

Limited Review Report on the consolidated un-audited financial results of **Satchmo Holdings Limited** (formerly known as NEL Holdings South Limited) ("the Group") Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the quarter and six months ended September 30, 2024.

To The Board of Directors Satchmo Holding Limited (Formerly known as NEL Holdings South Limited)

- 1. We have reviewed the accompanying statement of consolidated unaudited financial results of **SATCHMOHOLDINGS LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarterand six months ended September 30, 2024 ("the Statement"), being submitted by the Holding 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 Holding Company's Management and approved by the Holding 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" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on these Statements 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. 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 believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our review conclusions.

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- 4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - a) includes the results of the following entities as subsidiaries:
 - i. Northroof Ventures Private Limited (formerly known as NHDPL South Private Limited);
 - ii. Marathalli Ventures Private Limited (formerly known as NUDPL Ventures Private Limited);
 - b) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
 - c) based on our review conducted and procedures performed as stated in paragraph 3 above and the significance of matters stated in paragraph 5 below and its consequential impact on the consolidated un-audited financial results for the quarter and six months ended September 30, 2024, in our opinion, the statement read with notes thereon does not give a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated total profit and consolidated other comprehensive income and other financial information of the Group for the quarter and six months ended September 30, 2024.
- 5. Attention is drawn of the following matters and other matters disclosed in Notes of the Statement which are the subject matter of the adverse conclusion given in paragraph 4 above:

The Group has incurred losses over the years resulting in negative net worth and negative working capital. The default in payment of dues to bank and financial institution and creditors etc. are the identified events that, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern. The Statement does not adequately disclose this fact.

The Group has stepped back / separated from the certain projects under development and has transferred those projects to other developers/landowners through Memorandum of Understanding (MOU) or Business Transfer Agreement (BTA). The Group is in the process of withdrawing/exiting from the existing projects as the Holding Company is shifting its focus to other areas and have accordingly altered the Objects



Clause in its Memorandum of Association. Although these transactions have reduced the liability of the Group to bank and financial institution, the ability of the Group to continue as a going concern continues to remain uncertain in view of the negative net worth.

As the Group has not recognized this fact and has prepared the consolidated financial statements on going concern assumption basis without carrying out any adjustments, in our opinion, the consolidated financial statements may not give a true and fair view. (Refer to note 11of the Statement)

Other matters where our opinion is modified:

- a. Inventories amounting to Rs. 22,129 Lakhs (Net of "Payable to the landowner for land under JDA") have not been tested for impairment for ascertaining the realizable value as on 30th September, 2024. To the extent of any possible diminution of value not accounted for, the consolidated financial results may not give a true and fair view as per the requirement of Ind AS 2.
- b. Confirmation of balances in respect of trade receivables, trade payables, vendor advances, advance from customers and other advances have not been provided for our verification and record. In the absence of such external confirmation, we are unable to ascertain any consequential effect of the above on the consolidated financial results for the quarter and six months ended.
- c. As per the records of the Group and information and explanations provided to us, the Group has been irregular in depositing the undisputed statutory dues including provident fund, income-tax, value added tax, Goods and Services tax, cess, etc.
 - The Group also has a receivable balance of Rs 1,081 Lakhs and a payable balance of Rs. 267 Lakhs (excluding interest and disputed VAT Liability under appeal) from/to various government authorities. Due to such statutory non-compliances, we are unable to comment on the actual recoverability and payment of dues against such balances.
- d. Necessary documents with respect to certain advance payments to vendors and movement in balance during the period were not made available for our verification. Consequently, we are unable to comment on such transactions.

- e. The Group had written off old debit balances and written back old payables in quarter and half year ended September 30, 2024 amounting Rs 129 lakhs and Rs 3470 lakhs respectively as the same are considered unrealizable and without any claim for payment over a considerable period of time. Supporting documents were mostly not made available to us as audit evidence for our verification and record in regard to such write offs/write backs as mentioned. (Refer Note 9 of the statement)
- 6. Emphasis is given to the following matters disclosed in the Notes of the Statement:
 - a) During the previous financial year, Yes Bank Limited ("Yes Bank") had absolutely assigned and transferred all the rights, title and interest in the financial assets pertaining to the Group together with the security created thereof in favor of J.C. Flowers Assets Reconstruction Private Limited (JCF ARC) vide assignment agreement executed in favor of JCF ARC, acting in its capacity as trustee of JCF YES Trust 2022-23/15 Trust ("JCF ARC") on December 2022 for which the Group had entered into One-time Settlements (OTS) with JCF ARC. The Group had also entered into an OTS with HDFC Limited. As per these letters, the Group had to repay the amounts mentioned in the settlement letters in a timebound manner. In the event the Group defaulted on the mentioned timelines or any other payment terms, the said settlement approvals would stand revoked. On this basis, the Group had reclassified the balance of loan outstanding in excess of the amount payable under the OTS and accrued interest thereon as a disputed liability. The Group has accounted for a principal of Rs. 13,385 Lakhs (being OTS outstanding balance) and disputed liability of Rs. 1,11,664 Lakhs in its books of account as total outstanding to JCF ARC as on 30th September, 2024. (Refer to note 6 of the Statement)

As on date the Group has already defaulted on the timelines of the payment under OTS with respect to both the lenders.

The Holding Company had, on 22nd July, 2024, informed SEBI as per Regulation 30 of SEBI (LODR) Regulations, 2015 about the institution of proceeding under section 7 of the Insolvency and Bankruptcy Code, 2016 by JC Flower Asset Reconstruction Company (Financial Creditor) against the Holding Company (Corporate Debtor) before the National Company Law Tribunal regarding their outstanding due against the term loan amounting Rs. 38,595 Lakhs. Based on the above, the

complaint was registered with NCLT on 12-09-2024 and the Tribunal had issued an interim Order under section 7 of the Insolvency and Bankruptcy Code, 2016 on 1-10-24 for serving notice to the Respondent Company and the responsible person of Satchmo Holdings Limited which may have an impact on the going concern status of the Group.

- b) The Holding Company along with its subsidiary Company, Marathalli Ventures Private Limited had, during this quarter and six months ended September 30, 2024 under our review, signed a share purchase agreement for divesting its entire equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in first quarter of this financial year. However, the other conditions as per the agreement are still in the process of execution as the shares are held as lien by JC Flower Asset Reconstruction Company, a creditor. Once all the liabilities are settled, we are informed that share transfer execution shall be completed. (Refer Note 8 of the statement)
- c) As on the reporting date, the Group has impaired the entire amount of CWIP of Rs. 18,656 Lakhs towards the projects namely Plaza and Soho on the basis of expected unrealizable amount from the landowner on final settlement of their dues on exit and cancellation of the JDA agreement or on handover to the incoming developer. However, the cancellation agreement and release of charge etc. with respect to Plaza and Soho are yet to be executed by the Group. Further, the necessary valuation reports in respect of these projects are yet to be provided to us.
- d) The Group has not renewed the registration of project "Rio", "Hyde Park" and "Columbus Square" under the provisions of Real Estate (Regulation and Development) Act, 2016 since 31st March 2019, resulting in non-compliance under the relevant rules and regulations of the Real Estate (Regulation and Development) Act, 2016.
- e) According to the information and explanation provided to us, the Gratuity plan of the Group is unfunded as at 30th September, 2024 and the Group has made provision for the entire Gratuity Liability. Employee Gratuity Liability is being met as and when they fall due. As no assets are maintained by the Group, there is a liquidity risk that the Group may run out of cash resources which may further affect the financial position of the Group.

KAMG & ASSOCIATES
CHARTERED ACCOUNTANTS

f) Certain managerial personnel duly appointed by members have intimated the Board in the current year that they would be foregoing their remuneration from their respective date of appointment in order to comply with the provisions of section 197(1) of the Companies Act, 2013, since lender's approval prior to such appointment was not obtained. Accordingly, no managerial remuneration has been accounted for in the books of account in respect of those personnel. The board has noted the "Letter of Undertaking" received from the personnel for non-acceptance of salary and other remuneration.

g) Deferred tax has neither been ascertained nor accounted for during the quarter under review due to the uncertainty of the future taxable profit as estimated by the Management of the Group. (Please refer to note 7 of the Statement).

Our opinion is not modified in respect of the above matters.

Other Matters

Place: Kolkata

Date: 08.11.2024

a. During the earlier financial year, the Group had received an order for cancellation of GST registration on account of failing to furnish the returns for prescribed periods.

Though GST Registration of the Company was cancelled, the Company is continuing to raise GST invoices in order to deposit GST liability to the department. Such deposits may be validated once GST registration gets restored.

For KAMG & ASSOCIATES

Chartered Accountants (Firm's Registration No. 311027E)

(Amitabha Niyogi)

Partner Membership No.056720

Unit: She the hat

2405672000010050424

UDIN: 24056720BKHXFP1121

(formerly known as NEL Holdings South Limited)



Regd. Office: No. 110, A wing, Level 1 Andrews Building, M.G.Road Bangalore KA 560001 IN

CIN: L93000KA2004PLC033412, website - www.satchmoholdings.in

Phone Number: +91 80 2227 2220

Statement of Consolidated unaudited financial results for the quarter and six months ended September 30,2024

(Rs in lakh except EPS)

		Quarter ended			Period ended		Danie de la constant
SI. No	Particulars	3 months ended 30-09-2024	Preceding 3 months ended 30-06-2024	Corresponding 3 months ended 30-09-2023	for current period ended 30-09-2024	Year to date figures for previous year ended 30-09-2023	Previous year ended 31-03-2024
	*	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Income (a) Revenue from operations (b) Other Income	601 13	183 78	1,930 1,217	784 91	3,146 7,652	4,401 8,947
	Total Income	614	261	3,147	875	10,798	13,348
	Expenses (a) Land, construction and facility management cost (b) Changes in Inventories of Finished goods, work in progress & Stock in Trade (c) Employee benefits expense	407	151	1,801	558	5,873	6,553
		193 1	192	188 30	385	368 65	720 100
	(d) Finance costs (e) Depreciation and amortization expense (f) Other Expenses	3 166	3 230	3 1,343	6 396	6 1,509	13 4,482
	Total Expenses	770	576	3,365	1,346	7,821	11,868
	Profit/(Loss) before exceptional items and tax (1-2)	(156)	(315)	(218)	(471)	2,977	1,480
5	Exceptional items Profit/(Loss) before tax (3+4) Tax expenses	91 (65)	3,250 2,935	(218)	3,341 2,870	- 2,977	(10) 1,470
	i) Current Tax ii) Deferred tax		-	(21)	-		(110)
7	Profit/(Loss) after tax for the period (5-6)	(65)	2,935	(197)	2,870	2,977	1,580
8	Profit/(Loss) after taxes Attributable to: (7)	(65)	2,935	(197)	2,870	2,977	1,580
	(i) owners of the parent Group (ii) non-controlling interests	(65)	2,935	(197)	2,870	2,977	1,580
	Other Comprehensive Income (i)Items that will not be reclassified to profit & L (ii) Remeasurement of Defined Benefit Plan (iii)FVOCI - equity investments (iv) Tax on above items that will not be	(1)	(1)	-	(2)	-	(4)
	reclassified to profit or loss						
	Total Other Comprehensive Income Total Comprehensive Income for the period[Comprising profit/(loss) and Other Comprehensive Income for the period (8+9)	(66)	(1) 2,934	(197)	2,868	2,977	1,576
	Attributable to: (i) owners of the parent Group (ii) non-controlling interests	(66) -	2,934 -	(197)	2,868	2,977	1,576 -
11	Earnings/(Loss) Per Share ('EPS') (of Rs. 10 each) - (Rs.) (not annualised)	/0.00	2.04		4.07	201	100
	(a) Basic (b) Diluted	(0.04) (0.04)	2.01 2.01	(0.14) (0.14)		2.04 2.04	1.08 1.08
	Paid up equity share capital (Face Value of 10/-each)	14,583	14,583	14,583	14,583	14,583	14,583





(formerly known as NEL Holdings South Limited)



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Statement of Consolidated unaudited financial results for the quarter and six months ended September 30,2024

Statement of Assets & Liabilities (Rs in lakhs) As on As on **Particulars** 30-Sep-24 31-Mar-24 Unaudited audited ASSETS (1) Non-current assets a) Property, Plant and Equipment 10,377 10,390 b) Right of use asset b) Other Intangible assets 4 3 c) Other non-current financial assets 10,381 10,393 Financial Assets Investments Loans 66 66 Other non-current assets 16 25 Non-current tax assets, net 82 91 (2) Current assets 50,760 a) Inventories 50,485 b) Financials Assets Trade receivables 55 Cash and cash equivalents 50 49 Bank balance other than above 8 Other current financials assets 10,953 10,940 Other current assets 8.441 7.595 70,213 69,132 **Total Assets** 80,676 79,616 **EQUITY AND LIABILITIES** (1) Equity Equity Share capital 14,583 14,583 Other Equity (1,19,189)(1,22,057)(1,04,606) (1,07,474) (2) Non-current liabilities Other non-current financial liabilities 18 Provisions 129 120 147 138 (3) Current liabilities Financial Liabilities Borrowings 13,386 13,386 Trade payables 6,424 10,124 Other current financial liabilities 1.14.514 1,11,822 Other current liabilities 49,038 49,827 Provisions 5 17 Current Tax Liabilities, net 1,776 1,85,135 1,86,952 **Total Equity & Liablities** 80,676 79,616

Notes to the financial results:

The above consolidated financial results have been reviewed by the Audit committee and approved by the Board of Directors of the Company at its meeting held on 8th November 2024. The statutory auditors have conducted a limited review of the standalone Financial Results of the Company for the period ended 30th Septebmer, 2024.

These Consolidated unaudited financial results presented above is prepared in accordance with an amended Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 of the Companies (Indian Accounting Standards) Rules, 2015. These results are uploaded on the Company website i.e. www.satchmoholdings.in and on the Stock Exchanges where the shares of the Company are listed i.e. www.bseindia.com. These results include the result of the following subsidiary companies.





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Statement of Consolidated unaudited financial results for the quarter and six months ended September 30,2024

Subsidiaries: Northroof Ventures Private Limited (formerly known as NHDPL South Private Limited) and Marathalli Ventures Private Limited (formerly known as NUDPL Ventures Private Limited).

4 Statement of unaudited Standalone financial results for six months ended September 30, 2024 disclose the following.

	Particulars	Quarter ended			Period ended		
No		3 months ended 30-09-2024	Preceding 3 months ended 30-06-2024	Corresponding 3 months ended 30-09-2023	Year to date figures for current period ended 30-09-2024	Year to date figures for previous year ended 30-09-2023	Previous year ended 31-03-2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue from Operations						
a	Total Revenue	195	124	511	319	8,215	9,510
	Total Income from operations	195	124	511	319	8,215	9,510
b	Profit/(Loss) before tax	(139)	2,923	(523)	2,784	2,765	246
С	Profit/(Loss) after tax	(139)	2,923	(505)	2,784	2,765	356

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

The Group has accepted onetime settlement proposal (OTS) dated 14th April 2023 ,as given by JCF for an amount of Rs. 8,500 lakhs. Company has already paid Rs. 1,500 lakhs out of the said amount of 8,500 lakhs in the previous year. Company has also received OTS from HDFC Limited dated 6th June 2023 for an amount of Rs. 4,590 lakhs and Company has already paid Rs. 3,083 lakhs against the said OTS. Company has received Revocation letter from JCF in November 2023 and is in process of negotiation for extension of OTS. Post receipt of onetime settlement proposal (OTS) from the two lenders, Company has reclassified the loans payable at the OTS and the balance outstanding along with accrued interest for an aggregate amount of Rs. 1,11,664 lakhs has been classified as Disputed Liability in previous year.

- Deferred Tax has not been accounted for due to the uncertainity of taxable profit as estimated by the management against which the Deferred tax assets can be adjusted / utilised in near future.
- The Group has signed a share purchase agreement for divesting its entire equity investment in Northroof Ventures Private Limited and full sale consideration has already been received in the first quarter. However, the other conditions as per the agreement are in the process of execution. Once all the processes are fulfilled, share transfer execution shall be completed.
- Exceptional items include certain old debit balances written off and also old payables written back in this previous quarter amounting Rs 129 lakhs and Rs 3,379 lakhs respectively and Rs. 91 lakhs written back in current quarter as the same are considered unrealizable and without any claim for payment over a considerable period of time.
- The Group is in process of completing the incomplete residential projects and is focusing on the segments namely the Service business of facilities, Catering activities and Investment and trading in equities.

All operations are in India and hence there is no separate geographical segment.

These consolidated financial statements have been prepared on a going concern basis notwithstanding accumulated losses as at the balance sheet date and a negative net current assets situation. As per the managment with these exits of residential projects and the debt coming down, the Group is hopeful of revival in

These financial statements therefore do not include any adjustments relating to recoverability and classification of asset amounts or to classification of liabilities that may be necessary if the Company is unable to continue as a going concern.

12 The figures in respect of previous period have been regrouped/recast wherever necessary.

For and on behalf of the Board of Directors of

Satchmo Holdings Limited (formerly known as NEL Holdings South Limited)

HOLDING

Ramesh Karur Raghavendran

Whole time oirector DIN: 03572425

Place: Bengaluru, India Date: 8th November 2024

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Consolidated Segment wise revenue, results for the period ended September 30, 2024

(Rs in lakh except EPS)

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	Particulars	Quarter ended			Period ended		
No		3 months ended 30-09-2024	Preceding 3 months ended 30-06-2024	Corresponding 3 months ended 30-09-2023	Year to date figures for current period ended 30-09-2024	Year to date figures for previous year ended 30-09-2023	Previous year ended 31-03-2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Segment revenue (a) Investment and trading in equities (b) Service business of facilities / manpower / catering / restaurants activities (c) Others	1 16 584	- 31 152	12 81 1,837	1 47 736	28 109 3,009	47 171 4, 183
	Total Less: Inter-segment revenue	601	183	1,930	784	3,146	4,401
	Net income from operations	601	183	1,930	784	3,146	4,401
2	Segment results Profit/(loss) before tax and interest (a) Investment and trading in equities (b) Service business of facilities / manpower / catering / restaurants activities	-	-	2 (404)	-	- (419)	2 136
	(c) Others	. (77)	2,857	(1,003)	2,780	(4,191)	(7,514)
	Total	(77)	2,857	(1,405)	2,780	(4,610)	(7,376)
	Add: Other income Less: Interest	13 1		1,217 30	91 1	7,652 65	8,947 100
_	Total profit/(loss) before tax	(65)	2,935	(218)	2,870	2,977	1,471
3	(a) Investment and trading in equities (b) Service business of facilities / manpower /	-	-	13 89	-	13 89	- 59
	catering / restaurants activities (c) Others (d) Unallocated	52,151 28,525	51,938 28,525	53,781 28,823	52,151 28,525	53,781 28,823	50,732 28,825
	Total	• 80,676	80,463	82,706	80,676	82,706	79,616
4	Segment Liabilities (a) Investment and trading in equities (b) Service business of facilities / manpower / catering / restaurants activities	* 53 	-	- 678	-	- 678	- 1,055
	(c) Others (d) Unallocated	1,33,595 51,687	1,33,321 51,684	1,37,095 52,000	1,33,595 51,687	1,37,095 52,000	1,34,024 52,011
	Total	1,85,282	1,85,005	1,89,773	1,85,282	1,89,773	1,87,090





Satchmo Holdings Limited (formerly known as NEL Holdings South Limited)
Consolidated Statement of Cash Flows for the Six months period ending September 30, 2024

Particulars	for the period ending 30 September 2024	for the year ending 31 March 2024
Operating activities		
Profit/ (Loss) before tax	2,870	1,470
Non-cash adjustment to reconcile profit before tax to net cash flows		
Profit or loss of Subsidary Sold (LFMPL)		(12)
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation of property, plant and equipment	6	1:
Un-used assets written off	9	-
Gain/ (loss) on disposal of property, plant and equipment	-	(3:
Impairment loss on CWIP	-	674
Write off of Debtors	129	1,72
Finance costs (including fair value change in financial instruments)	×	8
Impairment of Interest element on Preference shares of NHDPL	185	32
Interest element on Preference shares of NHDPL	(185)	(32
Income Tax for earlier years	-	11
Provisions & Liabilities no longer required, written back	(51)	(7,23
Writeback	(3,419)	-
Finance costs	1	10
Profit before Working Capital changes	(455)	(3,209
Working capital adjustments:	(433)	(3)233
(Increase)/ decrease in Inventories	(275)	8,68
(Increase)/ decrease in triventories (Increase)/ decrease in trade receivables	(78)	9
(Increase)/ decrease in trade receivables (Increase)/ decrease in other financial and non-financial assets	(850)	1,20
Section in the property of the	(268)	(2,00)
Increase/ (decrease) in trade payables and other financial liabilities	48	
Increase/ (decrease) in provisions		6,578
Increase/ (decrease) in other non-financial liabilities	1,888	(8,023
Income tax paid (net of refund) Net cash flows from/ (used in) operating activities (A)	(8)	129 3,452
Investing activities Purchase of property, plant and equipment (including	4	21
Proceeds from sale of property, plant and equipment	1	23
Purchase of property, plant and equipment	(3)	(4)
Net cash flows from/ (used in) investing activities (B)	(2)	(25
Financing activities		
Proceeds from long-term borrowings	-	_
Repayment of long-term borrowings	=	(3,47)
Proceeds from short-term borrowings	-	-
Interest paid (gross)		(7)
Finance cost	(1)	(10
Net cash flows from/ (used in) financing activities (C)	(1)	(3,650
Net increase/ (decrease) in cash and cash equivalents	(1)	(223
Cash and cash equivalents at the beginning of the year	81	30
Cash and cash equivalents at the end of the year	80	81
Components of each and each aguivalents		
Components of cash and cash equivalents Cash on hand		
	-	-
Balance with banks		٠
- on current account	50	4
- on deposit account	5	
Other was a susant financial accets	25	2!
Other non current financial assets Total cash and cash equivalents	80	81