



Ref: BBY/CS/001/09/24

May 24, 2024

The BSE Limited

Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Sub: Outcome of the Meeting of Board of Directors of Haldyn Glass Limited ("the Company") held on May 24, 2024

Ref: 1. Regulation 17, Regulation 30 (read with Schedule III – Part A), and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

2. Scrip Code: 515147

Dear Sir(s)/Madam(s),

This is to inform you that the Board of Directors of the Company at its meeting held today, i.e. Friday, May 24, 2024, has *inter-alia*:

- 1) Considered and approved the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended March 31, 2024.
- 2) Taken on record Audit Report dated May 24, 2024, as issued by the Statutory Auditors of the Company viz. M/s. KNAV & CO. LLP, Chartered Accountants.

In this regard, please find enclosed herewith:

- a) The Audited Financial Results;
 - b) Audit Report dated May 24, 2024, issued by M/s. KNAV & CO. LLP, Chartered Accountants, Statutory Auditors of the Company w.r.t. the Audited Financial Results;
 - c) Declaration on behalf of the Company w.r.t. issuance of unmodified opinion on the Standalone and Consolidated Audited Financial Results by M/s. KNAV & CO. LLP, Chartered Accountants, Statutory Auditors of the Company.
- 3) Recommended a dividend of Re.0.70/- (i.e. 70%) per equity share of Re. 1/- each fully paid-up for the financial year ended March 31, 2024, subject to the approval of the members at the ensuing Annual General Meeting ("AGM") of the Company and will be paid within 30 days from the date of AGM.
 - 4) On recommendation of Nomination and Remuneration Committee, considered and approved the re-appointment of Mr. Ajit Shah (DIN: 02396765) as an Independent Director of the Company for a second term of 5 years from July 17, 2024 (i.e. upto July 16, 2029), subject to approval of the members of the Company at the ensuing general meeting. The details pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as "Annexure-I".
 - 5) On recommendation of Nomination and Remuneration Committee, considered and approved the re-appointment of Mr. G. Padmanabhan (DIN: 07130908) as an Independent Director of the Company for a second term of 5 years from July 17, 2024 (i.e. upto July 16, 2029), subject to approval of the members of the Company at the ensuing general meeting. The details pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as "Annexure-I".

Corporate Office: B-1201, Lotus Corporate Park, Off Western Express Highway, Goregaon (E), Mumbai 400 063
T: +91 22 4287 8999 | **F:** +91 22 42878910 | **E:** bombay@haldyn.com

Registered Office: Village Gavasad, Taluka Padra, Dist. Vadodara, Gujarat 391 430.

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CIN: L51909GJ1991PLC015522

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Mr. Ajit Shah and Mr. G. Padmanabhan have confirmed that they meet the criteria of 'Independence' under the provisions of the Companies Act, 2013 and the SEBI Listing Regulations. Further, Mr. Ajit Shah and Mr. G. Padmanabhan are not debarred from holding the office of a director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority and are not related to any of the Directors of the Company.

The Board Meeting commenced at 11.00 a.m. and concluded at 12.45 p.m.

Kindly take this on your record.

Thanking you,

Yours faithfully

FOR HALDYN GLASS LIMITED

DHRUV MEHTA
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS-46874

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Annexure - I

Please find below details pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particulars	Details of Director
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Ajit Shah (DIN: 02396765) as an Independent Director
2.	Date of appointment	On recommendation of Nomination and Remuneration Committee, the Board of Directors have approved the re-appointment of Mr. Ajit Shah (DIN: 02396765) as an Independent Director of the Company for a second term of 5 years w.e.f. July 17, 2024, subject to approval of members at the ensuing general meeting.
3.	Brief Profile (in case of appointment)	Mr. Ajit Shah is an eminent Chartered Accountant in practice since 1971. He is a Senior Partner at M. A. Parikh Shah & Associates LLP as well as N. A. Shah Associates LLP, a firm of Chartered Accountants at Mumbai. He specializes in the fields of Audit and Assurance, domestic and international tax and transfer pricing and consultancy in the fields of finance and taxation. He is associated as consultant with multinational groups and other well-known Companies.
4.	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Ajit Shah is not related to any of the Directors of the Company.

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Sr. No.	Particulars	Details of Director
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mr. G. Padmanabhan (DIN: 07130908) as an Independent Director
2.	Date of appointment	On recommendation of Nomination and Remuneration Committee, the Board of Directors have approved the re-appointment of Mr. G. Padmanabhan (DIN: 07130908) as an Independent Director of the Company for a second term of 5 years w.e.f. July 17, 2024, subject to approval of members at the ensuing general meeting.
3.	Brief Profile (in case of appointment)	G. Padmanabhan, a post graduate in Economics from Kerala University and a Masters in Business Administration from the Birmingham Business School holds extensive experience and expertise in bank regulation and supervision of foreign exchange/securities markets in India, information technology and payment systems, with more than 40 years of experience with the RBI in various capacities i.e. recommending and implementing policies, systems, guidelines and regulations relating to the banking, financial services and securities sector of the country.
4.	Disclosure of relationships between Directors (in case of appointment of a Director)	G. Padmanabhan is not related to any of the Directors of the Company.

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KNAV & CO. LLP

Chartered Accountants

Independent Auditor's Report on the Audited Standalone Financial Results for the Year Ended March 31, 2024 of Haldyn Glass Limited Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Haldyn Glass Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of Haldyn Glass Limited (the "Company") for the year ended March 31, 2024, attached herewith, 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").

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

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the 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 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 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

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UAC: 2024-29-IN

KNAV & CO. LLP

Chartered Accountants

7th Floor, Jet Airways-Godrej Plot No. C-68, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India. Pincode: 400051

Telephone: +91 22 6164 4800 Email: admin@knavcpa.com

KNAV & CO. (a Partnership Firm – with ICAI registration number 120458W) is converted with effect from May 12, 2020, into KNAV & CO. LLP (a Limited Liability Partnership with LLP identity no. LLPIN AAS-4252 and ICAI registration number 120458W/W100679).



KNAV & CO. LLP

Chartered Accountants

Management'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 Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in 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. 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 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 the 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 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 through a separate report on the complete set of standalone financial statements on whether the Company has adequate internal financial controls with reference to the standalone 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.

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KNAV & CO. LLP

Chartered Accountants

- 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 Company's ability 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 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.

Materiality is the magnitude of misstatements in the standalone financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone financial results.

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 March 31, 2024 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2024 and the published unaudited year to date figures up to the third quarter of the current financial year, which were subjected to a limited review, as required under the Listing Regulations.

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

For KNAV & CO. LLP
Chartered Accountants
(Firm Registration No: 120458W/W100679)



Samir Parmar
Partner
Membership No.: 113505
UDIN: 24113505BKBJEY5287
Place: Mumbai
Date: May 24, 2024



KNAV & CO. (a Partnership Firm – with ICAI registration number 120458W) was converted with effect from May 12, 2020, into KNAV & CO. LLP (a Limited Liability Partnership with LLP identity no. LLPIN AAS-4252 and ICAI registration number 120458W/W100679).

(Rupees in lakhs unless otherwise specified)

Sr. No.	Particulars	QUARTER ENDED			YEAR ENDED	
		March 31, 2024	December 31, 2023	March 31, 2023	March 31, 2024	March 31, 2023
		(Unaudited) (Refer Note 2)	(Unaudited)	(Unaudited) (Refer Note 2)	(Audited)	(Audited)
1	Income					
	a) Revenue from operations	8,420.60	9,521.69	7,415.48	29,876.99	31,994.33
	b) Other income	853.10	22.01	12.10	1,559.04	435.81
	Total income	9,273.70	9,543.70	7,427.58	31,436.03	32,430.14
2	Expenses					
	a) Cost of materials consumed	2,062.99	2,630.01	2,300.59	8,016.15	9,360.14
	b) Purchase of stock-in-trade	-	-	-	-	0.84
	c) Changes in inventories of finished goods and work-in-progress	(319.65)	(621.70)	(359.85)	(1,544.04)	950.69
	d) Employee benefits expense	915.31	957.45	760.50	3,424.72	2,767.68
	e) Finance costs	538.89	228.67	50.83	952.53	121.28
	f) Depreciation and amortisation expense	714.78	611.71	205.81	1,878.72	754.01
	g) Other expenses	4,421.00	4,953.50	4,100.02	16,052.01	15,921.50
	Total expenses	8,333.32	8,759.64	7,057.90	28,780.09	29,876.14
3	Profit from operations before exceptional items and tax (1-2)	940.38	784.06	369.68	2,655.94	2,554.00
4	Exceptional items	-	-	-	-	-
5	Profit before tax (3-4)	940.38	784.06	369.68	2,655.94	2,554.00
6	Tax expense:					
	a) Current tax	-	-	70.44	-	724.57
	b) Deferred tax charge / (credit)	214.18	215.18	(74.88)	669.25	(24.74)
	c) Tax of earlier years [short / (excess)]	107.48	3.60	(115.36)	111.08	(115.36)
	Total tax expense	321.66	218.78	(119.80)	780.33	584.47
7	Profit for the period / year (5-6)	618.72	565.28	489.48	1,875.61	1,969.53
8	Other comprehensive income					
	Items that will not be reclassified subsequently to profit and loss					
	- Remeasurements of defined benefit liability - gain / (loss)	(72.44)	5.36	(19.74)	(56.35)	5.09
	- Fair value of equity instruments - gain / (loss)	56.07	73.40	(13.49)	244.31	(65.00)
	- Income tax relating to remeasurements of defined benefit - (charge) / credit	18.23	(1.35)	4.97	14.18	(1.28)
	- Income tax relating to fair value of equity instruments - (charge) / credit	(8.52)	(18.48)	(3.09)	(55.90)	37.07
	Total other comprehensive income / (loss)	(6.66)	58.93	(31.35)	146.24	(24.12)
9	Total comprehensive income for the period / year net of tax (7+8)	612.06	624.21	458.13	2,021.85	1,945.41
10	Paid-up equity share capital (Face value Re. 1 per share)	537.52	537.52	537.52	537.52	537.52
11	Other equity				20,262.88	18,243.69
12	Earnings per share (in Rs.) (not annualised for quarters)					
	- Basic	1.15	1.05	0.91	3.49	3.66
	- Diluted	1.15	1.05	0.91	3.48	3.64





Standalone Statement of Assets and Liabilities as at March 31, 2024

(Rupees in lakhs)

Particulars	March 31, 2024	March 31, 2023
	(Audited)	(Audited)
Assets		
Non-current assets		
(i) Property, plant and equipment	23,766.54	5,363.37
(ii) Capital work in progress	874.54	2,276.78
(iii) Right of use assets	245.17	348.50
(iv) Intangible assets	15.83	16.23
(v) Financial assets		
(a) Investments	4,831.66	4,587.32
(b) Trade receivables	607.92	-
(c) Other financial assets	1,132.95	978.74
(vi) Income tax assets (net)	160.93	65.36
(vii) Deferred tax assets (net)	-	227.50
(viii) Other non-current assets	193.15	2,529.22
Total non-current assets [A]	31,828.69	16,393.02
Current assets		
(i) Inventories	4,225.39	2,122.10
(ii) Financial assets		
(a) Trade receivables	6,404.52	5,926.18
(b) Cash and cash equivalents	255.60	421.43
(c) Bank balances other than (b) above	811.00	2,105.72
(d) Other financial assets	1,188.81	848.08
(iii) Other current assets	733.05	365.53
Total current assets [B]	13,618.37	11,789.04
Total assets [A + B]	45,447.06	28,182.06
Equity and Liabilities		
Equity		
(i) Equity share capital	537.52	537.52
(ii) Other equity	19,886.62	18,243.69
Total equity [C]	20,424.14	18,781.21
Liabilities		
Non-current liabilities		
(i) Financial liabilities		
(a) Borrowings	6,666.47	2,570.17
(b) Lease liabilities	163.13	271.41
(c) Others financial liabilities	3,046.44	-
(ii) Provisions	203.73	271.51
(iii) Deferred tax liabilities (net)	483.47	-
(iii) Other non current liabilities	215.50	-
Total non-current liabilities [D]	10,778.74	3,113.09
Current liabilities		
(i) Financial liabilities		
(a) Borrowings	5,356.74	1,723.65
(b) Lease liabilities	108.28	99.49
(c) Trade payables		
Total outstanding dues of micro enterprises and small enterprises	811.12	402.47
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,114.98	2,318.98
(d) Other financial liabilities	2,204.99	1,112.73
(ii) Other current liabilities	2,359.88	429.06
(iii) Provisions	288.19	201.38
Total current liabilities [E]	14,244.18	6,287.76
Total equity and liabilities [C + D + E]	45,447.06	28,182.06



Standalone statement of cash flows for the year ended March 31, 2024

(Rupees in lakhs)

Particulars	Year ended	
	March 31, 2024	March 31, 2023
	(Audited)	(Audited)
I. Cash Flows from operating activities		
Profit before tax	2,655.94	2,554.00
Adjustment for :		
Depreciation and amortisation expenses	1,878.72	754.01
Interest on fixed deposits	(186.74)	(118.45)
Unwinding of deferred liability	(276.01)	-
Dividend on investments	(1.37)	(1.86)
Allowances /(reversal) for expected credit loss	(576.56)	80.80
Allowances /(reversal) for impairment for other receivables	(101.74)	101.74
Deferred income - government grant	(734.12)	-
Unwinding of discount on security deposits	(7.36)	(6.93)
Bad debts	82.90	-
Employee Stock Appreciation Rights (ESAR) expenses (net of reversal)	(2.66)	35.03
Unwinding of discounting on royalty deposit	4.76	4.72
Rental expense	2.67	2.67
Finance costs	952.53	121.28
(Profit)/loss on sale / discard of property, plant and equipments (net)	(783.42)	(51.12)
Foreign exchange (gain)/loss	(78.74)	(29.17)
Operating profit before working capital adjustments	2,828.80	3,446.72
Adjustment for :		
Trade receivables - non-current	(607.92)	-
Trade receivables - current	9.86	(663.74)
Inventories	(2,103.29)	941.12
Other non-current financial assets	0.44	(627.86)
Other non-current assets	37.96	(111.24)
Other current financial assets	63.27	(83.11)
Other current assets	(367.52)	(189.18)
Other non-current liabilities	215.50	(118.82)
Other current financial liabilities	422.91	187.84
Other current liabilities	473.25	213.62
Non-current provisions	(67.78)	(38.23)
Current provisions	30.46	16.56
Trade payables	1,204.65	624.30
Cash generated from operating activities	2,140.59	3,597.98
Income taxes paid (net of refund received)	(206.65)	(556.33)
Net cash flows generated from operating activities [A]	1,933.94	3,041.65
II. Cash flows from investing activities		
Acquisition of property, plant and equipment (including capital work in progress, capital advance and creditors for capital goods)	(10,423.67)	(6,316.83)
Sale of property, plant and equipment	839.37	-
(Purchase) / sale of investments (net)	(0.03)	(0.83)
Movement in fixed deposits (other than cash and cash equivalents), net	910.42	361.01
Dividend received on investments	1.37	1.86
Interest received	121.49	123.24
Net cash flows used in investing activities [B]	(8,551.05)	(5,831.55)
III. Cash flows from financing activities		
Proceeds from non-current borrowings including current maturities	5,027.51	2,684.26
Repayment of non-current borrowings	(278.00)	-
Proceeds from/(repayment of) current borrowings (net)	2,979.88	879.57
Finance costs paid (excluding interest on lease liability)	(774.65)	(77.42)
Equity dividend paid	(376.26)	(322.51)
Change in unpaid dividend accounts	-	(5.56)
Repayment of lease liability including interest	(127.20)	(127.20)
Net cash generated from financing activities [C]	6,451.28	3,031.14
Net (decrease) / increase in cash and cash equivalents [A+B+C]	(165.83)	241.24
Cash and cash equivalents as at the beginning of the year	421.43	180.19
Cash and cash equivalents as at the end of the year	255.60	421.43

Note : The above standalone statement of cash flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (IND AS) 7 - "Statement of Cash Flows".



Notes:

1. The above audited standalone financial results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on May 24, 2024. The audited standalone financial results are prepared in accordance with the Ind AS prescribed under Section 133 of the Companies Act, 2013.
2. The figures for the quarter ended March 31, 2024 and March 31, 2023 are balancing figures between the audited figures in respect of the full financial years and published year to date figures upto third quarter of the relevant financial year which were subject to limited review.
3. The Board of Directors at its meeting held on May 24, 2024, has recommended the dividend of Rs. 0.70 per equity share of face value of Rs. 1 each for the year ended March 31, 2024 subject to approval of the members at the ensuing Annual General Meeting. For the year ended March 31, 2023, the Company had declared final dividend of Rs. 0.70 per equity share.
4. The Company has only one Operating Segment i.e. manufacturing of glass bottles, as per IND-AS 108 "Operating Segment". Accordingly, disclosures as per SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 is not required.
5. One of the furnaces at the plant of the Company was shut down from June 08, 2023 to September 09, 2023 for relining / expansion / modernisation. Consequently, during the current year, the plant was not operating at its normal capacity.
6. Due to the said relining/expansion/modernisation there has been substantial increase in depreciation as per Income Tax leading to loss under Income Tax laws. Accordingly, provision for current tax is Nil for the current year.
7. Figures for the previous period/year have been regrouped to confirm to those for the current period/year.
8. These results are available for the investors at www.haldynglass.com and www.bseindia.com.

Mumbai: May 24, 2024

**For and on behalf of Board of Directors of
Haldyn Glass Limited**



TARUN SHETTY
Managing Director
DIN NO. 00587108



made
Glass ^ with care

RS

KNAV & CO. LLP

Chartered Accountants

Independent Auditor's Report on the Audited Consolidated Financial Results for the Year Ended March 31, 2024 of Haldyn Glass Limited Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Haldyn Glass Limited

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying consolidated financial results of Haldyn Glass Limited ("the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), and its joint venture for the year ended March 31, 2024, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of 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 the reports of the other auditors on separate audited financial statements of the subsidiary and the joint venture, the aforesaid consolidated financial results:

- a. include the annual financial results of the following entities:
 - Haldyn Glass USA Inc. – Wholly owned subsidiary
 - Haldyn Heinz Fine Glass Private Limited – Joint venture entity
- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. gives a true and fair view, in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the consolidated net profit including other comprehensive income and other financial information of the Group including its joint venture for the year ended March 31, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as 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 and its joint venture 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 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 along with the consideration of reports of other auditors referred to in subparagraph (a) Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion.

UAC: 2024-30-IN

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Chartered Accountants

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KNAV & CO. (a Partnership Firm – with ICAI registration number 120458W) was converted with effect from May 12, 2020, into KNAV & CO. LLP (a Limited Liability Partnership with LLP identity no. LLPIN AAS-4252 and ICAI registration number 120458W/W100679).



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Management's Responsibilities for the Consolidated Financial Results

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

The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net profit including other comprehensive income and other financial information of the Group including its joint venture in accordance with the recognition and measurement principles laid down in 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 and its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group including its joint venture 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 and of its joint venture are responsible for assessing the ability of the Group and of its joint venture 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 its joint venture 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 and of its joint venture are responsible for overseeing the financial reporting process of each company.

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 through a separate report on the complete set of consolidated financial statements on whether the Group and its joint venture has adequate internal financial controls with reference to the consolidated 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 consolidated financial results made by the Board of Directors.

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- 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 and its joint venture 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 and its joint venture 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 entity within the Group and its joint venture of which we are the independent auditors to express an opinion on the consolidated financial results. We are responsible for the direction, supervision, and performance of the audit of financial results / information of such entity 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 audit 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 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 No. CIR/CFD/CMD1/44/2019 dated March 29, 2019, issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

Other Matters

- a. The audited consolidated financial results include the audited financial results of one subsidiary, whose financial results reflect total assets (before consolidation adjustments) of Rs. 268.52 lakhs as at March 31, 2024, total revenue (before consolidation adjustments) of Rs. 302.11 lakhs and Rs. 892.81 lakhs, net profit after tax (before consolidation adjustments) of Rs. 11.64 lakhs and Rs. 41.24 lakhs and total comprehensive income (before consolidation adjustment) of Rs. 11.86 lakhs and Rs. 41.50 lakhs for the quarter and the year ended March 31, 2024 respectively and net cash outflows (before consolidation adjustments) of Rs. 38.48 lakhs for the year ended March 31, 2024, as considered in the audited consolidated financial results, which have been audited by its independent auditor. The audited consolidated financial statements also include the Group's share of net profit after tax of Rs. 44.19 lakhs and Rs. 541.08 lakhs and total comprehensive income of Rs. 43.10 lakhs and Rs. 547.49 lakhs for the quarter and the year ended March 31, 2024, as considered in the audited consolidated financial results, in respect of one joint venture, whose financial statements have been audited by its independent auditor. The independent auditors reports on financial results / financial statements of these entities have been furnished to us by the management.

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- b. The audited consolidated financial results include the results for the quarter ended March 31, 2024 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2024 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review, as required under the Listing Regulations.

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

For KNAV & CO. LLP
Chartered Accountants
(Firm Registration No: 120458W/W100679)



Samir Parmar
Partner
Membership No.: 113505
UDIN: 24113505BKBJEZ2259
Place: Mumbai
Date: May 24, 2024



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(Rupees in lakhs unless otherwise specified)

Sr. No.	Particulars	QUARTER ENDED			YEAR ENDED	
		March 31, 2024	December 31, 2023	March 31, 2023	March 31, 2024	March 31, 2023
		(Unaudited) (Refer Note 2)	(Unaudited)	(Unaudited) (Refer Note 2)	(Audited)	(Audited)
1	Income					
	a) Revenue from operations	8,420.60	9,521.69	7,381.16	29,876.99	31,992.35
	b) Other income	853.10	22.01	45.89	1,559.04	437.26
	Total income	9,273.70	9,543.70	7,427.05	31,436.03	32,429.61
2	Expenses					
	a) Cost of materials consumed	2,062.99	2,630.01	2,300.59	8,016.15	9,360.14
	b) Purchase of stock-in-trade	-	-	-	-	0.84
	c) Changes in inventories of finished goods and work-in-progress	(319.65)	(621.70)	(359.85)	(1,544.04)	950.69
	d) Employee benefits expense	1,200.93	1,150.13	865.20	4,158.01	3,256.64
	e) Finance costs	538.89	228.67	50.83	952.53	121.28
	f) Depreciation and amortisation expense	715.06	611.98	206.07	1,879.80	754.30
	g) Other expenses	4,118.49	4,745.78	3,992.60	15,268.00	15,398.01
	Total expenses	8,316.71	8,744.87	7,055.44	28,730.45	29,841.90
3	Profit from operations before profit of joint venture, exceptional items and tax (1-2)	956.99	798.83	371.61	2,705.58	2,587.71
4	Share of profit of joint venture	44.19	0.47	165.25	541.08	697.82
5	Profit from operations before exceptional items and tax (3+4)	1,001.18	799.30	536.86	3,246.66	3,285.53
6	Exceptional items	-	-	-	-	-
7	Profit before tax (5-6)	1,001.18	799.30	536.86	3,246.66	3,285.53
8	Tax expense:					
	a) Current tax	4.28	3.23	70.88	10.19	733.40
	b) Deferred tax charge / (credit)	213.82	215.15	(74.94)	668.67	(24.11)
	c) Tax of earlier years [short / (excess)]	107.48	3.60	(115.36)	111.08	(115.36)
	Total tax expense	325.58	221.98	(119.42)	789.94	593.93
9	Profit for the period / year (7-8)	675.60	577.32	656.28	2,456.72	2,691.60
10	Other comprehensive income					
	Items that will not be reclassified subsequently to profit and loss					
	- Remeasurements of defined benefit liability - gain / (loss)	(72.44)	5.36	(19.74)	(56.35)	5.09
	- Fair value of equity instruments - gain / (loss)	56.07	73.39	(13.49)	244.31	(65.00)
	- Income tax relating to remeasurements of defined benefit - (charge) / credit	18.23	(1.35)	4.96	14.18	(1.29)
	- Income tax relating to fair value of equity instruments - (charge) / credit	(8.52)	(18.47)	(3.09)	(55.90)	37.07
	- Share of other comprehensive income for the period / year net of tax of joint venture	(1.09)	7.50	(17.50)	6.41	2.15
	Items that will be reclassified subsequently to profit and loss					
	- Exchange differences on translation of foreign operations - gain / (loss) *	(1.41)	0.53	(0.18)	1.45	0.00
	Total other comprehensive income / (loss)	(9.16)	66.96	(49.04)	154.10	(21.98)
11	Total comprehensive income for the period / year net of tax (9+10)	666.44	644.28	607.24	2,610.82	2,669.62
12	Profit attributable to:					
	Owners of the company	675.60	577.32	656.28	2,456.72	2,691.60
	Non-controlling interest	-	-	-	-	-
		675.60	577.32	656.28	2,456.72	2,691.60
13	Other comprehensive income / (loss) attributable to:					
	Owners of the company	(9.16)	66.96	(49.04)	154.10	(21.98)
	Non-controlling interest	-	-	-	-	-
		(9.16)	66.96	(49.04)	154.10	(21.98)
14	Total comprehensive income attributable to:					
	Owners of the company	666.44	644.28	607.24	2,610.82	2,669.62
	Non-controlling interest	-	-	-	-	-
		666.44	644.28	607.24	2,610.82	2,669.62
15	Paid-up equity share capital (Face value Re. 1 per share)	537.52	537.52	537.52	537.52	537.52
16	Other equity				19,420.45	17,188.55
17	Earnings per share (in Rs.) (not annualised for quarters)					
	- Basic	1.26	1.07	1.22	4.57	5.01
	- Diluted	1.26	1.07	1.22	4.56	4.98

* represents Rs. 800 for the year ended March 31, 2023




Consolidated Statement of Assets and Liabilities as at March 31, 2024

(Rupees in lakhs)

Particulars	March 31, 2024	March 31, 2023
	(Audited)	(Audited)
Assets		
Non-current assets		
(i) Property, plant and equipment	23,768.44	5,366.27
(ii) Capital work in progress	874.54	2,276.78
(iii) Right of use assets	245.17	348.50
(iv) Intangible assets	15.83	16.23
(v) Financial assets		
(a) Investments	4,298.93	3,507.10
(b) Trade receivables	607.92	-
(c) Other financial assets	1,132.95	978.74
(vi) Income tax assets (net)	160.93	65.36
(vii) Deferred tax assets (net)	-	226.87
(viii) Other non-current assets	193.15	2,529.22
Total non-current assets [A]	31,297.86	15,315.07
Current assets		
(i) Inventories	4,225.39	2,122.10
(ii) Financial assets		
(a) Trade receivables	6,404.52	5,926.18
(b) Cash and cash equivalents	297.92	502.23
(c) Bank balances other than (b) above	811.00	2,105.72
(d) Other financial assets	1,188.81	848.08
(iii) Other current assets	733.03	318.00
Total current assets [B]	13,660.67	11,822.31
Total assets [A + B]	44,958.53	27,137.38
Equity and Liabilities		
Equity		
(i) Equity share capital	537.52	537.52
(ii) Other equity	19,420.45	17,188.55
Total equity [D]	19,957.97	17,726.07
Liabilities		
Non-current liabilities		
(i) Financial liabilities		
(a) Borrowings	6,666.47	2,570.17
(b) Lease liabilities	163.13	271.41
(c) Other financial liabilities	3,046.44	-
(ii) Provisions	203.73	271.51
(iii) Deferred tax liabilities (net)	483.53	-
(iv) Other non current liabilities	215.50	-
Total non-current liabilities [E]	10,778.80	3,113.09
Current liabilities		
(i) Financial liabilities		
(a) Borrowings	5,356.74	1,723.65
(b) Lease liabilities	108.28	99.49
(c) Trade payables		
Total outstanding dues of micro enterprises and small enterprises	811.12	402.47
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,898.16	2,318.99
(d) Other financial liabilities	2,393.25	1,114.34
(ii) Other current liabilities	2,363.90	437.90
(iii) Provisions	288.19	201.38
(iv) Current tax liabilities (net)	2.12	-
Total current liabilities [F]	14,221.76	6,298.22
Total equity and liabilities [D + E + F]	44,958.53	27,137.38

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Consolidated Statement of cash flows for the year ended March 31, 2024

(Rupees in lakhs)

Particulars	Year ended	
	March 31, 2024	March 31, 2023
	(Audited)	(Audited)
I. Cash Flows from operating activities		
Profit before tax	3,246.66	3,285.53
Adjustment for :		
Depreciation and amortisation expenses	1,879.80	754.30
Interest on fixed deposits	(186.74)	(118.45)
Unwinding of deferred liability	(276.01)	-
Dividend on investments	(1.37)	(1.86)
Share of profit of joint venture	(541.08)	(697.82)
Allowances /(reversal) for expected credit loss	(576.55)	80.80
Allowances /(reversal) for impairment for other receivables	(101.74)	101.74
Deferred income - government grant	(734.12)	-
Unwinding of discount on security deposits	(7.36)	(6.93)
Bad debts	82.90	-
Employee Stock Appreciation Rights (ESAR) expenses (net of reversal)	(2.66)	35.03
Unwinding of discounting on royalty deposit	4.76	4.72
Rental expense	2.67	2.67
Finance costs	952.53	121.28
(Profit)/loss on sale / discard of property, plant and equipments [net]	(783.42)	(51.12)
Foreign exchange (gain)/loss	(77.29)	(29.17)
Operating profit before working capital adjustments	2,880.98	3,480.72
Adjustment for :		
Trade receivables - non current	(607.92)	-
Trade receivables - current	9.85	(663.74)
Inventories	(2,103.29)	941.12
Other non-current financial assets	0.44	(627.86)
Other non-current assets	37.96	(111.24)
Other current financial assets	63.27	(79.94)
Other current assets	(415.03)	(141.67)
Other non-current liabilities	215.50	(118.82)
Other current financial liabilities	609.57	187.84
Other current liabilities	477.27	212.07
Non-current provisions	(67.78)	(38.23)
Current provisions	30.46	16.56
Trade payables	987.82	624.32
Cash generated from operating activities	2,119.10	3,681.13
Income taxes paid (net of refund received)	(223.55)	(556.32)
Net cash flows generated from operating activities (A)	1,895.55	3,124.81
II. Cash flows from investing activities		
Acquisition of property, plant and equipment (including capital work in progress, capital advance and creditors for capital goods)	(10,423.76)	(6,320.02)
Sale of property, plant and equipment	839.37	-
(Purchase) / sale of investments (net)	(0.03)	-
Movement in fixed deposits (other than cash and cash equivalents), net	910.42	361.01
Dividend received on investments	1.37	1.86
Interest received	121.49	123.24
Net cash flows used in investing activities (B)	(8,551.14)	(5,833.91)
III. Cash flows from financing activities		
Proceeds from non-current borrowings including current maturities	5,027.51	2,684.26
Repayment of non-current borrowings	(278.00)	-
Proceeds from / (repayment of) short-term borrowings (net)	2,979.88	879.57
Finance costs paid (excluding interest on lease liabilities)	(774.65)	(77.42)
Equity dividend paid	(376.26)	(322.51)
Unpaid dividend accounts	-	(5.56)
Repayment of lease liability including interest	(127.20)	(127.20)
Net cash generated from financing activities (C)	6,451.28	3,031.14
Net (decrease) / increase in cash and cash equivalents (A+B+C)	(204.31)	322.04
Cash and cash equivalents as at the beginning of the period	502.23	180.19
Cash and cash equivalents as at the end of the period	297.92	502.23

Note : The above standalone statement of cash flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (IND AS) 7 - "Statement of Cash Flows".



Notes:

1. The above audited consolidated financial results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on May 24, 2024. The audited consolidated financial results are prepared in accordance with the Ind AS prescribed under Section 133 of the Companies Act, 2013.

2. The figures for the quarter ended March 31, 2024 and March 31, 2023 are balancing figures between the audited figures in respect of the full financial years and published year to date figures upto third quarter of the relevant financial year which were subject to limited review.

3. The Board of Directors at its meeting held on May 24, 2024, has recommended the dividend of Rs. 0.70 per equity share of face value of Rs. 1 each for the year ended March 31, 2024 subject to approval of the members at the ensuing Annual General Meeting. For the year ended March 31, 2023, the Company declared final dividend of Rs. 0.70 per equity share.

4. The Group has only one Operating Segment i.e. manufacturing of glass bottles, as per IND-AS 108 "Operating Segment". Accordingly, disclosures as per SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 is not required.

5. The Company holds 56.80% of the shareholding in Haldyn Heinz Fine Glass Private Limited (Haldyn Heinz). However, in accordance with the terms of the agreement with the Joint venture partner, the Company's substantive rights would remain restricted and hence, the Company has continued to consider the profit / loss and investment in Haldyn Heinz in accordance with Ind-AS 28 - Investment in Associates and Joint Ventures for the preparation of audited consolidated financial results.

6. One of the furnaces at the plant of the Company was shut down from June 08, 2023 to September 09, 2023 for relining / expansion / modernisation. The furnace at the plant of Haldyn Heinz was shut down from October 17, 2023 to December 28, 2023 for relining / expansion / modernisation. Consequently, during the current year, the plants at both the companies were not operating at their normal capacity.

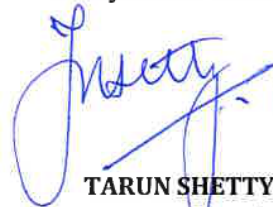
7. Due to the said relining/expansion/modernisation there has been substantial increase in depreciation as per Income Tax leading to loss under Income Tax laws. Accordingly, provision for current tax is Nil for the current year.

8. Figures for the previous period/year have been regrouped to confirm to those for the current

9. These results are available for the investors at www.haldynglass.com and www.bseindia.com.

Mumbai: May 24, 2024

**For and on behalf of Board of Directors of
Haldyn Glass Limited**



TARUN SHETTY
Managing Director
DIN NO. 00587108



made
Glass ^ with care





Ref: BBY/CS/001/10/24

May 24, 2024

The BSE Limited

Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Sub: Declaration on behalf of Haldyn Glass Limited (“the Company”)

- Ref: 1. Regulation 33(3)(d) and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”)**
2. Scrip Code: 515147

Dear Sir(s)/Madam(s),

In terms of the provisions of Regulations 33(3)(d) of the SEBI Listing Regulations, read with said circular, we hereby declare and confirm that the Statutory Auditors of the Company viz. M/s. KNAV & CO. LLP, Chartered Accounts, Statutory Auditors has issued Audit Report with unmodified opinion on the Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and year ended March 31, 2024.

Kindly take this on your record.

Thanking you,

Yours faithfully

FOR HALDYN GLASS LIMITED

DHRUV MEHTA
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS – 46874

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www.haldynglass.com