

Date: February13, 2025

То	То				
General Manager - Listing Corporate	Listing Division				
Relationship Department	Metropolitan Stock Exchange of India				
BSE Limited	Limited				
P. J. Towers, Dalal Street,	4th Vibgyor Tower, Opp. Trident Hotel,				
Mumbai-400001	Bandra-Kurla Complex, Mumbai-400098				
BSE SCRIP CODE - 539594	MSEI SYMBOL- MISHTANN				

Dear Sir,

Sub: Outcome of Board Meeting held on 13th February, 2025

Pursuant to the provisions of Regulation 30 (read with Part A of Schedule III) and Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at its meeting held today, i.e., on Thursday, February 13, 2025, inter-alia considered and approved the following:

1. The Unaudited Standalone and Consolidated Financial Result(s) for the quarter and nine months ended December 31, 2024 along with respective Limited Review Report(s) (Standalone and Consolidated) issued by Statutory Auditors of the Company.

Copy of the aforesaid results along with Limited Review Report(s) thereon are attached as Annexure – A.

2. The Appointment of M/s. Kamlesh M. Shah & Co., Company Secretaries, as Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year 2024-25 and to issue the Annual Secretarial Compliance Report and Secretarial Audit Report thereon.

Additionally, disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023 is attached as Annexure – B.

The Board Meeting commenced at 11:00 A.M. (IST) and concluded at 02:20 P.M. (IST).

The above information shall be available on the Company's website www.mishtann.com. We request you to kindly take the above information on records.

Yours Faithfully, For **Mishtann Foods limited** PATEL HITESHKUMAR GAURISHANKAR

Hiteshkumar G. Patel Managing Director DIN: 05340865

💓 MISHTANN FOODS LIMITED

REGISTERED OFFICE: B/905, Empire Business Hub, Opp. Shakti Farm, Science City Road, Sola, Ahmedabad 380060, Gujarat, India

Ph.: +91 7940023116 info@mishtann.com



Annexure-B

Sr. No.	Details of Events that need to be provided	Company for FY 2024-2025. of Date & Term of Appointment:				
(a)	Reason for change viz. appointment, re- appointment, resignation, removal, death or otherwise					
(b)	Date of appointment/reappointment/cessation(as applicable)& term of appointment/reappointment					
(c)	Brief profile (in case of appointment)	He is having 29 years of experience in Capital Market Working both Primary and Secondary Market. Specializations in IPO. Listing of Securities in Indian stock exchanges. H has an experience of more than 5 years as SEBI registered Category I Merchant Bankers. Corporate Restructuring, Mergers, Acquisitions, Amalgamation. Takeover of existing companies. He handles Secretarial Audit of Listed Companies.				
(d)	Disclosure of relationships between directors (in case of appointment of a director).	None				

MISHTANN FOODS LIMITED

REGISTERED OFFICE:

B/905, Empire Business Hub, Opp. Shakti Farm, Science City Road, Sola, Ahmedabad 380060, Gujarat, India

Ph.: +91 7940023116 info@mishtann.com INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF MISHTANN FOODS LIMITED (CIN : L15400GJ1981PLC004170)

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of MISHTANN FOODS LIMITED ("the Company"), for the quarter and nine months ended December 31, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention except the matter described in "Annexure – 1" separately annexed to this report that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For H Thakkar & Co. LLP Chartered Accountants Firm Registration No. W100891

Hardik Thakkar Partner Membership No. 146761 UDIN: 25146761BMONRU1884 Place : Dubai Date : 13th February, 2025

> D 2, Ground Floor, Vibha CHSL, Opp. Mumbai Bank, Ramchandra Lane, Malad West Mumbai 400064. Telephone : +91 0222880996. Email : thakkar.hardik89@gmail.com

Annexure – 1 to the Limited Review Report on review of interim standalone financial results

(Pursuant to the regulation 33 of the SEBI(Listing obligation and disclosure requirement) regulations) 2015 to the board of directors of **MISHTANN FOODS LIMITED (MFL)**.

- 1. The Company has recently received Interim Order cum Show Cause Notice issued by SEBI dated 5th December, 2024 based on the investigation carried out by the SEBI for the period April 1, 2017 to March 31, 2024. The SEBI has highlighted the issues/concerns observed during their investigation which are as under.
 - a) MFL has negligible fixed assets on its books, negative cash flow from its operating activity and a very low inventory as compared to its sizeable sale figures and 84% of the total sales and 91% of the total purchases booked by MFL during the Investigation Period were prima facie found to be fictitious involving circular flow of funds.
 - b) By consolidating its financials with those of its Dubai-based wholly owned subsidiary (whose sales/purchases were also found to be prima facie fictitious for FY24, MFL has artificially shown heavily inflated sales and profits figures during FY24, thereby misrepresenting its financials in order to attract gullible investors.
 - c) The share of trade receivables of MFL out of its total assets has been constantly rising over the years, so much so that as of the end of September 2024 quarter, trade receivables constituted almost all the assets (approx. 97%) of MFL. considering that almost all of the sale/purchase transactions of MFL since FY20 were prima facie found to be fictitious, there is little possibility of these trade receivables ever being realised and it seems quite probable that these trade receivables would have to be written off in due course in compliance with applicable accounting standards. This would further impact the Company's financials and ultimately the shareholders.
 - d) Company has done a right issue amounting to Rs. 4990.00 Lakhs in April 2024 and the proceeds were found to be missutilsed.

As per the managements reply dated 06 December, 2024 "The Company is examining the next steps to be taken in this matter and is analysing the impact, if any, of this Interim Order on Company's financial, operation or any other activities at the moment."

Also management denies all the purported allegations mentioned in the Interim Order cum Show Cause Notice dated 05/12/2024 and has decided to prefer the remedies available in law against the said Show Cause cum Interim Order.

We are unable to determine the financial impact of the show cause notice and the transactions referred to therein on the Company's financial position. Consequently, we are unable to comment on whether the financial position of the Company presents a true and fair view.

- Company has not adopted the accounting software with the feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such change were made and ensuring that the audit trail can not be disabled and as such cannot be commented upon by us.
- 3. Company has not utilized/spent the CSR amount to be spent as on 31.03.2024 amounting to Rs. 54.71 Lakhs.

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- 4. The Company has received show cause notice from GST department in earlier years amounting to Rs. 10342.19 Lakhs, the matter required adjudication. Till date no demand notice has been served on the company. Also, the company has filed a writ petition against the show cause notice and company has deposited Rs. 200.00 Lakhs in earlier year under protest.
- 5. As of the financial year 2023-24, the books of accounts reflect an income tax provision of ₹4942.00 Lakhs, which remains unpaid. Additionally, there is a disputed income tax demand of ₹11744.00 Lakhs, as per the Income Tax Department's records, currently pending at the first stage of appeal.

Unaudited Standalone Financial Results

PARTI					Store and an an and the second state	CONTRACTOR OF THE OWNER OF THE OWNER	(Rs. in Lakhs
	Statement of Standalone Unaudited Fina	ncial Results for	the Quarter a	nd Nine Month	s Ended 31/12/2	024	
	Particulars	For the Quarter Ended			For the Nine I	For the Year Ended	
		(31/12/2024)	(30/09/2024)	(31/12/2023)	(31/12/2024)	(31/03/2024)	
	(Refer Notes Below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from Operation	7,202.11	8,093.25	7,982.56	27,532.00	24,067.06	32,241.83
	Other income	8.70		0.00	11.76	0.83	5.67
	Total Revenue (I + II)	7,210.81	8,095.17	7,982.56	27,543.76	24,067.89	
2	Expenses						
	(a) Cost of materials consumed	6,814.62	7,661.26	7,162.46	26,261.17	21,588.09	29,125.58
	(b) Purchase of stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
	(C) Changes in inventories of finished goods,	0.00	0.00	0.00	0.00	0.00	
	work-in-progress and stock-in-trade						
	(d) Employee benefits expense	6.71	6.73	12.46	19.59	75.17	87.55
	(e) Finance Cost	40.16	55.36	104.99	152.18	357.51	445.58
	(f) Depreciation and amortisation expense	14.14	13.99	17.13	41.97	51.22	68.12
	(g) Other expenses	97.72	41.21	43.46	321.73	167.98	308.71
	Total expenses	6,973.35	7,778.55	7,340.50	26,796.64	22,239.97	30,035.54
3	Profit / (Loss)before exceptional and tax	237.46	316.62	642.06	747.12	1,827.92	2,211.96
		0.00	0.00	0.00	0.00	0.00	0.00
4	Exceptional items	0.00	0.00			0.00	
5	Profit / (Loss) before tax	237.46	316.62	642.06	747.12	1,827.92	2,211.96
6	Tax expense						
	Current Tax - Provision for taxation	82.96	110.62	224.34	261.09	639.33	795.34
	Deferred Tax	0.00	0.00	0.00	0.00	0.00	0.00
7	Net Profit / (Loss) for the period	154.50	206.00	417.72	486.03	1,188.59	1,416.62
8	Other Comprehensive Income/(Loss) (net of tax) (Refer Not	0.00	0.00	0.00	0.00	0.00	0.00
9	Total Comprehensive Income/(Loss) for the period	154.50	206.00	417.72	486.03	1,188.59	1,416.62
10	Paid up Equity Share Capital (Face value of Re. 1/- each)	10,776.13	10,776.13	10,000.00	10,776.13	10,000.00	10,296.00
11	Other Equity	0.00	0.00	0.00	0.00	0.00	11,571.54
12	Earnings per equity share:		102 T				
	(1) Basic	0.01	0.02	0.04	0.05	0.12	0.14
	(2) Diluted	0.01	0.02		0.05	0.12	

Notes:

1 The above standalone financial results were reviewed and recommended by Audit Committee and approved by the Board of Directors at its meeting held on February 13, 2025. The statutory auditor has carried out a "Limited Review" of financial results for the quarter and nine-months

2 The Company has only single Reportable Business Segment in terms of requirements of Ind AS 108.

3 Previous quarter's figures have been re-grouped / re-arranged wherever necessary.

4 These Un-audited Standalone Financial Results are prepared in accordance with the Indian Accounting Standards (IND AS) as prescribed under Section 133 of the Companies Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Place : Ahmedabad

Date :13-02-2025



For, Mishtann Foods Limited

Hiteshkumar G. Patel Managing Director DIN : 05340865 INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF MISHTANN FOODS LIMITED(CIN : L15400GJ1981PLC004170)

- 1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of MISHTANN FOODS LIMITED ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2024 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
- 2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

- 4. The statement includes the unaudited results of Grow and Grub Nutrients FZ-LLC, UAE. Additionally, the company has a subsidiary in Singapore, Grow and More Nutrifoods PTE. LTD., Singapore; however, as it has not yet commenced operations, no profit or loss from this entity is included in the attached financial statements.
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the interim financial report submitted by the management referred to in paragraph 6 below and, nothing has come to our attention except the matter described in "Annexure 1" separately annexed to this report that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as

D 2, Ground Floor, Vibha CHSL, Opp. Mumbai Bank, Ramchandra Lane, Malad West Mumbai 400064. Telephone : +91 0222880996. Email : thakkar.hardik89@gmail.com amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The consolidated unaudited financial results includes the interim financial information of 1 subsidiary which have not been reviewed by their auditor and have been approved and furnished to us by the management, whose interim financial information reflects, total revenues of 25066.87 lakhs and 78440.48 lakhs for the quarter and nine months ended December 31, 2024, respectively, total net profit(loss) after tax of 7140.85 Lakhs and 25007.77 Lakhs for the quarter and nine months ended December 31, 2024, respectively, total comprehensive income(loss) of 7140.85 Lakhs and 25007.77 Lakhs for the quarter and nine months ended December 31, 2024, respectively, total comprehensive income(loss) of 7140.85 Lakhs and 25007.77 Lakhs for the quarter and nine months ended December 31, 2024, respectively as considered in the Statement, based on its interim financial information which have not been reviewed by its auditor.

Our conclusion on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.

For H Thakkar & Co. LLP Chartered Accountants Firm Registration No. W100891

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Hardik Thakkar Partner Membership No. 146761 UDIN: 25146761BMONRV4535 Place : Dubai Date : 13th February, 2025

Annexure – 1 to the Limited Review Report on review of interim consolidated financial results

(Pursuant to the regulation 33 of the SEBI(Listing obligation and disclosure requirement) regulations) 2015 to the board of directors of **MISHTANN FOODS LIMITED (MFL)**.

- 1. The Company has recently received Interim Order cum Show Cause Notice issued by SEBI dated 5th December, 2024 based on the investigation carried out by the SEBI for the period April 1, 2017 to March 31, 2024. The SEBI has highlighted the issues/concerns observed during their investigation which are as under.
 - a) MFL has negligible fixed assets on its books, negative cash flow from its operating activity and a very low inventory as compared to its sizeable sale figures and 84% of the total sales and 91% of the total purchases booked by MFL during the Investigation Period were prima facie found to be fictitious involving circular flow of funds.
 - b) By consolidating its financials with those of its Dubai-based wholly owned subsidiary (whose sales/purchases were also found to be prima facie fictitious for FY24, MFL has artificially shown heavily inflated sales and profits figures during FY24, thereby misrepresenting its financials in order to attract gullible investors.
 - c) The share of trade receivables of MFL out of its total assets has been constantly rising over the years, so much so that as of the end of September 2024 quarter, trade receivables constituted almost all the assets (approx. 97%) of MFL. considering that almost all of the sale/purchase transactions of MFL since FY20 were prima facie found to be fictitious, there is little possibility of these trade receivables ever being realised and it seems quite probable that these trade receivables would have to be written off in due course in compliance with applicable accounting standards. This would further impact the Company's financials and ultimately the shareholders.
 - d) Company has done a right issue amounting to Rs. 4990.00 Lakhs in April 2024 and the proceeds were found to be missutilsed.

As per the managements reply dated 06 December, 2024 "The Company is examining the next steps to be taken in this matter and is analysing the impact, if any, of this Interim Order on Company's financial, operation or any other activities at the moment."

Also management denies all the purported allegations mentioned in the Interim Order cum Show Cause Notice dated 05/12/2024 and has decided to prefer the remedies available in law against the said Show Cause cum Interim Order.

We are unable to determine the financial impact of the show cause notice and the transactions referred to therein on the Company's financial position. Consequently, we are unable to comment on whether the financial position of the Company presents a true and fair view.

- 2. Company has not adopted the accounting software with the feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such change were made and ensuring that the audit trail can not be disabled and as such cannot be commented upon by us.
- 3. Company has not utilized/spent the CSR amount to be spent as on 31.03.2024 amounting to Rs. 54.71 Lakhs.

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- 4. The Company has received show cause notice from GST department in earlier years amounting to Rs. 10342.19 Lakhs, the matter required adjudication. Till date no demand notice has been served on the company. Also, the company has filed a writ petition against the show cause notice and company has deposited Rs. 200.00 Lakhs in earlier year under protest.
- 5. As of the financial year 2023-24, the books of accounts reflect an income tax provision of ₹4942.00 Lakhs, which remains unpaid. Additionally, there is a disputed income tax demand of ₹11744.00 Lakhs, as per the Income Tax Department's records, currently pending at the first stage of appeal.

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Unaudited Consolidated Financial Results

PART					and a state of the second	and the second second second	(Rs. in Lakhs)
1	Statement of Consolidated Unaudited Finan	icial Results for th	he Quarter and	Nine Months	Ended 31/12/2	024	·····
	Particulars	For the Quarter Ended			For the Nine I	For the Year Ended	
		(31/12/2024)	(30/09/2024)	(31/12/2023)	(31/12/2024)	(31/12/2023)	(31/03/2024)
	(Refer Notes Below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from Operation	32,268.98	34,186.97	33,052.06	1,05,972.48	94,286.28	1.28.808.55
l	Other income	8.70	1.92	0.00		0.83	5.67
	Total Revenue (I + II)	32,277.68	34,188.89	33,052.06	1,05,984.24	94,287.11	1,28,814.22
2	Expenses						
_	(a) Cost of materials consumed	20,150.17	18,801.65	18,593.29	65,990.63	54,965.72	74,543.14
	(b) Purchase of stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
	(C) Changes in inventories of finished goods,	0.00	0.00	0.00	0.00	0.00	0.00
	work-in-progress and stock-in-trade					G-	
	(d) Employee benefits expense	76.06	74.59	79.96	227.65	253.36	342.66
	(e) Finance Cost	40.18	55.38	104.99	152.23	352.87	445.64
	(f) Depreciation and amortisation expense	14.14	13.99	17.13	41.97	51.21	68.12
	(g) Other expenses	4,618.82	4,475.92	4,727.66	13,816.87	13,086.71	18,016.39
	Total expenses	24,899.37	23,421.53	23,523.03	80,229.35	68,709.87	93,415.95
3	Profit / (Loss)before exceptional and tax	7,378.31	10,767.36	9,529.03	25,754.89	25,577.24	35,398.27
4	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
5	Profit / (Loss) before tax	7,378.31	10,767.36	9,529.03	25,754.89	25,577.24	35,398.27
		1,570.51	10,707.30	5,525.05	23,754105	20,077124	55,550127
6	Tax expense						
	Current Tax - Provision for taxation	82.96	110.62	224.34	261.09	638.34	795.34
	Deferred Tax	0.00	0.00	0.00	0.00	0.00	0.00
7	Net Profit / (Loss) for the period	7,295.35	10,656.74	9,304.69	25,493.80	24,938.90	34,602.93
				_			
8	Other Comprehensive Income/(Loss) (net of tax) (Refer Not	0.00	0.00	0.00	0.00	0.00	0.00
9	Total Comprehensive Income/(Loss) for the period	7,295.35	10,656.74	9,304.69	25,493.80	24,938.90	34,602.93
10	Paid up Equity Share Capital (Face value of Re. 1/- each)	10,799.44	10,798.94	10,022.32	10,799.44	10,022.32	10,318.69
11	Other Equity	0.00	0.00	0.00	0.00	0.00	44,757.84
12	Earnings per equity share:			_			
	(1) Basic	0.68		0.93	2.36	2.49	3.35
	(2) Diluted	0.68	0.99	0.93	2.36	2.49	3.35

Notes:

1 The above consolidated financial results were reviewed and recommended by Audit Committee and approved by the Board of Directors at its meeting held on February 13, 2025. The statutory auditor has carried out a "Limited Review" of financial results for the quarter and nine-months ended 31st December, 2024.

2 The Company has only single Reportable Business Segment in terms of requirements of Ind AS 108.

3 Previous quarter's figures have been re-grouped / re-arranged wherever necessary.

4 These Un-audited Consolidated Financial Results are prepared in accordance with the Indian Accounting Standards (IND AS) as prescribed under Section 133 of the Companies Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Place : Ahmedabad

Date :13-02-2025

