

To,

Date: September 7, 2024

<b>The Manager, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001</b>	<b>Company Symbol: MLINDLTD Scrip Code: 512153 ISIN: INE808W01012</b>
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**Sub: Notice of the 40<sup>th</sup> Annual General Meeting ('AGM') and Revised Annual Report -2023-24**

Dear Sir/ Madam,

This is to inform you about the 40<sup>th</sup> Annual General Meeting ('AGM') of M/s. M Lakhamsi Industries Limited (the 'Company') is scheduled to be held on Saturday, September 28, 2024, at 03:00 P.M.(IST) through Video Conference ('VC') / Other Audio-Visual Means ('OAVM'), to transact the business as set forth in the Notice of the AGM.

Pursuant to Regulation 34 and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Annual Report for the financial year 2022-23, comprising Notice for the 39<sup>th</sup> AGM and Audited Financial Results of the Company for the financial year 2022-23 alongwith Auditor's Reports thereon, Director's Report, and other reports required to be annexed thereto, is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the 39<sup>th</sup> AGM along with Annual Report for the financial year 2022-23 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s).

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by CDSL. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	Wednesday, 25 <sup>th</sup> September, 2024 at 09:00 A.M. (IST)
The remote e-voting period end on	Friday, 27 <sup>th</sup> September, 2024 at 05:00 P.M. (IST)

You are requested to take the above information and enclosed documents on your record.

**For & on behalf of  
M Lakhamsi Industries Limited**

**Sd/-  
Mallika Sanjiv Sawla  
Director & CFO  
DIN: 01943285**

**M LAKHAMSI INDUSTRIES LIMITED**

**40<sup>TH</sup> ANNUAL REPORT  
F.Y. 2023-2024**

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Mr. Sanjiv Mulchand Sawla	Managing Director
Ms. Mallika Sanjiv Sawla	Director
Mr. Nilesh Damjibhai Vira	Executive Director
Ms. Smita Mayur Parekh	Independent Director
Mr. Kunaal Himanshu Yoddha	Independent Director

**Chief Financial Officer**

Ms. Mallika Sanjiv Sawla

**Company Secretary and Compliance Officer**

Ms. Pooja

**Statutory Auditors**

M/s. TDK & Co.,

**Secretarial Auditors**

M/s Vikas Kumar Verma & Associates (Practicing Company Secretary)  
B-502, 5<sup>th</sup> Floor, Statesman House 148,  
Barakhamba Lane, New Delhi-110001

**Bankers**

Union Bank of India

**Registrar & Share Transfer Agents**

Link Intime India Private Limited  
C 101, 247 Park, L.B.S. Marg, Vikhroli (West),  
Mumbai, Maharashtra, 400083

**Listed at**

BSE Limited

**Demat ISIN Number**

INE808W01012

**Website**

[www.m.lakhamsi.com](http://www.m.lakhamsi.com)

**E-mail id**

[equity@m.lakhamsi.com](mailto:equity@m.lakhamsi.com)

**Registered Office**

505 Churchgate Chambers, 5 New Marine Lines, Mumbai, Mumbai City, Maharashtra-400020 India

**Corporate Identification Number (CIN)**

L51900MH1985PLC034994

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**NOTICE**

**NOTICE** is hereby given that (40<sup>th</sup>) Annual General Meeting of the members of M Lakhamshi Industries Limited will be held on Saturday, **28<sup>th</sup> September, 2024 at 03:00 P.M. (IST)** through Video Conferencing (“VC”)/Other Audio-Visual means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:**

ITEM NO. 1- To Consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2024 together with the report of Board of Directors and Auditors thereon;

“**RESOLVED THAT** the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2024 and the report of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted.”

ITEM NO 2 - To Declare Final Dividend on Equity Shares for the Financial Year Ended 31st March, 2024

“To declare a dividend at the rate of Rs. 0.10/- per share on 5,96,56,870 equity shares of Rs. 10 each as recommended by the Board of Directors be and is hereby approved.”

ITEM NO. 3 - To Appoint a Director in place of Mr. Nilesh Damjibhai Vira (DIN: 00429203) who retires by rotation, and being eligible, offers himself for re-appointment

To Appoint a Director in place of Mr. Nilesh Damjibhai Vira (DIN: 00429203)\_who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment”

**By Order of the Board  
For M Lakhamshi Industries Limited**

**Date: 06.09.2024  
Place: Mumbai**

**Sd/-  
Pooja  
Company Secretary & Compliance Officer  
M. No.: A54271**

**NOTES:-**

1. The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as “**MCA Circulars**”) has permitted the holding of the annual general meeting through Video Conferencing (“**VC**”) or through other audio-visual means (“**OAVM**”), **without the physical presence of the Members at a common venue.**

In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the 40<sup>th</sup> Annual General Meeting (“Meeting” or “AGM”) of the Company is being held through VC / OAVM on **Saturday, September 28, 2024, at 03:00 p.m. (IST)**. The proceedings of the AGM deemed to be conducted at 505 Churchgate Chambers, 5 New Marine Lines, Mumbai, Maharashtra, 400020.

2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH.

ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Pursuant to Regulation 44(6) of Listing Regulations, the

Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the proceedings on Central Depository Services (India) Limited's ('CDSL') e-Voting website at [www.cdslindia.com](http://www.cdslindia.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.

5. As per the provisions of Clause 3.A. II. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos. 5 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the under Section 103 of the Companies Act, 2013.
7. The Explanatory Statement according to Section 102 of the Act setting out material facts concerning the business under Item No 5 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re-appointment at the AGM are provided as an annexure to the Notice. Requisite declarations have been received from the Directors for seeking appointment/re-appointment.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.m.lakhamsi.com](http://www.m.lakhamsi.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. Listing Regulations has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the



respective depository participant for the shares held in dematerialized form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
12. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
13. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [equity@m.lakhamsi.com](mailto:equity@m.lakhamsi.com).
14. The Board of Directors of the Company has appointed M/s Vikas Verma & Associates, New Delhi as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
15. The Register of Members and Share Transfer Books of the Company will remain closed from, **Sunday, 22<sup>nd</sup> September, 2024 to Saturday, 28<sup>th</sup> September, 2024 (both day inclusive)**.
16. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 48 hours of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
17. The results along with Scrutinizer's Report, shall be displayed at the Registered Office of

the Company and placed on the Company's website at [www.m.lakhamnsi.com](http://www.m.lakhamnsi.com) and the website of CDSL immediately after the result is declared. The results shall be

simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

18. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates and self-attested copies of the PAN card of the holders for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making the requisite changes. The consolidation will be processed in demat form.
19. During the AGM, Members may access the electronic copy of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [equity@m.lakhamnsi.com](mailto:equity@m.lakhamnsi.com) latest by **Friday, 21<sup>st</sup> September, 2024 (upto 3:00 p.m.)**.
20. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
21. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.
22. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
23. Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.

- b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier

24. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**25. DIVIDEND RELATED INFORMATION:**

- a) Final dividend as recommended by the Board of Directors for the financial year ended March 31, 2024, if approved at the AGM, will be payable to those members of the Company who hold shares:

- i. In demat mode, based on the list of beneficial owners to be received from NSDL and CDSL as at the close of business hours on **Friday, 20<sup>th</sup> September, 2024**, being the Record Date.
- ii. In physical form, if the names appear in the Company's Register of Members as on **Friday, 20<sup>th</sup> September, 2024** being the Record Date.

For the members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to them.

- iii. The Final dividend will be payable on or before **Monday, 28<sup>th</sup> October, 2024**.

- b) Members may note that pursuant to the Finance Act, 2022, as amended, dividend income is taxable in the hands of the members with effect from April 01, 2022 and the Company is required to deduct tax at source ('TDS') from dividend paid to the members at the rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereto.

26. Further, to receive the dividend on time, Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to send the following documents to our RTA -Link Intime India Private Limited, latest by **Thursday, 19<sup>th</sup> September, 2024**.

- a. **Form No. ISR-1** duly filled and signed by the holders stating their name, folio number, complete address with pincode, and the following details relating to the bank account in which the dividend is to be received:
- i. Name of Bank and Bank Branch;
- ii. Bank Account Number & Type allotted by your bank after implementation

- of Core Banking Solutions;
- iii. 11digit IFSC Code; and
  - iv. 9-digit MICR Code
- b. Original copy of cheque bearing the name of the Member or first holder, in case shares, are held jointly;
  - c. Self-attested copy of the PAN Card; and
  - d. Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

- 27. In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities.
- 28. Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends for 7 consecutive years are also liable to be transferred to the Demat account of the IEPF Authority. The members, whose unclaimed dividends / shares have been transferred to IEPF, may claim the same as well as the corresponding dividend by making an application to the IEPF Authority, in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). The member can file only one consolidated claim in a financial year as per the IEPF Rules.
- 29. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in

prescribed **Form No. ISR-1**, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

30. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting **Form No. SH- 13**. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in **Form No. SH-14**. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit **Form No. ISR-3**.

The said forms can be downloaded from the RTA's website at [www.linkintime.co.in](http://www.linkintime.co.in). Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

31. The format of the Register of Members prescribed by the MCA under the Act requires the Company/ Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividends, etc. **Form No. ISR-1** for capturing additional details is available on the Company's website. Members holding shares in physical form are requested to submit the filled-in **Form No. ISR1** to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

**THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on **Wednesday, 25<sup>th</sup> September, 2024 at 9:00 A.M. and ends on Friday, 27<sup>th</sup> September, 2024 at 5:00 P.M.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. Saturday, 21<sup>st</sup> September, 2024 may cast their vote electronically**. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e- voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p><b>1)</b> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p><b>2)</b> After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the eVoting service providers' website directly</p> <p><b>3)</b> If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi</p>

	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the eServices website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-</p>

	Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

- (v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- 1) The shareholders should log on to the e-voting website i.e. **[www.evotingindia.com](http://www.evotingindia.com)**.
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN of the M LAKHAMSI INDUSTRIES LIMITED
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- (xvii) Facility for Non – Individual Shareholders and Custodians –Remote Voting
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **equity@m.lakhamsi.com** (designated e-mail address by Company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [equity@m.lakhamsi.com](mailto:equity@m.lakhamsi.com) . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [equity@m.lakhamsi.com](mailto:equity@m.lakhamsi.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 10.
11. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH**

**THE COMPANY/DEPOSITORIES.**

1. **For Physical shareholders** - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. **For Individual Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e- Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on **1800 22 55 33**.

**By Order of the Board  
For M Lakhamsi Industries Limited**

**Sd/-  
Pooja  
Company Secretary & Compliance Officer  
M. No. : A54271**

Place: Mumbai

Date: **06.09.2024**

**'ANNEXURE I'**

**Additional Information of Director seeking appointment/re-appointment at the (40<sup>th</sup>) Annual General Meeting (AGM) [Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name</b>	<b>Mr. Nilesh Damjibhai Vira</b>
<b>DIN</b>	<b>00429203</b>
<b>Date of Birth</b>	<b>-</b>
<b>Date of first Appointment</b>	<b>08/04/2021</b>
<b>Qualifications</b>	<b>Graduation</b>
<b>Expertise in specific functional area</b>	
<b>Directorship in other Companies *</b>	<b>NIL</b>
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	<b>NIL</b>
<b>Relationship with other Directors / Key Managerial Personnel</b>	
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	<b>NIL</b>

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES  
ACT, 2013:**

**M LAKHAMSI INDUSTRIES LIMITED**

**Registered office & Works:**  
505 Churchgate Chambers, 5 New  
Marine Lines, Mumbai, Maharashtra,  
400020

Ph. No.: 022-22620722  
Website: www.m.lakhamsi.com  
E-mail:  
equity@m.lakhamsi.com

To,  
Dear Member,

**Kind Attention**

You are the shareholder of Equity Shares of M Lakhamsi Industries Limited. We wish to inform that your Company being Listed on Bombay Stock Exchange Limited (BSE) is mandatorily required to comply with circular no. **SEBI/CIR/ISD/1/2010** issued by Securities and Exchange Board of India (SEBI) dated September 02, 2010 directing that the Equity Shares should be held by the owner in Dematerialized mode in order to stabilize the price movements in shares of the Company. Also, holding of shares in demat mode by you, will make your trading transactions convenient and economical.

In this regard, we accordingly request you to convert your Physical Shares into Dematerialized Mode. The Company's ISIN is **INE808W01012** and in case of any query, kindly contact our Registrar and Transfer Agent (RTA) Link Intime India Private Limited whose contact details are given below:

1. Email Id: rnthelpdesk@linktime.co.in
2. Telephone No: +022-49186270

You are also requested to provide us with self-attested copy of PAN, Mobile/Telephone No. and Email Id for our records.

Thanking You,

**By Order of the Board  
For M Lakhamsi Industries Limited**

**Sd/-  
Pooja  
Company Secretary  
M. No. A54271**

## DIRECTOR'S REPORT

**To,  
The Members of M Lakhamsi Industries Limited**

Your Directors' have pleasure in presenting the 40<sup>th</sup> Directors' Report on the Business and Operations of the Company together with the Audited Financial Statements of Accounts and the Auditors' Report for the year ended March 31, 2024.

### **1. FINANCIAL PERFORMANCE**

( InLakhs)

<b>Particulars</b>	<b>Financial Year 2023-2024</b>	<b>Financial Year 2022-2023</b>
Revenue from Operations	10477.71	11608.10
Other Income	77.04	270.93
<b>Total Revenue</b>	<b>10554.76</b>	<b>11879.03</b>
Cost of Material Consumed		
Purchase of Stock-in-Trade	-	-
Change in Inventories of finished goods, stock-in trade and work in progress	(271.98)	604.71
Employee Benefit Expenses	39.91	39.75
Finance Cost	105.55	95.73
Depreciation and Amortization Expenses	6.02	5.82
Other Expenses	90.95	85.92
<b>Total Expenses</b>	<b>10459.12</b>	<b>11781.10</b>
Profit/ (loss) before tax	95.64	97.93
Tax Expenses	24.55	(24.74)
<b>Profit for the year</b>	<b>71.09</b>	<b>73.19</b>
<b>Earning Per Share (Basic)</b>	<b>1.19</b>	<b>1.23</b>
<b>Earning Per Share (Diluted)</b>	<b>1.19</b>	<b>1.23</b>

### **2. (A) STATE OF COMPANY AFFAIRS AND REVIEW OF OPERATIONS:**

➤ **State of Company Affairs:-**

The company is engaged in the business of buying, selling, import, export, market, develop, distribute, trade or otherwise engage or deal in all types of oilseeds, pulses, spices, Oilseeds, Pulses, Spices, Oils, edible and nonedible Oils, grains, vegetables, herbs, pickles and other items derived from agricultural, farming or relevant activities.

➤ **Review of Operations:-**

- The revenue from operations decreased during current financial year 2023-24. The revenue generated from operations

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amounted to 10477.72 Lakhs in F.Y. 2023-24 as compared to F.Y. 2022-23 in which revenue generated was amounted to 11608.10Lakhs.

- Profit before taxation decreased from 97.93 Lakhs in F.Y. 2022-23 to 95.64 Lakhs in F.Y. 2023-24.
- The management of the Company is putting their best efforts to improve the performance of the Company.

### **B) CHANGE IN MANAGEMENT**

During the period under review, no change has been occurred in the Management of the Company.

### **3. SHARE CAPITAL**

Authorized Share Capital of the Company stood at INR 7,00,00,000/- (Indian Rupees Seven Crores Only) divided into 70,00,000 (Seventy Lacs) Equity Shares of INR 10/- each (Indian Rupees Ten each).

Consequently, the paid-up capital stood at INR 5,96,56,870/- (Indian Rupees Five Crores Ninety-Six Lacs Fifty Six Eight Hundred Seventy Thousand Only) divided into 59,65,687 (Fifty-Nine Lacs Thirty-Six Thousand) Equity Shares of INR 10/- (Indian Rupees Ten Only) each.

### **4. DEPOSITS:**

During the year under review, your Company has not accepted any deposits, falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

### **5. DIVIDEND:**

The Board of your Company is pleased to recommend a final dividend of Rs. 0.10 (Ten Paise Only), {i.e., 1%} per equity share having face value of Rs. 10 each on Friday, 6<sup>th</sup> September, 2024. The proposed Dividend, subject to approval of Shareholders in the ensuing Annual General Meeting of the Company, will be paid to members within the period stipulated by the applicable Companies Act. The dividend would be payable to all Shareholders whose names appear in the Register of Members as on the Book Closure Date. The Register of Members and Share Transfer books shall remain closed from **Sunday, 22<sup>th</sup> September, 2024 to Saturday, 28<sup>th</sup> September, 2024 (both day inclusive).**

### **6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

As per the provisions of Section 125(2) of the Companies Act, 2013, there was no unclaimed dividend amount in the books. Hence, the Company has not transferred any such amount to Investor Education and Protection Fund.

### **7. AMOUNTS, IF ANY, WHICH IT PROPOSES TO CARRY TO ANY RESERVES:**

The Board of Directors have not proposed to transfer any amount to General Reserves of the Company.



**8. REVISION OF FINANCIAL STATEMENT, IF ANY:**

There was no revision in the financial statements of the Company.

**9. DIRECTORS & KEY MANAGERIAL PERSONNEL:**

**Board of Directors**

As on date of this report, the composition of the Board and Key Managerial Personnel is as below:

<b>DIN No / PAN</b>	<b>Name of Director</b>	<b>Designation</b>	<b>Date of Appointment</b>	<b>Date of Resignation</b>
02045968	Sanjiv Mulchand Sawla	Managing Director	27/07/2021	NA
00429203	Nilesh Damjibhai Vira	Director	08/04/2021	NA
01943285	Mallika Sanjiv Sawla	Director	27/07/2021	NA
02823232	Smita Mayur Parekh	Independent Director	27/07/2021	NA
09267303	Kunaal Yoddha	Independent Director	30/08/2021	NA

**Key Managerial Personnel**

Ms. Pooja having Membership No. A54271 is Whole Time Company Secretary and Compliance Officer of the Company with effect from 18<sup>th</sup> May, 2021.

Ms. Mallika Sanjiv Sawla is CFO of the Company with effect from 27<sup>th</sup> July, 2021.

**10. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the Financial Year under review, **09(Nine)** meetings of the Board of Directors were held. The dates on which the said meetings were held:

1. 26<sup>th</sup> May, 2023;
2. 04<sup>th</sup> July, 2023;
3. 10<sup>th</sup> August, 2023;
4. 25<sup>th</sup> August, 2023;
5. 08<sup>th</sup> November, 2023;
6. 02<sup>nd</sup> December, 2023
7. 09<sup>th</sup> January, 2024
8. 12<sup>th</sup> February, 2024
9. 15<sup>th</sup> March, 2024

The intervening gap between the Meetings was within the period prescribed under the SEBI (LODR) Regulations, 2015 and Companies Act, 2013.

S.No.	Name of Director	Designation	No. of Board Meeting eligible to attend	No. of Meetings attended	No. of Meeting in which absent
1	Sanjiv Mulchand Sawla	Managing Director	9	9	-
2	Nilesh Dhamjibhai Vira	Director	9	9	-
3	Mallika Sanjiv Sawla	Director	9	9	-
4	Smita Mayur Parekh	Independent Director	9	9	-
5	Kunaal Yoddha	Independent Director	9	9	-

**11. SEPARATE MEETING OF INDEPENDENT DIRECTORS.**

Independent Directors of the Company held their Separate meeting under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 on **Wednesday, 20<sup>th</sup> March, 2024** at the registered office of the Company at 505 Churchgate Chambers, 5 New Marine Lines, Mumbai City, Maharashtra - 400020, India, to evaluate their performance.

**12. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY**

There were no material changes occurred during the period under review.

**13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013:**

The particulars of loans, guarantees and investment wherever required, have been disclosed in the financial statement, which also form part of this report.

**14. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY: -**

According to Section 134(5) (e) of the Companies Act, 2013, the term "Internal Financial Control (IFC)" means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from the top management to executive level.

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The compliance relating to Internal Financial controls have been duly certified by the statutory auditors.

**15. CORPORATE SOCIAL RESPONSIBILITY (CSR) :-**

Pursuant to the provisions of Section 135 of the Companies Act, 2013, every company having Net Worth of Rupees Five Hundred Crore or More, or Turnover of Rupees One Thousand Crore or More or a Net Profit of Rupees Five Crore or More during any financial year shall constitute a Corporate Social Responsibility Committee of the Board and shall formulate a Corporate Social Responsibility Policy. Therefore, Provisions of Corporate Social Responsibility are not applicable on the Company and Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014.

**16. CORPORATE GOVERNANCE: -**

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, compliance with the Corporate Governance provisions as specified in regulation 17 to 27 and clause (b) to (i) [and (t)] of sub-regulation (2) of regulation 46 and Para C, D, and E of Schedule V shall not apply to the company having Paid up Equity Share Capital not exceeding Rs. 10 Crore and Net Worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year. The Company is covered under the exception given under Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, therefore Company is not required to comply with the said provisions.

**17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO: -**

The particulars as prescribed under Sub-section (3) (m) of Section 134 of the companies act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at 'ANNEXURE I' to the Board Report.

**18. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY: -**

All Independent Directors of the Company have given declaration to the Company under Section 149(7) read with Schedule IV of the Companies Act, 2013, they meet the criteria of independence as provided in the Sub-section 6 of Section 149 of the Act and also under the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. In the opinion of the Board, the Independent Directors of the Company possess necessary expertise, integrity and experience.

None of the Independent Director on the Board of the Company serve as an Independent Director in more than Seven (7) Listed Companies nor holds the position of Whole time Director in any Listed Company. Independent

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Directors of the Company have been appointed in accordance with the applicable provisions of the Companies Act, 2013 ("Act") read with relevant rules.

**19. BOARD EVALUATION:-**

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations").

The performance of the board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

**20. RATIO OF REMUNERATION TO EACH DIRECTOR: -**

During the year Company has given remuneration to following Director of the Company in the ratio of 2:3

-SANJIV M. SAWLA : 9,00,000/-

-MALLIKA S. SAWLA; 6,00,000/-

**21. COMMITTEES OF THE BOARD AND OTHER COMMITTEES: -**

Currently, the Board has following committees: -

- ❖ Audit Committee;
- ❖ Nomination & Remuneration Committee;

❖ **Audit Committees:**

The Audit Committee of the Company is constituted/re-constituted in line with the provisions of **Section 177 of the Companies Act, 2013 and other applicable laws**. The Audit Committee comprises of majority of the Independent Directors. All the members of the Committee have experience in financial matters. The Audit Committee is constituted in line to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity, and quality of Financial Reporting. The details of the composition of the committee are set out in the following table: -

S.No.	Name	Status	Designation
1.	Ms. Mallika Sanjiv Sawla	Director & Chief Financial Officer (CFO)	Chairperson
2.	Ms. Smita Mayur Parekh	Independent Director	Member
3.	Mr. Kunaal Yoddha	Independent Director	Member

During the Year under review 04(Four) meetings of the Audit Committee were convened and held. The dates on which the said meetings were held:

1. 26<sup>th</sup> May, 2023
2. 10<sup>th</sup> August, 2023
3. 08<sup>th</sup> November, 2023
4. 12<sup>th</sup> February, 2024

S.No.	Name of the Members	Designation	No. of Audit Committee Meetings attended during the year
1.	Ms. Mallika Sanjiv Sawla	Chairperson and Director	4
2.	Ms. Smita Mayur Parekh	Member and Independent Director	4
3.	Mr. Kunal Yoddha	Member and Independent Director	4

During the year, all recommendations of the audit committee were approved by the Board of Directors.

❖ **Nomination & Remuneration Committee:**

The Nomination and Remuneration Committee of the Company is constituted/reconstituted in line with the provisions of **Section 178 of the Companies Act, 2013**. The Nomination and Remuneration Committee

recommends the appointment of Directors and remuneration of such Directors. The level and structure of appointment and remuneration of all Key Managerial personnel and Senior Management Personnel of the Company, as per the Remuneration Policy, is also overseen by this Committee.

Our Company has constituted a nomination and remuneration committee ("Nomination and Remuneration Committee"). The details of the composition of the Committee are set out in the following table:

S.No.	Name	Status	Designation
1.	Ms. Mallika Sanjiv Sawla	Director & Chief Financial Officer (CFO)	Member
2.	Ms. Smita Mayur Parekh	Independent Director	Chairman
3.	Mr. Kunaal Yoddha	Independent Director	Member

During the Financial Year under review 01 (One) meetings of the Nomination and Remuneration Committee were convened and held. The dates on which the said meetings were held:

- 15<sup>th</sup> March, 2024

S.No.	Name of the Members	Designation	No. of Nomination and Remuneration Committee Meetings attended during the year
1.	Ms. Mallika Sanjiv Sawla	Director and chief Financial Officer(CFO)	1
2.	Ms. Smita Mayur Parekh	Chairman and Independent Director	1
3.	Mr. Kunal Yoddha	Member and Independent Director	1

## **22. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS :-**

The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment, Remuneration and determine Directors' Independence of Directors which inter-alia requires that composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

Nomination & Remuneration Policy is uploaded on the website of the Company i.e. at [www.m.lakhamsi.com](http://www.m.lakhamsi.com).

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**23. RISK MANAGEMENT: -**

Pursuant to Section 134(3) (n) of the Companies Act, 2013, the Company has developed and implement the Risk Management Policy for the Company including identification therein of elements of risk, if any, which is in the opinion of the Board may threaten the existence of the Company. These are discussed at the meeting of the Audit Committee and the Board of Directors of the Company.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

**24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES :-**

During the year under review, the Company has entered into related party transactions falling under sub section (1) of Section 188 of the Companies Act, 2013. Form for disclosure of particulars of contracts/arrangements as required under clause (h) of sub-section (3) of section 134 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is provided in the Board Report in the form AOC- 2 as "ANNEXURE -II".

**25. NO FRAUDS REPORTED BY STATUTORY AUDITORS:-**

During the Financial Year 2023-24, the Auditors have not reported any matter under **Section 143(12)** of the Companies Act, 2013, therefore no detail is required to be disclosed under **Section 134(3)** of the Companies Act, 2013.

**26. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:-**

During the year under review, the Company have a Subsidiary **M/S LAKHANSI FZE**

Hence provisions of **Section 129(3)** of the Companies Act, 2013 relating to preparation of consolidated financial statements are applicable.

**27. MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to **Section 177(9) and (10)** of the Companies Act, 2013, and Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases. The policy of vigil mechanism is available on the Company's website at [www.m.lakhamsi.com](http://www.m.lakhamsi.com).

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**28. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE: -**

During the period under review, no material orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**29. DIRECTORS' RESPONSIBILITY STATEMENT: -**

Pursuant to the requirement under **Section 134 (5)** of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:

- (a) That in the preparation of the annual accounts for the financial year ended 31st March, 2024 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the year review;
  - a. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (c) That the directors had prepared the annual accounts for the financial year ended 31st March, 2024 on a going concern basis;
- (d) That the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- (e) That the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**30. AUDITORS & AUDITORS' REPORT: -**

 **Statutory auditors**

M/s TDK & Co. Chartered Accountants, Mumbai (FRN: 109804W) have been appointed as Statutory auditor

 **Cost auditor**

Pursuant to **Section 148** of the Companies Act 2013, maintenance of cost accounts and requirement of cost audit is not applicable.



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 **Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. Vikas Verma & Associates, Company Secretaries, having its registered office at B-502, Statesman House, 148, Barakhamba Road, New Delhi – 110001 as Secretarial Auditor for the year 2023-2024. The Report of the Secretarial Audit is annexed herewith as '**ANNEXURE - III**' The said Secretarial Audit Report does not contain any qualification, reservations, adverse remarks and disclaimer.

 **Internal Auditor**

Pursuant to the provision of Section 138(1) of the companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions of the act, the Board of Directors appointed M/s Rajen T. Gala & Co., Chartered Accountants (FRN: 121577W) as an Internal Auditor of the Company for the financial year 2023 - 2024 in Board Meeting held on 15<sup>th</sup> March, 2024.

**31. LISTING OF SECURITIES:-**

The Company is listed on the BSE Limited and is regular in paying the annual listing fee to the stock exchange.

**32. SECRETARIAL STANDARDS:-**

Pursuant to the provisions of **Section 118** of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

**33. ANNUAL RETURN:-**

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return is uploaded on website of the Company [www.m.lakhamsi.com](http://www.m.lakhamsi.com).

**34. FAMILIARISATION PROGRAMMES:-**

The Company familiarizes its Independent Directors on their appointment as such on the Board with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through familiarization programme. The Company also conducts orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis. The familiarization programme for Independent Directors is disclosed on the Company's website [www.m.lakhamsi.com](http://www.m.lakhamsi.com).

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**35. MANAGEMENT DISCUSSION AND ANALYSIS REPORT: -**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed to this Annual Report as 'ANNEXURE-IV'.

**36. CODE OF CONDUCT: -**

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board Members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

**37. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

**38. STATEMENT ON OTHER COMPLIANCES**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. Details relating to deposits covered under Chapter V of the Act.
- b. Issue of equity shares with differential voting rights as to dividend, voting or otherwise;
- c. Issue of shares (including sweat equity shares) to employees of the Company.
- d. Neither the Managing Director nor any of the Whole-time Directors of the Company receive any remuneration or commission.;

### **39. BUSINESS RESPONSIBILITY REPORT (BRR)**

Securities Exchange Board of India (SEBI) vide circular CIR/CFD/DIL/8/2012 dated August 13, 2012 has mandated the inclusion of BRR as part of the Annual Report for the top 100 listed entities. In view of the requirements specified, the company is not mandated for the providing the BRR and hence do not form part of this Report.

### **40. PARTICULARS OF EMPLOYEES**

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee has drawn remuneration in excess of the limit set out in the said rules. 'ANNEXURE-V'

### **41. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

As there is no application made or pending under Insolvency and Bankruptcy Code, 2016, so there is no requirement to give details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

### **42. WHOLE TIME DIRECTOR & CFO AND FINANCE MANAGER CERTIFICATION**

As required under Regulation 17(8) of the SEBI (LODR) Regulations, 2015, the Whole Time Director & CFO and Finance Manager's Certification is at 'ANNEXURE-VI'.

### **43. DETAILS OF ONE TIME SETTLEMENT**

During the period under review There has been no one time settlement and the valuation done while taking loan from the Banks or Financial Institutions.

### **44. ACKNOWLEDGEMENTS**

The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, employee unions, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

**Date: 06.09.2024**  
**Place: Mumbai**

**For & on behalf of the Board**  
**M Lakhamsi Industries Limited**

**Sd/-**  
**Sanjiv Mulchand Sawla**  
**Managing Director**  
**DIN: 02045968**

**Sd/-**  
**Mallika Sanjiv Sawla**  
**Director and CFO**  
**DIN: 01943285**

**'ANNEXURE-I'**

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION,  
FOREIGN EXCHANGE EARNINGS AND OUTGO**

**[Pursuant to Section 134 (3) (m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**(A) Conservation of Energy**

(i)	The steps taken or impact on conservation of energy;	NA
(ii)	The steps taken by the company for utilizing alternate sources of energy;	NA
(iii)	The capital investment on energy conservation equipments.	NA

**(B) Technology absorption**

(i)	The efforts made towards technology absorption;	NA
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	NA
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NA
	(a) The details of technology imported;	NA
	(b) The year of import;	NA
	(c) Whether the technology been fully absorbed;	NA
	(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NA
(iv)	The expenditure incurred on Research and Development.	NA

**(C) Foreign exchange earnings and Outgo-**

(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	Rs. 44,56,87,838
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	Purchase - Rs. 9,06,69,913
		Expenses - Rs. 79,09,643

Date:06.09.2024  
Place: Mumbai

For & on behalf of the Board  
M Lakhamsi Industries Limited

Sd/-  
Sanjiv Mulchand Sawla  
Managing Director  
DIN: 02045968

Sd/-  
Mallika Sanjiv Sawla  
Director and  
CFO  
DIN: 01943285

**'ANNEXURE-II'**

**FORM NO. AOC-2**  
**RELATED PARTY TRANSACTIONS**

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014:

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis:

<b>Name of the related party and nature of relationship</b>	<b>Nature of contracts/ arrangement/ transactions</b>	<b>Duration of the contracts/ arrangement/ transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any:</b>	<b>Amount paid as advances, if any:</b>
Sanjiv Sawla	Remuneration Paid	During the year	9,00,000	
Sanjiv Sawla	Loan given	During the year	22,65,000	
Sanjiv Sawla	Loan repaid	During the year	22,65,000	
Mallika Sawla	Remuneration Paid	During the year	6,00,000	
S M International	Purchases	During the year	10,95,65,369	
S M International	Sortex & Cleaning Charges	During the year	40,10,820	
S M International	Sales	During the year	6,93,00,000	
Lakhamsi FZE	Loan given	During the year	4,08,12,986	
Lakhamsi FZE	Loan Repaid by FZE	During the year	2,90,34,000	
Lakhamsi FZE	Investment Made	During the year	22,73,772	
Lakhamsi FZE	Sales	During the year	2,53,76,952	

Date: 06.09.2024  
Place: Mumbai

For & on behalf of the Board  
M Lakhamsi Industries Limited

Sd/-  
Sanjiv Mulchand Sawla  
Managing Director  
DIN: 02045968

Sd/-  
Mallika Sanjiv Sawla  
Director and CFO  
DIN: 01943285

**ANNEXURE -III'**  
**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

*[Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the  
Companies (Appointment  
and Remuneration of Managerial Personnel) Rules, 2014]*

To,

The Members

M Lakhamsi Industries Limited

505 Churchgate Chambers, 5 New Marine Lines,

Mumbai City, Maharashtra - 400020, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M Lakhamsi Industries Limited**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and accordingly, expressing my opinion thereon.

Based on our inspection, verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2024** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M Lakhamsi Industries Limited ("the Company") for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made Thereunder to the

extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; *(No transaction has been recorded during the Audit Period)*

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board

of India Act, 1992 ('SEBI Act'):-

- a) The Securities and Exchange Board of India {Substantial

- 
- Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

The Board of Directors at their meeting held on Thursday, 02nd December, 2023 have inter alia recommended Issue of Bonus Equity shares, the details of which is as under: -

Issue of Bonus Equity Shares of Rs. 10/- (Rupees Ten) each credited as fully paid up to eligible members of the Company in the proportion of 1 (One) new fully paid up Equity Shares of Rs. 10/- (Rupees Ten) each for every 50 (Fifty) existing fully paid up equity shares of Rs. 10/- (Rupees Ten) each held by the Public shareholders except promoter and promoter group only on the "Record Date". The bonus share upon their issue and allotment will rank pari-passu in all respects with the existing shares including dividend, if any declared.

- d) The Securities and Exchange Board of India (Share Based employee Benefits) Regulation, 2014; *(No transaction has been recorded during the Audit Period)*
- e) The Securities and Exchange Board of India *(Issue and Listing of Debt Securities) Regulation, 2008 (Not Applicable during the period under review)*
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued; *(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review)*
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(No transaction has been recorded during the Audit Period)*
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(No transaction has been recorded during the Audit Period)*
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

As informed to us the following other laws specifically applicable to the company as under and as confirmed & declared by the management, the company has duly complied the same:-

- 
1. **The Employees Provident fund and Miscellaneous Provisions Act, 1952 along with labour laws**
  2. **Employees State Insurance Act, 1948**
  3. **Maternity Benefit Act, 1961**
  4. **Payment Gratuity Act, 1972**
  5. **Factories Act, 1949**
  6. **The Environmental (Protection) Act, 1986 and its allied applicable laws**

**We have also examined the compliance with the applicable clauses of the following:**

1. **Secretarial Standard issued by the Institute of Company Secretaries of India.**
2. **The Listing Agreements/Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 entered into by the Company with Stock Exchange(s).**

**During the period under review, the Company has complied with the provisions of the Companies Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.**

**We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.**

**We further report that during the period there were no specific instances / events pursuance of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.**

**Thanking You,**

**Verma & Associates**

**Company Secretaries**

**P2012DE081400)**

**Date: 06.09.2024**

**Place: New Delhi**

**Sd/-**

**For Vikas**

**(FRN:**

**M. No. F9192  
COP: 10786  
UDIN: F009192F001160311**



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*This report is to be read with our letter of even date, which is annexed as Annexure A and forms an integral part of this report.)*

**Annexure- A**

To,

**M Lakhamsi Industries Limited  
505 Churchgate Chambers, 5 New Marine Lines,  
Mumbai City, Maharashtra – 400020, India**

**Our report of even date is to be read along with this letter.**

- i. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.**
- ii. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.**
- iii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.**
- iv. Wherever required, we have obtained the management representations about the compliance of laws, rules and regulations and happening of events etc.**
- v. The Compliance of provisions of corporate and other applicable laws, rules, regulations & standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.**
- vi. The Secretarial Audit report is neither an assurance as to the future viability nor of the efficacy of the effectiveness with which the management has conducted the affairs of the Company.**

**Thanking You,  
For Vikas**

**Verma & Associates  
Company Secretaries**

**(FRN:  
P2012DE081400)**

**Date: 06.09.2024**

**Place: New Delhi**

**Sd/-**

**M.**

**No. F9192**

**COP: 10786**

**UDIN: F009192F00116031**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Your company has acquired a proprietor concern namely M/s. M. Lakhamsi and Co. in the exciting and high growth partnership space. M/s. M. Lakhamsi and Co. is engaged in the business of Exports of sesame seeds, castor oil and seeds, peanuts, safflower seeds, niger seeds, spices, wheat flour, rice, oil cakes, meals, Whole / Ground Spices, Seeds, Kernels, Oil Seeds, Pulses based products.

∂ **Risks, Concerns and Threats:**

Same as above, and company is re-evaluating its business options.

∂ **Internal Control Systems and Their Adequacy:**

The Company strongly believes that a robust internal control mechanism is a prerequisite to ensure that an organization functions ethically, complies with all legal and regulatory requirements and observes the generally accepted principles of good corporate governance. To enable this, the Company has established a strong internal control system for the Company, which is comprised of policies, guidelines and procedures to ensure the orderly and efficient financial and business conduct.

The Company has adopted strong internal control systems backed by constant reviews and up-gradation. Internal Audit, Statutory Audit by external agencies and the Audit Committee, look into the internal control aspects and further advice on the corrective measures as and when required.

∂ **Human Resource/Industrial Relations:**

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The relations with workers and staff are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

∂ **Disclosure of accounting treatment:**

Financial Statements are prepared as per Ind AS duly following the principles laid in the Ind AS. Management has not adopted any other standards other than the prescribed Accounting Standards in preparing the financial statements.

∂ **Outlook:**

The Board of Directors and the Management of the Company are pursuing various available options to rehabilitate the Company and considering future business plans for the Company.

∂ **Cautionary Statement:**

The statements in this section describe the Company's objectives, projections, estimates,

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expectations and predictions, which may be “forward looking statements” within the meaning of the applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company’s operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other incidental factors.

**Date: 06.09.2024**  
**Place: Mumbai**

**For & on behalf of the Bo**  
**M Lakhamsi Industries Limi**

**Sd/-**  
**Sanjiv Mulchand Sawla**  
**Managing Director**  
**DIN: 02045968**

**Sd/-**  
**Mallika Sanjiv Sawla**  
**Director and CFO**  
**DIN: 01943285**

**'ANNEXURE-V'**

Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<b>S.NO.</b>	<b>PARTICULARS</b>	<b>MARKS</b>
	Th ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	37.73%*
	Thepercentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year. (During the year, there was no change in remuneration of Directors)	Not Applicable
	The percentage increase in the median remuneration of employees in the financial year.	209.81%*
	The number of permanent employees on the rolls of Company.	08
	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	92.90%*
	Affirmation that the remuneration is as per the remuneration policy of the Company	The Directors affirm the remuneration of employees is as per Remuneration Policy of the Company in previous financial year 2022-2023.

- **Please note that, the remuneration as mentioned in Point No. 1, 3 and 5 are calculated for the financial year starting from 01.04.2023 to 31.03.2024 whereas, the said remuneration was compared with the remuneration paid between the period of October 2022 to March 2023.**
- **Also, there were no remuneration paid to Directors of the Company during the period of October 2022 to March 20223**

**CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

**To,  
The Board of Directors  
M Lakhamsi Industries Limited  
Mumbai**

Dear Members of the Board

I, Mallika Sanjiv Sawla, Chief Financial Officer of M Lakhamsi Industries Limited to the best of my knowledge and belief hereby certify that:

(a) We have reviewed financial statements and the cash flow statements for the year ended 31<sup>st</sup> March, 2023 and that to the best of my knowledge and belief;

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee:

(i) Significant changes in the internal control over financial reporting during the year under reference;

(ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on behalf of  
M Lakhamsi Industries Limited**

**Sd/-  
Mallika Sanjiv Sawla**

**Chief Financial Officer  
PAN: AAEP3752B**

**Date:06.09.2024  
Place: Mumbai**



**TDK & Co.**

Chartered Accountants  
(An ISO 9001 : 2015 Certified Co.)

Mob. : +91 91520 02313

+91 99208 81296

E-mail : info@tdk.net.in

Website : www.tdk.net.in

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of **M Lakhamsi Industries Limited**  
(Formerly Known as **Specular Marketing and Financing Limited**)

### Report on the Audit of the Standalone Financial

#### Results

#### Opinion

We have audited the accompanying standalone financial results of **M Lakhamsi Industries Limited (Formerly Known as Specular Marketing and Financing Limited) ("the Company")** for the quarter ended 31 March 2024 and for the year ended 31 March 2024 ("the Statement" or "standalone financial results"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the aforesaid standalone financial results:

- are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the quarter ended 31 March 2024 and for the year ended 31 March 2024

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.





## **Management's and Board of Director's Responsibilities for the Standalone Financial Results**

These standalone financial results have been prepared on the basis of the standalone financial statements.

The Company's Management's and the Board of Director's are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

## **Auditor's Responsibilities for the Audit of Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as





fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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





## Other Matters

The standalone financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For  
TDK & Co.  
Chartered Accountants  
Firm Registration Number: 109804W

  
Neelanj Shah  
(PARTNER)



Membership Number : 121057  
UDIN:- 24121057BKECOP2024  
Place: Mumbai  
Date: 30-05-2024

## **Annexure A to the Independent Auditors' Report**

### **(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2024, we report the following:

1)

- A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment. and The Company has maintained proper records showing full particulars of intangible assets.
- B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programmed, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- C) The title deeds of immovable properties are held in name of Company.
- D) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.
- E) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

2)

- A) The inventory except goods in transit and stocks lying at third parties, have been physically verified by the management during the year. In our opinion the frequency of such verification is reasonable. The discrepancies noticed on verification between physical stocks and the book stocks were not material and have been dealt with in the books of accounts.
- B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets and property of company.

- C) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been regular in filling Quarterly statements with bank. and on the basis of examination of records of the company, no material discrepancies were noticed as on Balance sheet date.
- 3) According to the information and explanations given to us, the company has not made any investment, granted any loans, secured or unsecured to companies, firm , LLP, or other parties covered in the registered maintained under section 189 of the Act. Therefore the provisions of para 3 (iii) [(a) to (c)] of the companies Act (Auditor’s Report) Order, 2016 are not applicable to the company.
- 4) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Further, in our opinion, the Company has complied with the provisions of Section 186 of the Act in relation to loans given, guarantees provided and investments made.
- 5) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- 6) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- 7) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST")
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;
  - According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.
  - According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value

Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute, except as mentioned below:

Sr No	Nature of Payment	Amount	Year	Forum Where dispute is pending
1	Income Tax	89,53,890	A Y 2012-13	CIT-(A), Mumbai
2	VAT	3,76,55,633	F Y 2009-10	Joint Commissioner of Commercial Tax (Mehsana), Gujarat

Company has acquired the business of the Firm M/s. M. Lakhamsi & Co. and the above liabilities pertains to the said Firm.

8) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

9) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.

- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2024.

10) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

- The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.

- 11) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- According to the information and explanations given to us, no report under sub-Section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- 12) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- 13) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- 14) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- 15) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors as per details mentioned below, which are as per provisions of Section 192 of the Act.
- 16) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
  - According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- 17) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- 18) There has been no resignation of the statutory auditor during the year and accordingly the reporting under clause (xviii) is not applicable.

- 19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- 20) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- 21) The reporting under clause 3(xxi) of the order is not applicable in respect of audit of Financial Statements.

**For**  
**TDK & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 109804W**

**(PARTNER)**  
**Membership Number : 121057**  
**UDIN:- 24121057BKECOP2024**  
**Place: Mumbai**  
**Date: 30-05-2024**

## **Annexure B to the Independent Auditors' report on the standalone financial statements**

### **Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

#### **Opinion**

We have audited the internal financial controls with reference to standalone financial statements of **M Lakhamsi Industries Limited (Formerly Known as Specular Marketing and Financing Limited)** ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone

financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

### **Meaning of Internal Financial Controls with Reference to Standalone Financial Statements**

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

### **Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For**  
**TDK & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 109804W**

**(PARTNER)**  
**Membership Number : 121057**  
**UDIN:- 24121057BKECOP2024**  
**Place: Mumbai**  
**Date: 30-05-2024**



# M LAKHAMSI INDUSTRIES LIMITED

STANDALONE BALANCE SHEET AS ON 31/03/2024

CIN : L51900MH1985PLC034994

(Amount In Lakhs)

Particulars	Note No.	As at the 31st Mar 2024 (Rs.)	As at the 31st Mar 2023 (Rs.)
1	2	3	4
<b>I. Assets</b>			
<b>Non Current Assets</b>			
a) Property Plant and Equipment	9	14.81	18.84
b) Capital Work In Progress			
c) Investment In Property			
d) Goodwill			
e) Other Intangible Assets			
f) Intangible Assets Under Development			
g) Biological Assets other than bearer plants			
h) Financial Assets			
i) Investments		237.65	214.92
ii) Trade Receivables	12	50.00	50.00
iii) Deposits	10	204.57	96.51
i) Deferred Tax Assets		10.60	11.24
j) Other Non Current Assets			
<b>II Current Assets</b>			
a) Inventories	11	1,024.07	752.09
b) Financial Assets			
i) Investments			
ii) Trade Receivable	12	3,006.58	1,231.31
iii) Cash and Cash Equivalents	13	36.05	28.69
iv) Bank Balance Other above (iii)			
v) Loans	14	713.92	412.02
vi) Others		2.53	3.79
<b>TOTAL ASSETS</b>		<b>5,300.78</b>	<b>2,819.42</b>
<b>EQUITY AND LIABILITY</b>			
<b>Equity</b>			
a) Equity And Shares	1	596.57	593.60
b) Other Equity	2	172.39	110.21
<b>I Liabilities</b>			
<b>Non Current Liabilities</b>			
a) Financial Liabilities			
i) Borrowings			
ii) Trade Payables	6	-	-
iii) Other Financial Liabilities			
b) Provisions			
c) Deferred Tax Liability			
d) Other Non Current Liability			
<b>Current Liabilities</b>			
a) Financial Liabilities			
i) Borrowings	5	2,144.83	945.63
ii) Trade Payables	6	2,254.07	1,086.05
iii) Other Financial Liabilities			
b) Other Current Liabilities	7	83.25	58.16
c) Provisions	8	49.67	25.76
d) Current Tax Liability (Net)			
<b>TOTAL EQUITY AND LIABILITY</b>		<b>5,300.78</b>	<b>2,819.42</b>

NOTES OF FINANCIAL STATEMENT

0.00

0.00

As per our Report of even date  
TDK & Co.  
Chartered Accountants  
Firm Regn No: 109804W

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

Neelanj Shah  
(Partner)  
Membership No: 121057  
Place: Mumbai  
Date: 30-05-2024  
UDIN:

Sanjiv Sawla  
Director  
Din- 02045968

Mallika Sawla  
Director  
Din-01943285

Pooja  
Company Secretary

# M LAKHAMSI INDUSTRIES LIMITED

**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2024**

**CIN : L51900MH1985PLC034994**

(Amount In Lakhs)

	Refer Note No.	As at the 31st March 2024 (Rs.)	As at the 31st March 2023 (Rs.)
<b>Particulars</b>			
<u>In respect of a company other than a finance company:</u>			
Revenue From Operations	<b>15</b>	10,477.72	11,608.10
		10,477.72	11,608.10
<b>I. Total Revenue from operations</b>		10,477.72	11,608.10
<b>II. Other income</b>	<b>16</b>	77.04	270.93
<b>III. Total Revenue (I + II)</b>		<b>10,554.76</b>	<b>11,879.03</b>
Expenses:			
Cost of Material Consumed	<b>17A</b>	10,488.67	10,949.16
Purchases of Stock-in-Trade			
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	<b>17B</b>	-271.98	604.71
Employee benefits expense	<b>18</b>	39.91	39.75
Finance costs	<b>19</b>	105.55	95.73
Depreciation and amortization expense		6.02	5.82
Other expenses	<b>20</b>	90.95	85.92
<b>IV. Total expenses</b>		10,459.12	11,781.10
<b>V. Profit before tax (III-IV)</b>		<b>95.64</b>	<b>97.93</b>
<b>Tax Expense:</b>			
(1) Current tax		23.91	25.22
(2) Deferred tax liability		-0.64	0.48
<b>VI. Total Tax expense</b>		-24.55	-24.74
<b>Profit (Loss) for the period (V-VI)</b>		<b>71.09</b>	<b>73.19</b>
Earnings per equity share:			
(1) Basic		1.19	1.23
(2) Diluted		1.19	1.23

## NOTES OF FINANCIAL STATEMENT

**TDK & Co.**

**Chartered Accountants**

**Firm Regn No: 109804W**

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Neelanj Shah**

**(Partner)**

**Membership No: 121057**

**Place: Mumbai**

**Date: 30-05-2024**

UDIN:

**Sanjiv Sawla**

**Director**

**Din- 02045968**

**Mallika Sawla**

**Director**

**Din-01943285**

Pooja  
Company Secretary

## M LAKHAMSI INDUSTRIES LIMITED

CIN: L51900MH1985PLC034994

REGD. OFFICE : 505 CHURCHGATE CHAMBERS, 5 NEW MARINE LINES, MUMBAI, MH - 400020, IN

Standalone Statement of Audited Financial Results for the Quarter and Year ended 31st March, 2024

Cash Flow Statement		Amount in Lakhs (Rs)	
Particulars	For the period ended 31-03-2024	For the period ended 31-03-2023	
	Audited	Audited	
<b>A</b>	Date of start of reporting period	-	-
<b>B</b>	Date of end of reporting period	-	-
<b>C</b>	Whether results are audited or unaudited	-	-
<b>D</b>	Nature of report standalone or consolidated	-	-
	<b>Statement of cash flows</b>	-	-
	<b>Cash flows from used in operating activities</b>	-	-
	Profit for the year	95.64	97.93
	<b>Adjustments for reconcile profit (loss)</b>	-	-
	Adjustments for finance costs	-	-
	Adjustments for decrease (increase) in inventories	271.98	604.71
	Adjustments for decrease (increase) in trade receivables, current	1,775.27	1,154.46
	Adjustments for decrease (increase) in trade receivables, non-current	-	234.26
	Adjustments for decrease (increase) in loan and advances	409.95	40.00
	Adjustments for decrease (increase) in other non-current assets	1.26	1.26
	Adjustments for other financial assets, non-current	-	-
	Adjustments for other financial assets, current	-	-
	Adjustments for other bank balances	-	-
	Adjustments for increase (decrease) in trade payables, current	1,168.01	690.46
	Adjustments for increase (decrease) in trade payables, non-current	-	2.42
	Adjustments for increase (decrease) in other current liabilities	49.00	23.45
	Adjustments for increase (decrease) in other non-current liabilities	-	-
	Adjustments for depreciation and amortisation expense	6.02	5.82
	Adjustments for impairment loss reversal of impairment loss recognised in profit or loss	-	-
	Adjustments for provisions, current	24.55	24.74
	Adjustments for provisions, non-current	0.64	0.48
	Adjustments for other financial liabilities, current	-	-
	Adjustments for other financial liabilities, non-current	-	-
	Adjustments for unrealised foreign exchange losses gains	-	-
	Adjustments for dividend income	-	-
	Adjustments for interest income	-	-
	Adjustments for share-based payments	-	-
	Adjustments for fair value losses (gains)	-	-
	Adjustments for undistributed profits of associates	-	-
	Other adjustments for which cash effects are investing or financing cash flow	-	-
	Other adjustments to reconcile profit (loss)	-	-
	Other adjustments for non-cash items	-	-
	Share of profit and loss from partnership firm or association of persons or limited liability partnerships	-	-
	<b>Total adjustments for reconcile profit (loss)</b>	<b>1,161.17</b>	<b>515.79</b>
	<b>Net cash flows from (used in) operations</b>	<b>-</b>	<b>-</b>
	Dividends received	-	-
	Interest paid	-	-
	Interest received	-	-
	Income taxes paid (refund)	-	-
	Other inflows (outflows) of cash	-	-
	<b>Net cash flows from (used in) operating activities</b>	<b>-</b>	<b>-</b>
	<b>Cash flows from used in investing activities</b>	<b>-</b>	<b>-</b>
	Cash flows from losing control of subsidiaries or other businesses	-	-
	Cash flows used in obtaining control of subsidiaries or other businesses	-	-
	Other cash receipts from sales of equity or debt instruments of other entities	-	-
	Other cash payments to acquire equity or debt instruments of other entities	-	-
	Other cash receipts from sales of interests in joint ventures	-	-
	Other cash payments to acquire interests in joint ventures	-	-

Cash receipts from share of profits of partnership firm or association of persons or limited liability partnerships	-	-
Cash payment for investment in partnership firm or association of persons or limited liability partnerships	-	-
Proceeds from sales of property, plant and equipment	-	-
Purchase of property, plant and equipment	1.99	0.70
Proceeds from sales of investment property	-	-
Purchase of investment	22.74	214.92
Purchase of investment property	-	-
Proceeds from sales of intangible assets	-	-
Purchase of intangible assets	-	-
Proceeds from sales of intangible assets under development	-	-
Purchase of intangible assets under development	-	-
Proceeds from sales of goodwill	-	-
Purchase of goodwill	-	-
Proceeds from biological assets other than bearer plants	-	-
Purchase of biological assets other than bearer plants	-	-
Proceeds from government grants	-	-
Proceeds from sales of other long-term assets	-	-
Purchase of other long-term assets	-	-
Cash advances and loans made to other parties	-	-
Cash receipts from repayment of advances and loans made to other parties	-	-
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-
Cash receipts from future contracts, forward contracts, option contracts and swap contracts	-	-
Dividends received	-	-
Interest received	-	-
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
<b>Net cash flows from (used in) investing activities</b>	<b>24.73</b>	<b>215.61</b>
<b>Cash flows from used in financing activities</b>	<b>-</b>	<b>-</b>
Proceeds from changes in ownership interests in subsidiaries	-	-
Payments from changes in ownership interests in subsidiaries	-	-
Proceeds from issuing shares	-	-
Proceeds from issuing other equity instruments	-	-
Payments from shares premium	-	-
Payments to acquire or redeem entity's shares	-	-
Payments of other equity instruments	-	-
Proceeds from exercise of stock options	-	-
Proceeds from issuing debentures notes bonds etc	-	-
Proceeds from borrowings	1,199.20	307.80
Repayments of borrowings	-	-
Payments of finance lease liabilities	-	-
Payments of lease liabilities	-	-
Dividends paid	5.94	4.24
Interest paid	-	-
Loans and Advances Long Term	-	-
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
<b>Net cash flows from (used in) financing activities</b>	<b>1,193.26</b>	<b>312.04</b>
<b>Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes</b>	<b>7.36</b>	<b>11.86</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>-</b>	<b>-</b>
Effect of exchange rate changes on cash and cash equivalents	-	-
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>7.36</b>	<b>11.86</b>
Cash and cash equivalents cash flow statement at beginning of period	28.69	40.55
<b>Cash and cash equivalents cash flow statement at end of period</b>	<b>36.05</b>	<b>28.69</b>

By Order of the Board  
For M Lakhamsi Industries Limited

Sanjiv Mulchand Sawla  
Managing Director  
DIN: 02045968

Place: Mumbai  
Date: 30-05-2024

# M LAKHAMSI INDUSTRIES LIMITED

## NOTE 1 - EQUITY SHARE CAPITAL

	As at 31-Mar-24 (` in lakhs)	As at 31-Mar-23 (` in lakhs)
<b>Issued, subscribed and paid-up:</b>		
59,65,687 equity shares (31 March 2022 : 59,36,000) of ` 10 each fully paid up	596.57	593.6
<b>Total</b>	<b>596.57</b>	<b>593.6</b>

(i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year:

	2023-24		2022-23	
	Number	` in lakhs	Number	` in lakhs
Shares outstanding at the beginning of the year	59,36,000	59.36	59,36,000.00	59.36
Shares issued during the year	29,687	0.29	-	-
Shares outstanding at the end of the year	59,65,687	59.65	59,36,000.00	59.36

(ii) Details of shareholders holding more than 5% shares in the Company (Also includes details of shareholding of promoter and promoter's group):

Name of Shareholder	As at 31st March 2024		As at 31st March 2023	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Sanjiv Sawla	36,58,400	61.32%	36,58,400	61.32%
Mulchand Sawla	5,93,600	9.95%	5,93,600	9.95%

\* including his estate, effects, heirs, legal representatives and assigns, as applicable.

(iii) Details of shareholders holding by Promoters in the Company: Shares held by promoters at the end of the year 31 March 2024

Promoter Name	No of shares at beginning of the year	Change during the year	No of Shares at year end	% of total shares	% change during the year
Sanjiv Sawla	36,58,400	Nil	36,58,400	61.32	Nil
Mulchand Sawla	5,93,600	Nil	5,93,600	9.95	Nil
Pradeep Mehta	1,33,000	Nil	1,33,000	2.23	Nil
Anjali Mehta	56,000	Nil	56,000	0.94	Nil
Amit Mehta	3,500	Nil	3,500	0.06	Nil
Dilip Dalal	3,500	Nil	3,500	0.06	Nil
Neil Mehta	3,500	Nil	3,500	0.06	Nil

\* The below mentioned person have requested to the Company to reclassify them from being a "Promoter Category" to "Public Category" Shareholder of the Company therefore they are classified by company as Public Category . Neil Mehta, Pradeep Mehta, Anjali Mehta, Amit Mehta, Dilip Dalal.

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

<b>Sanjiv Sawla</b> Director Din- 02045968	<b>Mallika Sawla</b> Director Din-01943285
--	--

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED**

**NOTE 2 - OTHER EQUITY**

<b>Particulars</b>	<b>Reserve And Surplus</b>
As at 01 April 2023	79.01
Profit For Year	71.09
Dividend paid	-5.94
As at 31 March 2024	144.16
	<b>Share Premium</b>
As at 01 April 2023	31.20
Converted during the year	2.97
As at 31 March 2024	28.23

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

## M LAKHAMSI INDUSTRIES LIMITED

### NOTE 5 - BORROWINGS

<u>Particulars</u>	<u>31-03-2024</u>	<u>31-03-2023</u>
	<u>Amt in (Rs.)</u>	<u>Amt in (Rs.)</u>
<b><u>(a) Loans repayable on demand</u></b>		
<b><u>Secured Loan From Banks</u></b>		
1) Packing Credit	1,283.56	578.63
2) RBI Covid Loan	11.92	59.58
	-	-
<b><u>From Related Parties</u></b>	849.35	307.42
	<b>2,144.83</b>	<b>945.63</b>

\*Working Capital loan from Bank, repayable on demand is secured by hypothecation of Stock, stock in process, finished goods, book debts and by personal guarantees of the Director of the Company. Further they are also secured by way of pari passu first charge on all the immovable properties of the Company.

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 6 - TRADE PAYABLES**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
<b>1) Dues of micro enterprises &amp; small ent.</b>	-	-
<b>2) Dues of creditors other than micro ent. &amp; small ent.</b>		
Sundry Creditors for goods Less than 180 days	2,254.07	1,046.73
Sundry Creditors for goods More than 180 days		-
	2,254.07	1,046.73
Sundry Creditors for expenses	-	39.32
<b>Total</b>	<b>2,254.07</b>	<b>1,086.05</b>

**NOTE 7 - OTHER CURRENT LIABILITIES**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
T.D.S. Payable	4.55	8.16
Salary payable	4.99	-
Provision for doubtful debts	50.00	50.00
Advance From Debtors	23.71	-
<b>Total</b>	<b>83.25</b>	<b>58.16</b>

**NOTE 8 - PROVISIONS**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
Provision for Income Tax (last year)	25.76	0.54
Provision for Income Tax	23.91	25.22
<b>Total</b>	<b>49.67</b>	<b>25.76</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary



**M LAKHAMSI INDUSTRIES LIMITED**

**NOTE 9 -Property Plant and Equipment**

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block	
	Balance as at 1st April 2023	Additions	Disposals	Balance as at 31 March 2024	Balance as at 1st April 2023	Depreciation charge for the year	Dep On disposals	Balance as at 31 March 2024	Balance as at 31 March 2024	Balance as at 31/03/2023
	Amt in ( ` )	Amt in ( ` )		Amt in ( ` )	Amt in ( ` )	Amt in ( ` )	Amt in ( ` )	Amt in ( ` )	Amt in ( ` )	Amt in ( ` )
a										
Computer	1.08	0.95	-	2.04	0.25	0.41		0.66	1.38	0.83
Office Equipments	3.27	1.04	-	4.30	1.24	1.00		2.24	2.06	2.03
Sortex Machine	0.13	-	-	0.13	0.04	0.03		0.07	0.07	0.10
Vehicles	22.34	-	-	22.34	6.80	4.51		11.32	11.02	15.53
Furniture & Fixture	0.10	-	-	0.10	0.03	0.03		0.05	0.04	0.07
Office Premises	0.13	-	-	0.13	0.04	0.02		0.06	0.07	0.09
<b>Total (i)</b>	<b>27.05</b>	<b>1.99</b>	<b>-</b>	<b>29.04</b>	<b>8.40</b>	<b>6.00</b>	<b>-</b>	<b>14.39</b>	<b>14.64</b>	<b>18.65</b>
b										
<b>Intangible Assets</b>										
Computer software	0.22			0.22	-	0.03	0.02	0.05	0.17	0.19
<b>Total (ii)</b>	<b>0.22</b>	<b>-</b>	<b>-</b>	<b>0.22</b>	<b>0.03</b>	<b>0.02</b>	<b>-</b>	<b>0.05</b>	<b>0.17</b>	<b>0.19</b>
c										
Capital Work In Progress	-		-	-	-	-		-	-	-
<b>Total (i+ii)</b>	<b>27.27</b>	<b>1.99</b>	<b>-</b>	<b>29.26</b>	<b>8.43</b>	<b>6.02</b>	<b>-</b>	<b>14.45</b>	<b>14.81</b>	<b>18.84</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Pooja**  
Company Secretary

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

# M LAKHAMSI INDUSTRIES LIMITED

## NOTE 10 - NON CURRENT LOANS

Particulars	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<b>A.</b>		
<b><u>Unsecured, considered good</u></b>		
Union Bank Margin	-	26.10
Lease Renewal Fund (Deposit)	2.25	2.25
Electric Deposit	0.11	0.11
Licence Deposit	0.15	0.15
Sales Tax Deposit - Mehsana Branch	0.25	0.25
Union Bank Fixed Deposits	201.61	67.46
The Bombay Commodity Association Ltd Pvt Placement	0.20	0.20
<b>TOTAL</b>	<b>204.57</b>	<b>96.51</b>

## NOTE 11 - INVENTORIES

Inventories	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
Stock	1,024.07	752.09
<b>TOTAL</b>	<b>1,024.07</b>	<b>752.09</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 12 - TRADE RECEIVABLES**

<b>Particulars</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
<u>Trade receivables outstanding for a period less than six months from the date they are due for payment</u>		
Unsecured, considered good	3,006.58	1,231.31
Less: Provision for doubtful debts		-
	<b>3,006.58</b>	<b>1,231.31</b>
<u>Trade receivables outstanding for a period exceeding six months from the date they are due for payment</u>		
Unsecured, considered good	50.00	-
Doubtful Debts	50.00	50.00
<b>Total</b>	<b>3,056.58</b>	<b>1,281.31</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 13 - CASH & CASH EQUIVALENTS**

<b>Particulars</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
<b><u>CASH &amp; BANK BALANCES</u></b>		
a. Cash on hand	0.49	7.15
b. Balances with banks	-	-
(i) In Current A/c	35.56	21.54
(ii) In earmarked accounts	-	-
	<b>36.05</b>	<b>28.69</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 14 - CURRENT LOANS**

<b>Particulars</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
<b>A. Loans and Advances</b>		
Unsecured, considered good		
Advance Paid to creditors	192.86	74.14
Advance Paid to staff	5.48	6.82
other advances	223.09	80.85
	-	-
<b>D. Balances with government authorities</b>		
Unsecured, considered good		
1) GST Credit Input	204.95	186.18
2) Vat refundable	4.63	4.63
3) TCS/ TDS recivable	82.91	59.41
	-	-
	-	-
<b>TOTAL</b>	<b>713.92</b>	<b>412.02</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 15 - REVENUE FROM OPERATIONS**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<u>A) Sale of Products</u>		
Export Sale	4,755.26	7,760.47
Local Sale	5,305.61	3,847.63
Others sale	416.85	-
	-	-
<b>Total</b>	<b>10,477.72</b>	<b>11,608.10</b>

**NOTE 16 - OTHER INCOME**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Duty Drawback	5.49	6.24
Quality Difference-Non GST	-	82.11
Rodtep Duty	-	62.03
Foreign Exchange gain	56.81	95.69
Dividend received	1.25	1.25
Interest on I.T Refund	-	0.10
Delay Payment Interest	-	21.66
Interest on Fixed Deposits	10.50	1.85
Amounts W/off	3.00	-
<b>Total</b>	<b>77.04</b>	<b>270.93</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 17 - COST OF MATERIAL CONSUMED****A. Purchases**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Add: Purchases	10,085.46	10,387.87
Add: direct expenses	403.20	561.30
<b>Total</b>	<b>10,488.67</b>	<b>10,949.16</b>

**B. Changes in inventories of finished goods,**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<u>Inventories at the end of the year:</u>		
Finished goods	1,024.07	752.09
	<b>1,024.07</b>	<b>752.09</b>
<u>Inventories at the beginning of the year:</u>		
Finished goods	752.09	1,356.80
<b>Total</b>	<b>-271.98</b>	<b>604.71</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED****NOTE 18 - EMPLOYEE BENEFITS EXPENSES**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<b>(a) Salaries and incentives</b>		
Salary	39.59	39.75
Profession Tax	0.32	-
<b>Total</b>	<b>39.91</b>	<b>39.75</b>

**NOTE 19 - FINANCE COST**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Bank Charges	20.81	9.77
Renewal Charges	-	4.12
Interest on Loan	10.04	41.93
PC interest	71.52	33.73
Covid Loan Interest	2.61	6.18
Credit Rating Charges	0.47	-
Account Maintenance Charges	0.10	-
<b>Total</b>	<b>105.55</b>	<b>95.73</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary



## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 20 - OTHER EXPENSES**

PARTICULARS	As at 31 March 2024	As at 31 March 2023
	Amt in (Rs.)	Amt in (Rs.)
Insurance	5.18	0.95
Late Payment Charges	5.43	9.74
Licenses Fees	1.80	0.21
Listing Charges	8.11	7.41
Office Expenses	14.08	13.24
Preliminary Exp W/ Off	-	1.26
Professional Fees	16.34	27.19
Repairs & Maintenance	1.16	0.71
Sales Promotion Exp	2.35	1.25
Telephone Exprenes	-	1.36
Travelling Exp	34.10	9.27
Other charges	0.17	0.35
GST Paid	0.74	11.47
Motor Car Expenses	-	-
<b>TOTAL</b>	<b>89.45</b>	<b>84.42</b>

#### Payment to auditors (excluding taxes)

PARTICULARS	As at 31 March 2024	As at 31 March 2023
	Amt in (Rs.)	Amt in (Rs.)
As Auditors	1.5	1.5
Certification fees	-	-
Out of pocket expenses	-	-
<b>Total</b>	<b>1.5</b>	<b>1.5</b>

	<b>90.95</b>	<b>85.92</b>
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For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

<b>Sanjiv Sawla</b> Director Din- 02045968	<b>Mallika Sawla</b> Director Din-01943285
--	--

**Pooja**  
Company Secretary

# **M LAKHAMSI INDUSTRIES LIMITED**

**(Formerly Known as Specular Marketing and Financing Limited)**

Notes to Standalone Financial Statements for the year ended 31-03-2024

## **NOTE 1:**

### **Significant accounting policies and other explanatory information**

#### **1. Company information**

M Lakhamsi Industries Limited is Manufacturer, Exporter, Trader of Oil Seeds, Pulses and Oil having unit at Rajkot and Mumbai - India. The registered office of the Company is situated at Mumbai. The Company is listed on the Bombay Stock Exchange (BSE).

#### **2. Basis of preparation**

##### **(i) Compliance with Ind AS**

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

##### **(ii) Historical cost convention**

The standalone financial statements have been prepared on a historical cost convention and accrual basis, except for the following assets and liabilities:

- 1) Certain financial assets and liabilities that are measured at fair value;
- 2) Assets held for sale – measured at lower of carrying amount or fair value less cost to sell; and
- 3) Defined benefit plans - plan assets measured at fair value.

##### **(iii) Current and non-current classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle of twelve months and other criteria set out in Schedule III to the Act.

##### **(iv) Rounding of amounts**

All amounts disclosed in the standalone financial statements and notes have been rounded off to two decimals of the nearest lakh as per the requirement of Schedule III, unless otherwise stated.

#### **3. Use of estimates and judgements**

The estimates and judgements used in the preparation of the standalone financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the year in which the results are known/materialized.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence

about conditions existing as at the reporting date.

#### **4. Investment in subsidiaries**

Investments in subsidiaries are accounted at cost less impairment in accordance with Ind AS 27, 'Separate Financial Statements', except where investments initially accounted at cost are subsequently accounted and presented in accordance with Ind AS 105, 'Non-current Assets Held for Sale and Discontinued Operations', when they are classified as held for sale.

#### **5. Foreign Currency Transactions and Translations**

##### **(i) Functional and presentation currency**

The standalone financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

##### **(ii) Transactions and balances**

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the standalone statement of profit and loss. Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the standalone statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not translated thereafter.

#### **6. Revenue Recognition**

Revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products or services to customers, at an amount that reflects the consideration expected to be received by the Company in exchange for those products or services. Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and returns, etc., if any. The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- i. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- (ii) The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- (iii) The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional. Generally, the credit period upto 45-60 days from the shipment or delivery of goods as the case may be. Consideration are determined based on its most likely amount.

The Company recognises provision for sales return, based on the historical results. The Company accounts for sales returns accrual by recording an

allowance for sales returns concurrent with the recognition of revenue at the time of sale of product. The estimate of sales returns is determined primarily by the Company's historical experience in the markets in which the Company operates.

Export benefits are recognised in the year of export when right to receive the benefit is established and conditions attached to the benefits are satisfied.

**Trade Receivable:**

Trade receivables are amounts due from customers for goods sold in the ordinary course of business and reflects company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

**7. Other Income**

Interest income for all debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividend is recognised in standalone statement of profit and loss only when the right to receive payment is established.

**8. Income tax**

The income tax expense for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted for changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company and its subsidiaries, associates and joint ventures operate and generate taxable income. The Company periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is accounted in full, using the Balance Sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the standalone financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

There are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated

tax issues based on estimates of whether additional taxes will be due. The uncertain tax positions are measured at the amount expected to be paid to taxation authorities when the Company determines that the probable outflow of economic resources will occur. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are excepted to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the standalone statement of profit and loss, except to the extent it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax (MAT) credit is recognized as deferred tax asset only when and to the extent it is reasonably certain that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

#### **9. Impairment of non-financial assets**

The carrying amount of the non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal /external factors. An impairment loss is recognized whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its fair value less costs of disposal and its value in use. Impairment loss is recognized in the standalone statement of profit and loss.

After impairment, depreciation / amortization is provided on the revised carrying amount of the asset over its remaining useful life.

A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortization if there was no impairment.

#### **10. Cash and cash equivalents**

For the purpose of presentation in the standalone statement of cash flows, cash

and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### **11. Inventories**

- Raw Materials and components, Work-in-progress, Finished goods and Stock-in-trade are valued at lower of cost and net realisable value.
- Goods in transit are valued at cost to date.
- 'Cost' includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of overheads based on normal operating output. Cost formulae used is 'First In First Out'.
- Inter-unit transfers are valued either at works or factory costs of the transferor unit.
- Stores and spares are inventories that do not qualify to be recognized as property, plant and equipment and consists of packing materials, engineering spares (such as machinery spare parts) which are used in operating machines or consumed as indirect materials in the manufacturing process. Stores and spares, excluding certain gases are charged to standalone statement of profit and loss during the year in which they are purchased.

The factors that the Company considers in determining the provision for slow moving, obsolete and other non-saleable inventory include estimated shelf life, planned product discontinuances, price changes and ageing of inventory, to the extent each of these factors impact the Company's business and markets. The Company considers all these factors and adjusts the inventory provision to reflect its actual experience on a periodic basis.

#### **12. Investments and financial assets Classification**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through statement of profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in standalone statement of profit and loss or Other comprehensive income / (loss). For investments in equity instruments, it will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

#### **Measurement**

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the profit and loss are expensed in the standalone statement of profit and loss.

#### **Measurement of debt instruments**

Subsequent measurement of debt instruments depends on the Company's

business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

- (1) **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interests are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.
- (2) **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost are measured at fair value through statement of Profit and Loss. Interest income from these financial assets is included in other income.

#### **Measurement of equity instruments**

The Company measures its equity investment other than in subsidiaries at fair value through profit and loss. However, where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income, there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

#### **Impairment of financial assets**

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

#### **De-recognition of financial assets**

A financial asset is derecognised only when.

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.
- Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.
- Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

### **13. Property, plant and equipment (including capital work-in-progress)**

Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, the cost of replacing a part of plant and equipment and borrowing costs if capitalization criteria are met and any attributable cost of bringing the asset to its working condition and location for the intended use. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Spare parts are capitalized when they meet the definition of property, plant and equipment i.e., when the Company intends to use them for more than a period of 12 months.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the standalone statement of profit and loss during the year in which they are incurred.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the standalone statement of profit and loss when the asset is derecognized.

On transition to Ind AS, the Company had elected to continue with carrying value of all its property, plant and equipment recognized as at 1 April 2016, measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Freehold land is carried at historical cost. Capital Work-in-progress includes expenditure incurred till the assets are put into intended use. Capital Work in-Progress are measured at cost less accumulated impairment losses, if any.

**Depreciation:**

(i) Depreciation is provided on the straight line method as per the useful life prescribed in Schedule II to the Act, with residual value of 5%, except in respect of the following categories of the assets, in whose case the useful life of the assets have been assessed based on the technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturer's warranties and maintenance support, etc.

Significant components of each of the individual assets are depreciated separately over their respective useful lives; the remaining components are depreciated over the life of the principal asset.

(ii) Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the date of such addition or upto the date of such sale/disposal as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

**14. Borrowings and other financial liabilities**

Borrowings and other financial liabilities are initially recognized at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial recognition is recognized as an asset / liability based on the underlying reason for the difference.

Subsequently, all financial liabilities are measured at amortized cost using the effective interest rate method.

Borrowings are derecognized from the standalone balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is



recognized in standalone statement of profit and loss. The gain / loss is recognized in other equity in case of transaction with shareholders.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

#### **15. Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

#### **16. Provisions, contingent liabilities and contingent assets**

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the amount required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects the current market assessments of time value of money and the risks specific to the liability. The increase in the provision due to passage of time is recognized as interest expense. The provisions are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Contingent assets are not recognized in the standalone financial statements. However, it is recognized only when an inflow of economic benefits is probable.

#### **17. Employee Benefits**

A) **Short term employee benefits:** All employee benefits which are due within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages, short term compensated absences, etc. and the expected cost of bonus, ex-gratia are recognized in the year in which the employee renders the related service.

#### **18. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss [excluding other comprehensive income / (loss)] for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split and reverse share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income / (loss)) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

	<b>Year ended 31 March 2024</b>	Year ended 31 March 2023
Net Profit after tax attributable to equity share holders (in Lakhs)	<b>71,08,702.63</b>	73,19,300.26
Weighted average number of equity shares outstanding during the year (in numbers)	<b>59,65,687</b>	59,36,000
Basic and diluted earnings per share ( ` )	<b>1.19</b>	<b>1.23</b>
Face value per share ( ` )	<b>10</b>	10

### **19. Operating Cycle**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

### **20. Contributed equity**

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

### **21. Exceptional items**

When items of income and expense within standalone statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the year, the nature and amount of such material items are disclosed separately as exceptional items.

### **Critical estimates and judgements**

The preparation of standalone financial statements in conformity with Ind AS requires estimates and assumptions to be made by the management of the Company that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

The Management believes that these estimates are prudent and reasonable and are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognized in the year in which the results are known or materialized.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

#### **(i) Estimated useful life of property, plant and equipment, intangible assets, and investment property:**

The Company reviews the useful lives of property, plant and equipment, Investment properties and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortization expense in future periods.

**(ii) Impairment of carrying value of property, plant and equipment, capital work-in-progress, intangible assets and investment property:**

The recoverable amount of property plant and equipment, capital work-in-progress is based on estimates and assumptions regarding the expected Depreciated Replacement Cost (DRC) method under Cost Approach. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment. Fair value less cost to sell for assets classified as held for sale:

The fair valuation of the investment property is determined using 'Sales Comparison Method' under Market Approach using composite rate of commercial offices by comparing the investment property with similar properties that have recently been sold near the location of investment property. Comparable properties are selected for similarity to the subject property by considering attributes like age, size, shape, quality of construction, building features, condition, design, etc.

**(iii) Estimation of current tax expenses and recognition of deferred tax assets:**

The Company calculates income tax expense based on reported income and estimated exemptions / deduction likely available to the Company. Recognition of deferred tax assets depends upon the availability of future profits against which tax losses carried forward can be used.

**(iv) Probable outcome of matters included under contingent liabilities:**

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

**(v) Provision for doubtful debts:**

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. Under Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience. Individual trade receivables are written off if the same are not collectible.

**22. Names of related parties and description of relationship with the Company**

<b>Subsidiary company</b>	Lakhamsi FZE
<b>Non executive directors and other related parties where promoters, directors and their relatives exercise significant influence (with whom transactions have taken place during the year)</b>	Sanjiv Mulchand Sawla-Managing Director Nilesh Damjibhai Vira-Director Mallika Sanjiv Sawla-Director Smita Mayur Parekh- Independent Director Kunaal Yoddha- Independent Director SM International
<b>Key Management Personnel</b>	Sanjiv Mulchand Sawla-Managing Director

	Ms. Mallika Sanjiv Sawla - Director and Chief Financial Officer Ms. Pooja - Company Secretary (Since May 2020)
<b>Relatives of Key Management Personnel (with whom transactions have taken place during the year)</b>	-

**Transactions with related parties during the year:**

(` in lakhs)

<b>Name of the related party and nature of relationship</b>	<b>Nature of contracts/ arrangement/ transactions</b>	<b>Duration of the contracts/ arrangement/ transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any:</b>	<b>Amount paid as advances, if any:</b>
Sanjiv Sawla	Remuneration paid	During the year	9,00,000	NIL
Sanjiv Sawla	Loan given	During the year	22,65,000	NIL
Sanjiv Sawla	Loan repaid	During the year	22,65,000	NIL
Mallika Sawla	Remuneration paid	During the year	6,00,000	NIL
S M International	Purchases	During the year	10,95,65,369	NIL
S M International	Sortex & Cleaning Charges	During the year	40,10,820	NIL
S M International	Sales	During the year	6,93,00,000	NIL
Lakhamsi FZE	Loan given	During the year	4,08,12,986	NIL
Lakhamsi FZE	Loan Repaid by FZE	During the year	2,90,34,000	NIL
Lakhamsi FZE	Investment made	During the year	22,73,772	NIL
Lakhamsi FZE	Sales	During the year	2,53,76,952	NIL

### 23. Financial Ratios:

<b>Particulars</b>	<b>Numerator</b>	<b>Denominator</b>	<b>As at</b>	<b>As at</b>
			<b>31.03.2024</b>	<b>31.03.2023</b>
Current ratio	Current assets	Current liabilities	1.06	1.15
Debt equity ratio	Debt	Net worth	2.79	1.34
Debt service coverage ratio	Profit before exceptional items, tax and finance cost	Finance cost + Principal repayment made for Non-current borrowings and Non-current lease liabilities	0.67	0.32
Return on equity ratio	Profit after tax	Shareholders' funds (Total equity)	0.09	0.10
Inventory turnover ratio	Sale of goods	Average Inventories of Finished stock	11.80	11.01
Trade receivables turnover ratio	Sale of goods	Average Gross Trade receivables (before provision)	4.83	14.14
Trade payables turnover ratio	Purchases of stock-in-trade + Changes in inventories of stock in trade + Other expenses	Average Trade payables	6.17	15.69
Net capital turnover ratio	Sale of goods	Current assets less current liabilities	41.69	37.17
Net profit ratio	Net Profit for the period before tax	Total Income	0.91	0.82
Return on capital employed	Profit before exceptional items, tax and finance cost	Netwoth + Debt + Deferred tax liability	0.07	0.12
Return on investment	Interest income from financial assets carried at amortised cost + Net gain on financial asset measured at fair value through profit and loss	Average (Non-current Investments + Current investments + Non-current loans receivable + Current loans receivable - Investments in equity instruments of subsidiaries -	N. A.	N. A.

**24. Foreign Exchange Earnings & Outgo :**

Total Foreign Exchange used

-For Import Purchase of Raw Materials or Finished Goods – Rs. 9,06,69,913/-

-For Expenses – Rs. 79,09,643/-

Total Foreign Exchange Earned

-For Export Sale of Raw Materials or Finished Goods – Rs. 44,56,87,838/-

- 25.** The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- 26.** The Company does not have any transactions with companies struck off by Registrar of Companies (ROC).
- 27.** The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- 28.** The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 29.** The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 30.** No funds have been advanced or loaned or invested by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 31.** No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.





## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of  
**M LAKHAMSI INDUSTRIES LIMITED**  
(Formerly Known as Specular Marketing and Financing Limited)

### Report on the Audit of Consolidated Financial Results

#### Opinion

We have audited the accompanying Statement of consolidated financial results of **M\ S M LAKHAMSI INDUSTRIES LIMITED** ("the Holding Company") and its subsidiary **M\ S LAKHAMSI FZE** (the Holding Company and its subsidiary together referred to as "the Group"), for the quarter and year ended March 31, 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 ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditors on separate audited financial statements /financial results/ financial information of the subsidiaries referred to in "Other Matters" paragraph below, the Statement:

- i. includes the annual financial results of the following entities:

Name of the Entity	Relationship
LAKHAMSI FZE	Subsidiary

- ii. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit, other comprehensive income and other financial information of the Group for the quarter and year ended March 31, 2024.





## **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

## **Management's Responsibilities for the Consolidated Financial Results**

This Statement of the consolidated financial results has been prepared on the basis of the consolidated financial statements.

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal





financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

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

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design





and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/ financial information of the entities within the Group to express an opinion on the consolidated financial results. We are





responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial results.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

We also performed procedures in accordance with the circular issued by SEBI under Regulation 33(8) the Listing Regulations, as amended, to the extent applicable.

### **Other Matters**

The accompanying Statement includes the unaudited financial results/statements and other unaudited financial information in respect of subsidiary located outside India, whose financial results/financial statements/financial information reflect total assets of Rs. 136.03 lac as at March 31, 2024, total revenue of Rs. 887.02






lac and total net profit/(loss) after tax (including due to exchange translation) of Rs. 3.69 lac, and net cash outflows of Rs. NIL for the year ended on March 31, 2024. These unaudited financial statements/financial results/financial information are prepared and certified by the management of the Holding Company in accordance with the Indian GAAP and accounting principles generally accepted in India and our opinion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries, is based solely on such financial results/financial statements/financial information. In our opinion and according to the information and explanations given to us by the management of the Holding Company, these unaudited financial results/financial statements/financial information are not material to the Group.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors as referred to above and the financial results/financial statements/financial information certified by the management of the Holding Company in above.

The figures of the consolidated financial results as reported for the quarter ended March 31, 2024 and the corresponding quarter ended in the previous year are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures up to the end of third quarter of the relevant financial year. Also, the figures upto the end of the third quarter of the current and previous financial year had only been subjected to limited review by us.

**For**  
**TDK & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 109804W**

  
**Neelanj Shah**  
**(PARTNER)**  
**Membership Number : 121057**  
**UDIN:- 24121057BKECOQ7727**  
**Place: Mumbai**  
**Date: 30-05-2024**



## **Annexure A to the Independent Auditors' Report**

### **(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the consolidated financial statements for the year ended 31 March 2024, we report the following:

1)

- A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment. and The Company has maintained proper records showing full particulars of intangible assets.
- B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programmed, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- C) The title deeds of immovable properties are held in name of Company.
- D) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.
- E) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

2)

- A) The inventory except goods in transit and stocks lying at third parties, have been physically verified by the management during the year. In our opinion the frequency of such verification is reasonable. The discrepancies noticed on verification between physical stocks and the book stocks were not material and have been dealt with in the books of accounts.
- B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets and property of company.

- C) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been regular in filling Quarterly statements with bank. and on the basis of examination of records of the company, no material discrepancies were noticed as on Balance sheet date.
- 3) According to the information and explanations given to us, the company has not made any investment, granted any loans, secured or unsecured to companies, firm , LLP, or other parties covered in the registered maintained under section 189 of the Act. Therefore the provisions of para 3 (iii) [(a) to (c)] of the companies Act (Auditor’s Report) Order, 2016 are not applicable to the company.
- 4) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Further, in our opinion, the Company has complied with the provisions of Section 186 of the Act in relation to loans given, guarantees provided and investments made.
- 5) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- 6) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- 7) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST")
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;
  - According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.
  - According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value

Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute, except as mentioned below:

Sr No	Nature of Payment	Amount	Year	Forum Where dispute is pending
1	Income Tax	89,53,890	A Y 2012-13	CIT-(A), Mumbai
2	VAT	3,76,55,633	F Y 2009-10	Joint Commissioner of Commercial Tax (Mehsana), Gujarat

Company has acquired the business of the Firm M/s. M. Lakhamsi & Co. and the above liabilities pertains to the said Firm.

- 8) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- 9) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
  - In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
  - According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
  - According to the information and explanations given to us and on an overall examination of the consolidated financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2024.
- 10) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.

- 11) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- According to the information and explanations given to us, no report under sub-Section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- 12) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- 13) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the consolidated financial statements as required by the applicable accounting standards.
- 14) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- 15) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors as per details mentioned below, which are as per provisions of Section 192 of the Act.
- 16) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
  - According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- 17) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- 18) There has been no resignation of the statutory auditor during the year and accordingly the reporting under clause (xviii) is not applicable.



- 19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the consolidated financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- 20) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- 21) The reporting under clause 3(xxi) of the order is not applicable in respect of audit of Financial Statements.

**For**  
**TDK & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 109804W**

**(PARTNER)**  
**Membership Number : 121057**  
**UDIN:- 24121057BKECOP2024**  
**Place: Mumbai**  
**Date: 30-05-2024**

## **Annexure B to the Independent Auditors' report on the consolidated financial statements**

### **Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

#### **Opinion**

We have audited the internal financial controls with reference to consolidated financial statements of **M Lakhamsi Industries Limited (Formerly Known as Specular Marketing and Financing Limited)** ("the Company") as of 31 March 2024 in conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of such internal

financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to consolidated financial statements.

### **Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements**

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

### **Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For  
TDK & Co.  
Chartered Accountants  
Firm Registration Number: 109804W**

**(PARTNER)  
Membership Number : 121057  
UDIN:- 24121057BKECOP2024  
Place: Mumbai  
Date: 30-05-2024**

# M LAKHAMSI INDUSTRIES LIMITED

CONSOLIDATED BALANCE SHEET AS ON 31/03/2024

CIN : L51900MH1985PLC034994

(Amount In Lakhs)

Particulars	Note No.	As at the 31st Mar 2024 (Rs.)	As at the 31st Mar 2023 (Rs.)
1	2	3	4
<b>I. Assets</b>			
<b>Non Current Assets</b>			
a) Property Plant and Equipment	7	14.81	18.84
b) Capital Work In Progress			
c) Investment In Property			
d) Goodwill			
e) Other Intangible Assets			
f) Intangible Assets Under Development			
g) Biological Assets other than bearer plants			
h) Financial Assets			
i) Investments		237.65	214.92
ii) Trade Receivables	8	50.00	50.00
iii) Deposits	9	204.57	96.51
i) Deferred Tax Assets		10.60	11.24
j) Other Non Current Assets			
<b>II Current Assets</b>			
a) Inventories	10	1,024.07	752.09
b) Financial Assets			
i) Investments			
ii) Trade Receivable	8	3,101.25	1,231.31
iii) Cash and Cash Equivalents	11	69.89	28.69
iv) Bank Balance Other above (iii)			
v) Loans	12	713.92	412.02
vi) Others		10.04	3.79
<b>TOTAL ASSETS</b>		<b>5,436.81</b>	<b>2,819.42</b>
<b>EQUITY AND LIABILITY</b>			
<b>Equity</b>			
a) Equity And Shares	1	596.57	593.60
b) Other Equity	2	198.82	110.21
<b>I Liabilities</b>			
<b>Non Current Liabilities</b>			
a) Financial Liabilities			
i) Borrowings			
ii) Trade Payables			
iii) Other Financial Liabilities			
b) Provisions			
c) Deferred Tax Liability			
d) Other Non Current Liability			
<b>Current Liabilities</b>			
a) Financial Liabilities			
i) Borrowings	3	2,262.62	945.63
ii) Trade Payables	4	2,245.87	1,086.05
iii) Other Financial Liabilities			
b) Other Current Liabilities	5	83.25	58.16
c) Provisions	6	49.67	25.76
d) Current Tax Liability (Net)			
<b>TOTAL EQUITY AND LIABILITY</b>		<b>5,436.81</b>	<b>2,819.42</b>

**NOTES OF FINANCIAL STATEMENT**

As per our Report of even date  
 TDK & Co.  
 Chartered Accountants  
 Firm Regn No: 109804W

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

Neelanj Shah  
 (Partner)  
 Membership No: 121057  
 Place: Mumbai  
 Date: 30-05-2024  
 UDIN:

Sanjiv Sawla  
 Director  
 Din- 02045968

Mallika Sawla  
 Director  
 Din-01943285

Pooja  
 Company Secretary

# M LAKHAMSI INDUSTRIES LIMITED

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31/03/2024**

CIN : L51900MH1985PLC034994

(Amount In Lakhs)

	Particulars	Refer Note No.	As at the 31st March 2024 (Rs.)	As at the 31st March 2023 (Rs.)
	<u>In respect of a company other than a finance company:</u>			
	Revenue From Operations	13	11,110.96	11,608.10
			11,110.96	11,608.10
<b>I.</b>	<b>Total Revenue from operations</b>		11,110.96	11,608.10
<b>II.</b>	<b>Other income</b>	14	77.04	270.93
<b>III.</b>	<b>Total Revenue (I + II)</b>		<b>11,188.00</b>	<b>11,879.03</b>
	Expenses:			
	Cost of Material Consumed	16A	11,108.28	10,949.16
	Purchases of Stock-in-Trade	15	-	
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	16B	-271.98	604.71
	Employee benefits expense	17	39.91	39.75
	Finance costs	18	112.01	95.73
	Depreciation and amortization expense		6.02	5.82
	Other expenses	19	94.43	85.92
<b>IV.</b>	<b>Total expenses</b>		11,088.67	11,781.10
<b>V.</b>	<b>Profit before tax (III-IV)</b>		<b>99.33</b>	<b>97.93</b>
	<b>Tax Expense:</b>			
	(1) Current tax		23.91	25.22
	(2) Deferred tax liability		-0.64	0.48
<b>VI.</b>	<b>Total Tax expense</b>		-24.55	-24.74
	<b>Profit (Loss) for the period (V-VI)</b>		<b>74.78</b>	<b>73.19</b>
	Earnings per equity share:			
	(1) Basic		1.25	1.23
	(2) Diluted		1.25	1.23

## NOTES OF FINANCIAL STATEMENT

As per our Report of even date  
As per our Report of even date  
TDK & Co.  
Chartered Accountants  
Firm Regn No: 109804W

For and on behalf of Board of Directors of  
For M LAKHAMSI INDUSTRIES LIMITED

Neelanj Shah  
(Partner)  
Membership No: 121057  
Place: Mumbai  
Date: 30-05-2024  
UDIN:

Sanjiv Sawla  
Director  
Din- 02045968

Mallika Sawla  
Director  
Din-01943285

Pooja  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED (FORMERLY KNOWN AS SPECULAR MARKETING AND FINANCING LIMITED)**  
**CIN: L51900MH1985PLC034994**  
**REGD. OFFICE : 505 CHURCHGATE CHAMBERS, 5 NEW MARINE LINES, MUMBAI, MH - 400020, IN**  
**Consolidated Statement of Audited Financial Results for the Quarter and Year ended 31st March, 2024**

Consolidated Cash Flow Statement		Amount in Lakhs (Rs)	
Particulars	For the period ended 31-03-2024	For the period ended 31-03-2023	
	Audited	Audited	
<b>A</b>	Date of start of reporting period	-	-
<b>B</b>	Date of end of reporting period	-	-
<b>C</b>	Whether results are audited or unaudited	-	-
<b>D</b>	Nature of report standalone or consolidated	-	-
	<b>Statement of cash flows</b>	-	-
	<b>Cash flows from used in operating activities</b>	-	-
	Profit for the year	99.33	97.93
	<b>Adjustments for reconcile profit (loss)</b>	-	-
	Adjustments for finance costs	-	-
	Adjustments for decrease (increase) in inventories	271.98	604.71
	Adjustments for decrease (increase) in trade receivables, current	1,869.94	1,154.46
	Adjustments for decrease (increase) in trade receivables, non-current	-	234.26
	Adjustments for decrease (increase) in loan and advances	409.95	40.00
	Adjustments for decrease (increase) in other non-current assets	6.25	1.26
	Adjustments for other financial assets, non-current	-	-
	Adjustments for other financial assets, current	-	-
	Adjustments for other bank balances	-	-
	Adjustments for increase (decrease) in trade payables, current	1,159.82	690.46
	Adjustments for increase (decrease) in trade payables, non-current	-	2.42
	Adjustments for increase (decrease) in other current liabilities	49.00	23.45
	Adjustments for increase (decrease) in other non-current liabilities	-	-
	Adjustments for depreciation and amortisation expense	6.02	5.82
	Adjustments for impairment loss reversal of impairment loss recognised in profit or loss	-	-
	Adjustments for provisions, current	24.55	24.74
	Adjustments for provisions, non-current	0.64	0.48
	Adjustments for other financial liabilities, current	-	-
	Adjustments for other financial liabilities, non-current	-	-
	Adjustments for unrealised foreign exchange losses gains	-	-
	Adjustments for dividend income	-	-
	Adjustments for interest income	-	-
	Adjustments for share-based payments	-	-
	Adjustments for fair value losses (gains)	-	-
	Adjustments for undistributed profits of associates	-	-
	Other adjustments for which cash effects are investing or financing cash flow	-	-
	Other adjustments to reconcile profit (loss)	-	-
	Other adjustments for non-cash items	-	-
	Share of profit and loss from partnership firm or association of persons or limited liability partnerships	-	-
	<b>Total adjustments for reconcile profit (loss)</b>	<b>1,267.86</b>	<b>515.79</b>
	<b>Net cash flows from (used in) operations</b>	-	-
	Dividends received	-	-
	Interest paid	-	-
	Interest received	-	-
	Income taxes paid (refund)	-	-
	Other inflows (outflows) of cash	-	-
	<b>Net cash flows from (used in) operating activities</b>	-	-
	<b>Cash flows from used in investing activities</b>	-	-
	Cash flows from losing control of subsidiaries or other businesses	-	-
	Cash flows used in obtaining control of subsidiaries or other businesses	-	-
	Other cash receipts from sales of equity or debt instruments of other entities	-	-

Other cash payments to acquire equity or debt instruments of other entities	-	-
Other cash receipts from sales of interests in joint ventures	-	-
Other cash payments to acquire interests in joint ventures	-	-
Cash receipts from share of profits of partnership firm or association of persons or limited liability partnerships	-	-
Cash payment for investment in partnership firm or association of persons or limited liability partnerships	-	-
Proceeds from sales of property, plant and equipment	-	-
Purchase of property, plant and equipment	- 1.99	- 0.70
Proceeds from sales of investment property	-	-
Purchase of investment	-	- 214.92
Purchase of investment property	-	-
Proceeds from sales of intangible assets	-	-
Purchase of intangible assets	-	-
Proceeds from sales of intangible assets under development	-	-
Purchase of intangible assets under development	-	-
Proceeds from sales of goodwill	-	-
Purchase of goodwill	-	-
Proceeds from biological assets other than bearer plants	-	-
Purchase of biological assets other than bearer plants	-	-
Proceeds from government grants	-	-
Proceeds from sales of other long-term assets	-	-
Purchase of other long-term assets	-	-
Cash advances and loans made to other parties	-	-
Cash receipts from repayment of advances and loans made to other parties	-	-
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-
Cash receipts from future contracts, forward contracts, option contracts and swap contracts	-	-
Dividends received	-	-
Interest received	-	-
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
<b>Net cash flows from (used in) investing activities</b>	<b>- 1.99</b>	<b>- 215.61</b>
<b>Cash flows from used in financing activities</b>	<b>-</b>	<b>-</b>
Proceeds from changes in ownership interests in subsidiaries	-	-
Payments from changes in ownership interests in subsidiaries	-	-
Proceeds from issuing shares	-	-
Proceeds from issuing other equity instruments	-	-
Payments from shares premium	-	-
Payments to acquire or redeem entity's shares	-	-
Payments of other equity instruments	-	-
Proceeds from exercise of stock options	-	-
Proceeds from issuing debentures notes bonds etc	-	-
Proceeds from borrowings	1,316.99	- 307.80
Repayments of borrowings	-	-
Payments of finance lease liabilities	-	-
Payments of lease liabilities	-	-
Dividends paid	- 5.94	- 4.24
Interest paid	-	-
Loans and Advances Long Term	-	-
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
<b>Net cash flows from (used in) financing activities</b>	<b>1,311.05</b>	<b>- 312.04</b>
<b>Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes</b>	<b>41.20</b>	<b>- 11.86</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>-</b>	<b>-</b>
Effect of exchange rate changes on cash and cash equivalents	-	-
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>41.20</b>	<b>- 11.86</b>
Cash and cash equivalents cash flow statement at beginning of period	28.69	40.55
<b>Cash and cash equivalents cash flow statement at end of period</b>	<b>69.89</b>	<b>28.69</b>

By Order of the Board

For M Lakhamsi Industries Limited (Formerly Known as Specular Marketing and Financing Limited)

Sanjiv Mulchand Sawla  
Managing Director  
DIN: 02045968

Place: Mumbai  
Date: 30-05-2024

**NOTE 1 - EQUITY SHARE CAPITAL**

	As at 31-Mar-24 (` in lakhs)	As at 31-Mar-23 (` in lakhs)
<b>Issued, subscribed and paid-up:</b>		
59,65,687 equity shares (31 March 2022 : 59,36,000) of ` 10 each fully paid up	596.57	593.6
<b>Total</b>	<b>596.57</b>	<b>593.6</b>

(i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year:

	2023-24		2022-23	
	Number	` in lakhs	Number	` in lakhs
Shares outstanding at the beginning of the year	59,36,000	59.36	59,36,000.00	59.36
Shares issued during the year	29,687	0.29	-	-
Shares outstanding at the end of the year	59,65,687	59.65	59,36,000.00	59.36

(ii) Details of shareholders holding more than 5% shares in the Company (Also includes details of shareholding of promoter and promoter's group):

Name of Shareholder	As at 31st March 2024		As at 31st March 2023	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Sanjiv Sawla	36,58,400	61.32%	36,58,400	61.32%
Mulchand Sawla	5,93,600	9.95%	5,93,600	9.95%

\* including his estate, effects, heirs, legal representatives and assigns, as applicable.

(iii) Details of shareholders holding by Promoters in the Company: Shares held by promoters at the end of the year 31 March 2024

Promoter Name	No of shares at beginning of the year	Change during the year	No of Shares at year end	% of total shares	% change during the year
Sanjiv Sawla	36,58,400	Nil	36,58,400	61.32	Nil
Mulchand Sawla	5,93,600	Nil	5,93,600	9.95	Nil
Pradeep Mehta	1,33,000	Nil	1,33,000	2.23	Nil
Anjali Mehta	56,000	Nil	56,000	0.94	Nil
Amit Mehta	3,500	Nil	3,500	0.06	Nil
Dilip Dalal	3,500	Nil	3,500	0.06	Nil
Neil Mehta	3,500	Nil	3,500	0.06	Nil

\* The below mentioned person have requested to the Company to reclassify them from being a "Promoter Category" to "Public Category" Shareholder of the Company therefore they are classified by company as Public Category . Neil Mehta, Pradeep Mehta, Anjali Mehta, Amit Mehta, Dilip Dalal.

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**      **Mallika Sawla**  
**Director**            **Director**  
**Din- 02045968**    **Din-01943285**

**Pooja**  
**Company**  
**Secretary**



# **M LAKHAMSI INDUSTRIES LIMITED**

## **STATEMENT OF CHANGES IN EQUITY**

### **NOTE 2 - OTHER EQUITY**

<b>Particulars</b>	<b>Reserve And Surplus</b>
As at 01 April 2023	79.01
Profit For Year	71.09
Dividend paid	-5.94
As at 31 March 2024	144.16
<b>Particulars</b>	<b>Share Premium</b>
As at 01 April 2023	31.20
Converted during the year	2.97
As at 31 March 2024	28.23
<b>Particulars</b>	<b>Equity in subsidiary</b>
Share capital	22.74
Profit For Year	3.69
As at 31 March 2024	26.43

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
**Director**  
**Din- 02045968**

**Mallika Sawla**  
**Director**  
**Din-01943285**

**Pooja**  
**Company Secretary**

## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 3 - BORROWINGS**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
<b><u>(a) Loans repayable on demand</u></b>		
<b><u>Secured Loan From Banks</u></b>		
1) Packing Credit	1,283.56	578.63
2) RBI Covid Loan	11.92	59.58
<b><u>From Related Parties</u></b>	967.14	307.42
	<b>2,262.62</b>	<b>945.63</b>

\*Working Capital loan from Bank, repayable on demand is secured by hypothecation of Stock , stock in process, finished goods, book debts and by personal guarantees of the Director of the Company. Further they are also secured by way of pari passu first charge on all the immovable properties of the Company.

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 4 - TRADE PAYABLES**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
1) Dues of micro enterprises & small ent.	-	-
2) <b><u>Dues of creditors other than micro ent. &amp; small ent.</u></b>		
Sundry Creditors for goods Less than 180 days	2,245.87	1,046.73
Sundry Creditors for goods More than 180 days		-
	2,245.87	1,046.73
Sundry Creditors for expenses	-	39.32
<b>Total</b>	<b>2,245.87</b>	<b>1,086.05</b>

### **NOTE 5 - OTHER CURRENT LIABILITIES**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
T.D.S. Payable	4.55	8.16
Salary payable	4.99	
Provision for doubtful debts	50.00	50.00
Advance From Debtors	23.71	
<b>Total</b>	<b>83.25</b>	<b>58.16</b>

### **NOTE 6 - PROVISIONS**

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
Provision for Income Tax (last year)	25.76	0.54
Provision for Income Tax	23.91	25.22
<b>Total</b>	<b>49.67</b>	<b>25.76</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

Sanjiv Sawla  
Director  
Din- 02045968

Mallika Sawla  
Director  
Din-01943285

Pooja  
Company Secretary

**M LAKHAMSI INDUSTRIES LIMITED**

**NOTE 7 -Property Plant and Equipment**

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block	
	Balance as at 1st April 2023	Additions	Disposals	Balance as at 31 March 2024	Balance as at 1st April 2023	Depreciation charge for the year	Dep On disposals	Balance as at 31 March 2024	Balance as at 31 March 2024	Balance as at 31/03/2023
	Amt in (₹)	Amt in (₹)		Amt in (₹)	Amt in (₹)	Amt in (₹)	Amt in (₹)	Amt in (₹)	Amt in (₹)	Amt in (₹)
a										
Computer	1.08	0.95		2.04	0.25	0.41		0.66	1.38	0.83
Office Equipments	3.27	1.04		4.30	1.24	1.00		2.24	2.06	2.03
Sortex Machine	0.13	-		0.13	0.04	0.03		0.07	0.07	0.10
Vehicles	22.34	-		22.34	6.80	4.51		11.32	11.02	15.53
Furniture & Fixture	0.10	-		0.10	0.03	0.03		0.05	0.04	0.07
Office Premises	0.13	-		0.13	0.04	0.02		0.06	0.07	0.09
<b>Total (i)</b>	<b>27.05</b>	<b>1.99</b>	<b>-</b>	<b>29.04</b>	<b>8.40</b>	<b>6.00</b>	<b>-</b>	<b>14.39</b>	<b>14.64</b>	<b>18.65</b>
b										
<b>Intangible Assets</b>										
Computer software	0.22			0.22	-	0.03	0.02	0.05	0.17	0.19
<b>Total (ii)</b>	<b>0.22</b>	<b>-</b>	<b>-</b>	<b>0.22</b>	<b>0.03</b>	<b>0.02</b>	<b>-</b>	<b>0.05</b>	<b>0.17</b>	<b>0.19</b>
c										
Capital Work In Progress	-		-	-	-	-		-	-	-
<b>Total (i+ii)</b>	<b>27.27</b>	<b>1.99</b>	<b>-</b>	<b>29.26</b>	<b>8.43</b>	<b>6.02</b>	<b>-</b>	<b>14.45</b>	<b>14.81</b>	<b>18.84</b>

For and on behalf of Board of Directors of  
For M LAKHAMSI INDUSTRIES LIMITED

Pooja  
Company Secretary

Sanjiv Sawla  
Director  
Din- 02045968

Mallika Sawla  
Director  
Din-01943285

## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 8- TRADE RECEIVABLES**

Particulars	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<u>Trade receivables outstanding for a period less than six months from the date they are due for payment</u>		
Unsecured, considered good	3,101.25	1,231.31
Less: Provision for doubtful debts		-
	<b>3,101.25</b>	<b>1,231.31</b>
<u>Trade receivables outstanding for a period exceeding six months from the date they are due for payment</u>		
Unsecured, considered good		-
Doubtful Debts	50.00	50.00
	50.00	50.00
<b>Total</b>	<b>3,151.25</b>	<b>1,281.31</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

# **M LAKHAMSI INDUSTRIES LIMITED**

## **NOTE 9 - NON CURRENT LOANS**

Particulars	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<b>A.</b>		
<b><u>Unsecured, considered good</u></b>		
Union Bank Margin	-	26.10
Lease Renewal Fund (Deposit)	2.25	2.25
Electric Deposit	0.11	0.11
Licence Deposit	0.15	0.15
Sales Tax Deposit - Mehsana Branch	0.25	0.25
Union Bank Fixed Deposits	201.61	67.46
The Bombay Commodity Association Ltd Pvt Placement	0.20	0.20
<b>TOTAL</b>	<b>204.57</b>	<b>96.51</b>

## **NOTE 10 - INVENTORIES**

Inventories	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<b><u>Stock</u></b>	1,024.07	752.09
<b>TOTAL</b>	<b>1,024.07</b>	<b>752.09</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 11 - CASH & CASH EQUIVALENTS**

Particulars	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<b><u>CASH &amp; BANK BALANCES</u></b>		
a. Cash on hand	0.49	7.15
b. Balances with banks		
(i) In Current A/c	69.41	21.54
(ii) In earmarked accounts	-	-
	<b>69.89</b>	<b>28.69</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

# M LAKHAMSI INDUSTRIES LIMITED

## NOTE 12 - CURRENT LOANS

<u>Particulars</u>	As at 31st March 2024	As at 31st March 2023
	Amt in (Rs.)	Amt in (Rs.)
<b>A. Loans and Advances</b>		
<u>Unsecured, considered good</u>		
Advance Paid to creditors	192.86	74.14
Advance Paid to staff	5.48	6.82
other advances	223.09	80.85
<b>D. Balances with government authorities</b>		
<b>Unsecured, considered good</b>		
1) GST Credit Input	204.95	186.18
2) Vat refundable	4.63	4.63
3) TCS/ TDS recivable	82.91	59.41
<b>TOTAL</b>	<b>713.92</b>	<b>412.02</b>

For and on behalf of Board of Directors of  
For M LAKHAMSI INDUSTRIES LIMITED

Sanjiv Sawla  
Director  
Din- 02045968

Mallika Sawla  
Director  
Din-01943285

Pooja  
Company Secretary



## **M LAKHAMSI INDUSTRIES LIMITED**

### **NOTE 13 - REVENUE FROM OPERATIONS**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<u>A) Sale of Products</u>		
Export Sale	5,642.27	7,760.47
Local Sale	5,305.61	3,847.63
Others sale	416.85	
Less : Sale to subsidiary	-253.77	
	-	-
<b>Total</b>	<b>11,110.96</b>	<b>11,608.10</b>

### **NOTE 14- OTHER INCOME**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Duty Drawback	5.49	6.24
Quality Difference-Non GST	-	82.11
Rodtep Duty	-	62.03
Foreign Exchange gain	56.81	95.69
Dividend received	1.25	1.25
Interest on I.T Refund	-	0.10
Delay Payment Interest	-	21.66
Interest on Fixed Deposits	10.50	1.85
Amounts W/off	3.00	-
<b>Total</b>	<b>77.04</b>	<b>270.93</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

# M LAKHAMSI INDUSTRIES LIMITED

## NOTE 15 - PURCHASE OF STOCK-IN-TRADE

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Purchase of stock in trade		-
<b>Total</b>	-	-

## NOTE 16 - COST OF MATERIAL CONSUMED

### **A. Purchases**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Add: Purchases	10,958.84	10,387.87
Add: direct expenses	403.20	561.30
Less : Purchase from holding	-253.77	
<b>Total</b>	<b>11,108.28</b>	<b>10,949.16</b>

### **B. Changes in inventories of finished goods.**

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<u>Inventories at the end of the year:</u>		
Finished goods	1,024.07	752.09
	<b>1,024.07</b>	<b>752.09</b>
<u>Inventories at the beginning of the year:</u>		
Finished goods	752.09	1,356.80
<b>Total</b>	<b>-271.98</b>	<b>604.71</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

# M LAKHAMSI INDUSTRIES LIMITED

## NOTE 17 - OTHER EXPENSES

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
<b>(a) Salaries and incentives</b>		
Salary	39.59	39.75
Profession Tax	0.32	-
<b>Total</b>	<b>39.91</b>	<b>39.75</b>

## NOTE 18 - FINANCE COST

Particulars	31-03-2024	31-03-2023
	Amt in (Rs.)	Amt in (Rs.)
Bank Charges	27.27	9.77
Renewal Charges	-	4.12
Interest on Loan	10.04	41.93
PC interest	71.52	33.73
Covid Loan Interest	2.61	6.18
Credit Rating Charges	0.47	
Account Maintenance Charges	0.10	
<b>Total</b>	<b>112.01</b>	<b>95.73</b>

For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
Director  
Din- 02045968

**Mallika Sawla**  
Director  
Din-01943285

**Pooja**  
Company Secretary

# **M LAKHAMSI INDUSTRIES LIMITED**

## **NOTE 19 - OTHER EXPENSES**

<b>PARTICULARS</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
Insurance	5.18	0.95
Late Payment Charges	5.43	9.74
Licenses Fees	1.80	0.21
Listing Charges	8.11	7.41
Office Expenses	14.08	13.24
Preliminary Exp W/ Off	-	1.26
Professional Fees	16.81	27.19
Repairs & Maintenance	1.16	0.71
Sales Promotion Exp	2.35	1.25
Telephone Exprenes	-	1.36
Travelling Exp	34.10	9.27
Other charges	0.17	0.35
GST Paid	0.74	11.47
Brokerage	1.13	-
Company Formatio Charges	1.39	-
UAE Embassy Commision Fees	0.49	-
<b>TOTAL</b>	<b>92.93</b>	<b>84.42</b>

### **Payment to auditors (excluding taxes)**

<b>PARTICULARS</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
	<b>Amt in (Rs.)</b>	<b>Amt in (Rs.)</b>
As Auditors	1.5	1.5
Certification fees	-	-
Out of pocket expenses	-	-
<b>Total</b>	<b><u>1.5</u></b>	<b><u>1.5</u></b>

<b>Grand Total</b>	<b>94.43</b>	<b>85.92</b>
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For and on behalf of Board of Directors of  
**For M LAKHAMSI INDUSTRIES LIMITED**

**Sanjiv Sawla**  
**Director**  
**Din- 02045968**

**Mallika Sawla**  
**Director**  
**Din-01943285**

**Pooja**  
**Company Secretary**

## **M LAKHAMSI INDUSTRIES LIMITED**

**(Formerly Known as Specular Marketing and Financing Limited)**

Notes to consolidated Financial Statements for the year ended 31-03-2024

### **1. Group Information :**

M Lakhamsi Industries Limited (the 'Company' or the 'Holding Company') and its subsidiaries (collectively referred to as the 'Group') is a Manufacturer, Exporter, Trader of Oil Seeds, Pulses and Oil having unit at Rajkot and Mumbai – India and having subsidiary in Dubai named Lakhamsi Fze. The registered office of the Company is situated at Mumbai. The Company is listed on the Bombay Stock Exchange (BSE). M Lakhamsi Industries Limited (the 'Company' or the 'Holding Company') and its subsidiaries (collectively referred to as the 'Group') is a Manufacturer, Exporter, Trader of Oil Seeds, Pulses and Oil having unit at Rajkot and Mumbai

India and having subsidiary in Dubai named Lakhamsi Fze. The registered office of the Company is situated at Mumbai. The Company is listed on the Bombay Stock Exchange (BSE).

### **2. Basis of preparation:**

#### **(i) Compliance with Ind AS :**

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

The accounting policies are applied consistently to all the periods presented in the financial statements. The financial statements of the Group have been consolidated using uniform accounting policies.

#### **(ii) Historical cost convention :**

The consolidated financial statements have been prepared on a historical cost convention and accrual basis, except for the following assets and liabilities:

Certain financial assets and liabilities that are measured at fair value;

Assets held for sale – measured at lower of carrying amount or fair value less cost to sell;

Defined benefit plans - plan assets measured at fair value.

#### **(iii) Current and non-current classification**

All assets and liabilities have been classified as current or non-current as per the entity's normal operating cycle and other criteria set out in Schedule III to the Act.

#### **(iv) Rounding of amounts**

All amounts disclosed in the consolidated financial statements and notes have been rounded off to two decimals of the nearest lakh as per the requirement of Schedule III, unless otherwise stated.

### **3. Principles of consolidation and equity accounting**

#### **- Subsidiaries**

Subsidiaries are all entities over which the Holding Company has control. The Holding Company controls an entity when the Holding Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Holding Company. They are deconsolidated from the date control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the financial statements of the Holding Company and its subsidiaries line by line by adding together like items of assets, liabilities, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Holding Company.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

#### **- Equity method**

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in consolidated statement of profit and loss, and the Group's share of other comprehensive income/(loss) of the investee in other comprehensive income/(loss).

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted

investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 10 below.

#### **4. Use of estimates and judgments**

The estimates and judgements used in the preparation of the consolidated financial statements are continuously evaluated by the Group and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Group believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/ materialized. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

#### **5. Property, plant and equipment (including capital work-in- progress)**

Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, the cost of replacing a part of plant and equipment and borrowing costs if capitalisation criteria are met and any at tributable cost of bringing the asset to its working condition and location for the intended use. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Spare parts are capitalized when they meet the definition of property, plant and equipment i.e., when the Group intends to use them for more than a period of 12 months.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the consolidated statement of profit and loss during the year in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de- recognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the consolidated statement of profit and loss when the asset is derecognised.

On transition to Ind AS, the Group had elected to continue with carrying value of all its property, plant and equipment recognised as at 1 April 2016, measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Freehold land is carried at historical cost. Capital Work-in- progress includes expenditure incurred till the assets are put into intended use. Capital Work-in-Progress are measured at cost less accumulated impairment losses, if any.

Freehold land is carried at historical cost. Capital Work-in- progress includes expenditure incurred till the assets are put into intended use. Capital Work-in-Progress are measured at cost less accumulated impairment losses, if any.

**Depreciation:**

Depreciation on the property, plant and equipment of the Holding Company, subsidiaries of the Holding Company have been provided on the straight line method as per the useful life prescribed in Schedule II to the Act, except in respect of the following categories of the assets, in whose case the useful life of the assets has been assessed based on the technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturer's warranties and maintenance support, etc.

Significant components of each of the individual assets are depreciated separately over their respective useful lives; the remaining components are depreciated over the life of the principal asset.

In respect of certain foreign subsidiaries, depreciation has been charged on pro-rata basis at the rates and methods as prescribed in the respective local regulations of the country of incorporation, which generally represents useful life of these assets.

Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the date of such addition or upto the date of such sale/disposal as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

**6. Cash and cash equivalents**

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

**7. Inventories**

- The inventories resulting from intra-group transactions are stated at cost after deducting unrealised profit on such transactions;
- Raw Materials and components, Work-in-progress, finished goods and Stock-in-trade are valued at lower of cost and net realisable value;
- Goods in transit are stated 'at cost';
- Other inventories are stated 'at cost or net realisable value', whichever is lower;
- 'Cost' includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work- in-progress, cost includes an appropriate share of overheads based on normal operating output. Cost formulae used is 'First in First Out' as applicable.
- Stores and spares are inventories that do not qualify to be recognised as property, plant and equipment and consists of packing materials, engineering



spares (such as machinery spare parts) which are used in operating machines or consumed as indirect materials in the manufacturing process. Stores and spares, excluding certain gases, are charged to consolidated statement of profit and loss during the year in which they are purchased.

- The factors that the Group considers in determining the provision for slow moving, obsolete and other non-saleable inventory include estimated shelf life, planned product discontinuances, price changes and ageing of inventory, to the extent each of these factors impact the Group's business and markets. The Group considers all these factors and adjusts the inventory provision to reflect its actual experience on a periodic basis.

## **8. Investments and financial assets Classification**

The Group classifies its financial assets in the following measurement categories:

those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments, it will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

### **Measurement**

At initial recognition, the Group measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in consolidated statement of profit and loss.

### **Measurement of Debt instruments**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments into following categories:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interests are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Interest income from these financial assets is included in other income.

### **Measurement of equity instruments**

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss.

Changes in the fair value of financial assets at FVTPL are recognised in other gain / (losses) in the consolidated statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at fair value through other comprehensive income (FVOCI) are not reported separately from other changes in fair value.

### **Impairment of financial assets**

The Group measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

### **De-recognition of financial assets**

A financial asset is derecognised only when , the Group has transferred the rights to receive cash flows from the financial asset or; retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## **9. Borrowings and other financial liabilities**

Borrowings and other financial liabilities are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial recognition is recognised as an asset / liability based on the underlying reason for the difference. Subsequently, all financial liabilities are measured at amortised cost using the effective interest rate method. Borrowings are derecognised from the consolidated balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in consolidated statement of profit and loss. The gain / (loss) is recognised in other equity in case of transaction with shareholders.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

## **10. Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

## **11. Provisions, contingent liabilities and contingent assets**

A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the amount required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects the current market assessments of time value of money and the risks specific to the liability. The increase in the provision due to passage of time is recognised as interest expense. The provisions are reviewed at each balance sheet date and adjusted to reflect the current management estimates. Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent assets are not recognised in the consolidated financial statements. However, it is recognised when an inflow of economic benefits is probable.

## **12. Revenue Recognition**

Revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products or services to customers, at an amount that reflects the consideration expected to be received by the Group in exchange for those products or services. Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and returns, etc., if any.

The Group satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs; or

The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or

The Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional. Generally, the credit

period upto 30-60 days from the shipment or delivery of goods as the case may be. Consideration are determined based on its most likely amount. The Group recognises provision for sales return, based on the historical results. The Company accounts for sales returns accrual by recording an allowance for sales returns concurrent with the recognition of revenue at the time of sale of product. The estimate of sales returns is determined primarily by the Group's historical experience in the markets in which the Group operates.

Revenue from shipping and handling services are recognised over the period of time on the basis of satisfaction of performance obligation.

In case of revenue from long term contracts, contract revenue is matched with the contract costs incurred in reaching the stage of completion, which is an output method of revenue recognition, resulting in the reporting of revenue, expenses and profit which can be attributed to the proportion of work completed. However, where the total project cost is estimated to exceed total revenues from the project, the loss is recognised immediately in the consolidated statement of profit and loss. Revenue in excess of invoicing are classified as contract asset while invoicing in excess of revenues are classified as contract liabilities.

Export benefits are recognised in the year of export when right to receive the benefit is established and conditions attached to the benefits are satisfied.

### **13.Trade Receivable:**

Trade receivables are amounts due from customers for goods sold in the ordinary course of business and reflects company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

### **14.Other Income**

Interest income for all debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividend is recognised in consolidated statement of profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

### **15.Employee Benefits**

Short-term obligations: Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

## **16.Foreign currency transactions and translations**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the respective entity operates (their 'functional currency'). The consolidated financial statements are presented in Indian Rupee (INR), which is Holding Company's functional and presentation currency.

Transactions in foreign currency are recorded at exchange rate prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gain or loss arising on their settlement and restatement are recognised in the consolidated statement of profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. The gain or loss arising on translation of non- monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not re- translated.

For the purpose of consolidation, the amounts appearing in foreign currencies in the financial statements of the foreign subsidiaries are translated at the following rates of exchange:

assets and liabilities are translated at the closing rate at the date of the balance sheet; and income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rates prevailing on the dates of the transactions).

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in other comprehensive income.

## **17.Income tax**

The income tax expense for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted for changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Holding Company and its subsidiaries, associates and joint ventures operate and generate taxable income. Group periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

There are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. The uncertain tax positions are measured at the amount expected to be paid to taxation authorities when the Company determines that the probable outflow of economic resources will occur. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the

current and deferred income tax assets and liabilities in the period in which such determination is made.

Deferred income tax is accounted in full, using the Balance Sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the consolidated statement of profit and loss, except to the extent it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent it is reasonably certain that the Group will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

## **18. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders of the Holding Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split and reverse share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders of the Holding Company and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Basic and diluted earnings per share are disclosed separately for continuing and discontinued operations.

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Net Profit after tax attributable to equity share holders (in Lakhs)	<b>74,77,993.38</b>	73,19,300.26
Weighted average number of equity shares outstanding during the year (in numbers)	<b>59,65,687</b>	59,36,000
Basic and diluted earnings per share (`)	<b>1.25</b>	<b>1.23</b>
Face value per share (`)	<b>10</b>	10

### **19. Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

### **20. Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

### **21. Exceptional items**

When items of income and expense within consolidated statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

### **22. Critical estimates and judgements**

The preparation of consolidated financial statements in conformity with Ind AS requires estimates and assumptions to be made by the Group's management of the Company that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

The Group's management believes that these estimates are prudent and reasonable and are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the year in which the results are known or materialised.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

**Estimated useful life of property, plant and equipment, intangible assets, and investment property:**

The Group reviews the useful lives of property, plant and equipment, Investment properties and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortization expense in future periods.

**Impairment of carrying value of property, plant and equipment, capital work-in-progress, intangible assets and investment property:**

The recoverable amount of property plant and equipment, capital work-in-progress is based on estimates and assumptions regarding the expected Depreciated Replacement Cost (DRC) method under Cost Approach. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

**Fair value less cost to sell for assets classified as held for sale:**

The fair valuation of the investment property is determined using 'Sales Comparison Method' under Market Approach using composite rate of commercial offices by comparing the investment property with similar properties that have recently been sold near the location of investment property. Comparable properties are selected for similarity to the subject property by considering attributes like age, size, shape, quality of construction, building features, condition, design, etc.

**Estimation of current tax expenses and recognition of deferred tax assets:**

The Company calculates income tax expense based on reported income and estimated exemptions / deduction likely available to the Company. Recognition of deferred tax assets depends upon the availability of future profits against which tax losses carried forward can be used.

**Probable outcome of matters included under contingent liabilities:**

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

**Provision for doubtful debts:**

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. Under Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience. Individual trade receivables are written off if the same are not collectible.



### 23.Related Party Transactions

#### Names of related parties and description of relationship with the Company

<b>Subsidiary company</b>	Lakhamsi FZE
<b>Non executive directors and other related parties where promoters, directors and their relatives exercise significant influence (with whom transactions have taken place during the year)</b>	Sanjiv Mulchand Sawla-Managing Director Nilesh Damjibhai Vira-Director Mallika Sanjiv Sawla-Director Smita Mayur Parekh- Independent Director Kunaal Yoddha- Independent Director SM International
<b>Key Management Personnel</b>	Sanjiv Mulchand Sawla-Managing Director Ms. Mallika Sanjiv Sawla - Director and Chief Financial Officer Ms. Pooja - Company Secretary (Since May 2020)
<b>Relatives of Key Management Personnel (with whom transactions have taken place during the year)</b>	-

#### Transactions with related parties during the year: M Lakhamsi Industries Limited

(` in akhs)

<b>Name of the related party and nature of relationship</b>	<b>Nature of contracts/ arrangement/ transactions</b>	<b>Duration of the contracts/ arrangement/ transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any:</b>	<b>Amount paid as advances , if any:</b>
Sanjiv Sawla	Remuneration paid	During the year	9,00,000	NIL
Sanjiv Sawla	Loan given	During the year	22,65,000	NIL
Sanjiv Sawla	Loan repaid	During the year	22,65,000	NIL
Mallika Sawla	Remuneration paid	During the year	6,00,000	NIL
S M International	Purchases	During the year	10,95,65,369	NIL
S M International	Sortex & Cleaning Charges	During the year	40,10,820	NIL
S M International	Sales	During the year	6,93,00,000	NIL
Lakhamsi FZE	Loan given	During the year	4,08,12,986	NIL
Lakhamsi FZE	Loan Repaid by FZE	During the year	2,90,34,000	NIL
Lakhamsi FZE	Investment made	During the year	22,73,772	NIL
Lakhamsi FZE	Sales	During the year	2,53,76,952	NIL

### Transactions with related parties during the year: Lakhamsi FZE

Name of the related party and nature of relationship	Nature of contracts/ arrangement/ transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Amount paid as advances, if any:
M Lakhamsi Industries Limited	Purchase	During the year	2,53,76,952	NIL
M Lakhamsi Industries Limited	Loan Taken	During the year	4,08,12,986	NIL
M Lakhamsi Industries Limited	Loan Repaid by FZE	During the year	2,90,34,000	NIL
M Lakhamsi Industries Limited	Investment Received	During the year	22,73,772	NIL
S M International	Sales	During the year	94,80,590	NIL

### 24. Ratio Analysis

Particulars	Numerator	Denominator	As at	As at
			31.03.2024	31.03.2023
Current ratio	Current assets	Current liabilities	1.06	1.15
Debt equity ratio	Debt	Net worth	2.84	1.34
Debt service coverage ratio	Profit before exceptional items, tax and finance cost	Finance cost + Principal repayment made for Non-current borrowings and Non-current lease liabilities	0.69	0.32
Return on equity ratio	Profit after tax	Shareholders' funds (Total equity)	0.09	0.10
Inventory turnover ratio	Sale of goods	Average Inventories of Finished stock	12.51	11.01
Trade receivables turnover ratio	Sale of goods	Average Gross Trade receivables (before provision)	5.01	14.14
Trade payables turnover ratio	Purchases of stock-in-trade + Changes in inventories of stock in trade + Other expenses	Average Trade payables	6.81	15.69
Net capital turnover ratio	Sale of goods	Current assets less current liabilities	40.00	37.17
Net profit ratio	Net Profit for the period before tax	Total Income	0.89	0.82

Return on capital employed	Profit before exceptional items, tax and finance cost	Netwoth + Debt + Deferred tax liability	0.07	0.12
Return on investment	Interest income from financial assets carried at amortised cost + Net gain on financial asset measured at fair value through profit and loss	Average (Non-current Investments + Current investments + Non-current loans receivable + Current loans receivable - Investments in equity instruments of subsidiaries -	N. A.	N. A.

### 25. Segment Reporting

The Company has determined that segment reporting is not applicable in accordance with Accounting Standard. This determination is based on the following criteria:

- the Company operates as a single business segment
- the Company's segments do not meet the quantitative thresholds for reportability

### 26. Foreign Exchange Earnings & Outgo :

#### **Total Foreign Exchange Transactions for M Lakhamsi Industries Limited.**

-For Import Purchase of Raw Materials or Finished Goods – Rs. 9,06,69,913/-

-For Expenses – Rs. 79,09,643/-

Total Foreign Exchange Earned

-For Export Sale of Raw Materials or Finished Goods – Rs. 44,56,87,838/-

#### **Total Foreign Exchange Transactions for Lakhamsi FZE.**

-For Import Purchase of Raw Materials or Finished Goods – Rs. 8,73.38 (in Lacs)

Total Foreign Exchange Earned

-For Export Sale of Raw Materials or Finished Goods – Rs. 8,87.02 (in Lacs)

**27.**The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

**28.**The Company does not have any transactions with companies struck off by Registrar of Companies (ROC).

**29.**The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

**30.**The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**31.**The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the

year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

**32.**No funds have been advanced or loaned or invested by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**33.**No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.