements of 1 (One) subsidiary included in the unaudited consolidated financial results, whose interim financial statements reflect total assets of Rs.0.09 crore as at September 30, 2019 and total revenues of Rs. Nil and Rs. Nil, total net profit/(loss) after tax of Rs. Nil and Rs. Nil and total comprehensive income / loss of Rs. Nil and Rs. Nil, for the quarter ended September 30, 2019 and for the period from April 01, 2019 to September 30, 2019, respectively, and cash flows (net) of Rs. Nil for the period from April 01, 2019 to September 30, 2019, as considered in the unaudited consolidated financial results. According to the information and explanations given to us by the Management, these interim financial results 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.: 036834

UDIN: 19036834AAAACX8000

Place: Surat

Date: November 09, 2019

