



ARCOTECH LTD.

Regd. Office/Works: 181, Sector-3, Industrial Growth Center Bawal-123501, Distt. Rewari, Haryana
Ph.: 01284-264160 / 61, Email : contact@arcotech.in, Website : www.arcotech.in
CIN : L34300HR1981PLCO12151

30th May, 2024

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex. Bandra(E), Mumbai-400051
Fax No. 022 2272 3121	Fax No. - 022-26598237/38
<u>Scrip ID: ARCOTECH, Scrip Code: 532914</u>	<u>Symbol: ARCOTECH, Series: EQ</u>

Sub: Outcome of Board Meeting held on Thursday, 30th May, 2024

Dear Sir

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that the Board of Directors of Arcotech Limited at their meeting held on Thursday, 30th May, 2024, inter alia, has:

1. Approved the Annual Audited Standalone Financial Results along with Auditor's report, Statement on Impact of Audit Qualifications (for audit report with modified opinion) for the Quarter and Financial Year ended 31st March, 2024 as reviewed by the Audit Committee.
2. Re-appointed M/s Dhar Tiku & Co. as Internal Auditor of the Company for the FY 2024-25.
3. Re-appointed M/s A Upadhyaya & Associates as Secretarial Auditor of the Company for the FY 2024-25.

The financial Results will be published in the newspaper in terms of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Meeting of the Board Commenced at 12:45 PM (IST) and Concluded at 3:35 PM (IST).

This is for your kind reference and record.

For **ARCOTECH LIMITED**

NIDHI JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl:

1. Audited Standalone financial Results with Audit Report and Statement on Impact of Audit Qualifications (for audit report with modified opinion).
2. Brief profile of Auditors
3. Details as required for determining the applicability of criteria of Large Corporate.

TO THE BOARD OF DIRECTORS

ARCOTECH LIMITED

1. We have audited the quarterly financial results of ARCOTECH LIMITED for the quarter ended March 31, 2024 and the year to date results for the period April 1, 2023 to March 31, 2024, attached herewith, being submitted by the Company pursuant to requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 for Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standard require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financials results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. **Basis for Qualified Opinion**
The restructuring of the company's business is under consideration by the lenders. Consequent to the filing of restructuring proposal with lenders, feasible TEV (techno economic viability) study/reports of the operations of the Company was conducted by outside agency where in certain reliefs/ concessions have been envisaged to make the project viable. Included in there is relief in interest rates effective from 01.11.2018. The company has provided interest at the rates mentioned in TEV. This along with other unprovided interest amounts to Rs. 2,569.10 lakhs (net of tax) for the current financial year.
The company is in the process of settling the dues with the lenders towards which an amount of Rs. 705.00 lacs has been deposited with the bankers and financial institutions, for which final approval from some of the lenders is still awaited.
4. **Qualified Opinion**
Based on review conducted as above , except for the effects of the matter described in the Basis for Qualified Opinion stated in paragraph 3 nothing has come to our attention that causes us to believe that accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and policies, 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 modified by Circular No. CIRICFD/F AC/62/20 16 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Material Uncertainty Relating to Going Concern

5. The Company has incurred a net loss after tax of Rs 14,359.28 lacs during the financial year ended March 31, 2024 (Previous Year net loss after tax of Rs 8,215.73 lacs). The turnover of Company during the financial year ended March 31, 2024 is Rs 0.32 lacs (Previous Year Rs 3.60 lacs). The current liabilities exceed current assets. Had the company provided the interest as mentioned in para 3 above the net loss for the current financial year would have increased.

The restructuring of the Company's business is under consideration by the lenders. However, certain lenders have filed application/ issued notices including in NCLT, DRT and SARFAESI. In view of the management's expectation of successful outcome of above proposal and revival of its business, the financial statements have been prepared on going concern basis. However, in view of above uncertainties, we are unable to comment on the ability of the company to continue as a "going concern" and the consequential adjustments to the accompanying financial statements, if any, that might have been necessary had the financial statements been prepared under liquidation basis.

Our opinion is not modified in respect of this matter.

6. The Company is recognizing deferred tax assets on losses. The matters discussed in para 5 above creates doubt and uncertainty relating to recoverability of deferred tax assets. As per explanation given to us and according to management assessment Company will be in position to generate future profits against which these losses will be setoff.

Our opinion is not modified in respect of this matter.

For and on behalf of
Amit Joshi & Associates
Chartered Accountants
FRN No. 004898N


Amit Joshi
Partner



M.No. 083617

UDIN: 24083617BKHJTQ9151

Place : New Delhi

Date :30.05.2024

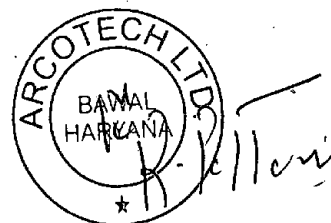
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ANNUAL AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

(Rs in Lacs)

SL NO.	PARTICULARS	FOR THE QUARTER ENDED			FOR THE YEAR ENDED	
		31.03.2024 (Audited)	31.12.2023 (Un Audited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
1	Income					
	Revenue from operations	-	-	-	-	-
	Other Income	0.19	0.09	0.56	0.32	3.60
	Total Income	0.19	0.09	0.56	0.32	3.60
2	Expenses					
	(a) Cost of material consumed	-	-	-	-	-
	(b) Changes in inventory of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-
	(c) Employee benefits expense	20.96	7.72	8.54	43.50	36.44
	(d) Finance Costs	796.88	554.74	544.32	2,459.78	2,172.55
	(e) Depreciation and amortisation expense	262.00	262.34	270.88	1,054.10	1,097.82
	(f) Other expenses	13,272.65	12.01	8,647.42	13,313.71	8,711.78
	Total Expenses	14,352.49	836.81	9,471.16	16,871.09	12,018.59
3	Profit/(Loss) before Exceptional items and tax (1-2)	(14,352.30)	(836.72)	(9,470.60)	(16,870.77)	(12,014.99)
4	Exceptional Items(Net)	-	-	-	-	-
5	Profit / (Loss) after Exceptional items and before tax (3-4)	(14,352.30)	(836.72)	(9,470.60)	(16,870.77)	(12,014.99)
6	Tax Expenses:					
	(a) Current tax	-	-	-	-	-
	(b) Deferred tax	(2,511.49)	-	(3,799.26)	(2,511.49)	(3,799.26)
	(c) MAT credit entitlement	-	-	-	-	-
7	Profit /(Loss) for the period from continuing operations(5-6)	(11,840.81)	(836.72)	(5,671.34)	(14,359.28)	(8,215.73)
8	Profit /(Loss) for the period from discontinuing operations	-	-	-	-	-
9	Tax expenses of discontinuing operation	-	-	-	-	-
10	Profit/Loss from Discontinuing operations (after tax) (8-9)	-	-	-	-	-
11	Profit/ (loss) for the period (7+10)	(11,840.81)	(836.72)	(5,671.34)	(14,359.28)	(8,215.73)
12	Other Comprehensive Income/(loss)					
	A. (i) Items that will not be classified to profit or loss					
	Re-measurement of defined benefit plans	0.22	-	0.55	0.22	0.55
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.08)	-	(0.19)	(0.08)	(0.19)
	B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
13	Total Comprehensive Income for the period (11+12)(Comprising Profit/ (Loss) and Other comprehensive Income for the period)	(11,840.67)	(836.72)	(5,670.98)	(14,359.14)	(8,215.37)
14	Paid-up equity share capital	2,100.00	2,100.00	2,100.00	2,100.00	2,100.00
15	Other Equity	-	-	-	(22,399.33)	(8,040.19)
16	Earnings per equity share (for continuing operation)(at Face Value Rs.2/-):					
	(1) Basic (Rs.)	(11.28)	(0.80)	(5.40)	(13.68)	(7.82)
	(2) Diluted (Rs.)	(11.28)	(0.80)	(5.40)	(13.68)	(7.82)





Statement of Assets and Liabilities

Particulars	As At	As At
	31.03.2024	31.03.2023
	(Rs in lacs)	(Rs in lacs)
ASSETS		
Non-current assets		
Property, plant and equipment	13,778.94	14,827.72
Financial assets		
Investments	1.20	1.14
Other financial assets	-	50.38
Deferred tax assets (net)	16,246.90	13,735.49
Other non-current assets	-	-
Subtotal	30,027.04	28,614.73
Current assets		
Inventories	2,733.24	2,733.24
Financial assets		
Trade receivables	6,347.48	15,521.26
Cash and cash equivalents	0.92	0.92
Other bank balances	16.31	16.06
Other current financial assets	7.76	7.76
Other current assets	1,362.26	5,305.69
Subtotal	10,467.97	23,584.93
Total Assets	40,495.01	52,199.66
EQUITY AND LIABILITIES		
Equity		
Equity share capital	2,100.00	2,100.00
Other equity	(22,399.33)	(8,040.19)
Total equity	(20,299.33)	(5,940.19)
LIABILITIES		
Non-current liabilities		
Financial Liabilities		
Loan component of preference shares	381.10	331.51
Provisions	131.22	127.97
Deferred tax liabilities (Net)	-	-
Sub total	512.32	459.48
Current liabilities		
Financial Liabilities		
Short Term Borrowings	50,456.93	48,777.19
Trade payables		
- total outstanding dues of micro and small enterprises	6.10	5.17
- total outstanding dues other than micro and small enterprises	65.17	65.17
Other financial liabilities	5,907.12	5,031.68
Other current liabilities	71.65	50.03
Current tax liabilities (net)	2,529.44	2,529.44
Provisions	1,245.61	1,221.69
Sub total	60,282.02	57,680.37
Total Equity and Liabilities	40,495.01	52,199.66

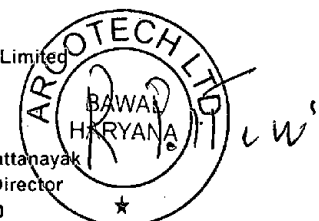
Notes:

- The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at their meeting held on May 30, 2024. The results for the current quarter and year ended 31st March, 2024 have been audited by the Statutory Auditor of the company.
- These financial results have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (IND AS 34) prescribed under section 133 of the companies Act, 2013 and other recognised accounting practices and policies to the extent applicable
- The restructuring of the Company's business is under consideration by the lenders and the accounts have been prepared accordingly.
- The Company's operations have been considered as representing a single primary segment. Hence, there is no requirement of segment reporting.
- Previous period figures have been rearrange and regrouped, wherever necessary.
- The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year

Place: New Delhi
Dated: 30.05.2024

For Arcotech Limited

Radhanath Pattanayak
Whole Time Director
DIN: 01189370





Statement of Cash Flow for the year ended March 31, 2024

(In Lacs, INR)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash flow from operating activities		
Profit before tax	(16,870.77)	(12,014.99)
Non cash adjustments to reconcile profit before tax to net cash flows :		
Depreciation and amortization	1,054.10	1,097.82
Finance costs	2,459.78	2,172.55
Interest Income	(0.32)	(0.32)
Provision for doubtful debts	9,173.79	5,988.00
Capital advances written off	-	753.00
Provision for doubtful advances	3,935.00	1,916.00
Sundry balance written of (creditors)	-	(3.28)
Provision for contingencies	24.00	-
Profit/Loss on sale of PPE	-	2.57
	16,646.35	11,926.34
Movement in working capital :		
Trade receivable	-	0.15
Current and non-current financial assets	50.38	1.77
Other current and non-current assets	8.43	(660.08)
Current and non-current financial liabilities	(90.86)	163.10
Other current and non-current liabilities	21.62	(6.80)
Current and non-current provisions	(0.45)	(14.18)
Trade payable	-	2.97
	(10.88)	(513.07)
Cash generated From operations	(235.30)	(601.72)
Direct taxes paid (net of refunds)	-	-
Net cash flow used in operating activities (A)	(235.30)	(601.72)
Cash flow from investing activities		
Purchase of property, plant and equipment	(5.32)	-
Proceeds from sale of property, plant and equipment	-	0.50
Net cash used in investing activities (B)	(5.32)	0.50
Cash flow from financing activities		
Net proceeds / (repayment) of non current borrowings	-	-
Net proceeds / (repayment) of current borrowings	240.62	601.63
Interest paid	-	-
Net cash used in financing activities (C)	240.62	601.63
Net change in cash & cash equivalents (A + B + C)	0.00	0.41
Cash and cash equivalents at the beginning of year	0.92	0.51
Cash and cash equivalents at the end of year	0.92	0.92
Components of cash and cash equivalents		
Cash in hand	0.01	0.01
Balance with banks	0.91	0.91
Total cash & cash equivalents (refer note no 8)	0.92	0.92

Other disclosure required by Ind AS -7

Changes in liabilities arising from financing activities

Particulars	Opening Balance	Cash Flows/ Interest Cost	Non - cash changes			Closing Balance
			Acquisitions	Transaction cost adjustment	Fair value changes	
Long term borrowings	331.51	49.59	-	-	-	381.10
Short term borrowings	48,777.19	1,679.74	-	-	-	50,456.93
Lease liabilities	-	-	-	-	-	-
Assets held to hedge	-	-	-	-	-	-
Total liabilities from financing activities	49,108.70	1,729.33	-	-	-	50,838.03

FOR ARCOTECH LIMITED

Radhanath Pattanayak
WHOLE TIME DIRECTOR ★
Din No: 01189370

Place: New Delhi
Dated: 30.05.2024

**ANNEXURE I****Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated separately)****Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2024**

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.	Sl. No.	Particulars	Audited Figures	Adjusted Figures
			(as reported before adjusting for qualifications)	(audited figures after adjusting for qualifications)
			Rs. In Lacs	Rs. In Lacs
	1.	Turnover / Total income	0.32	0.32
	2.	Total Expenditure	14,359.60	16,928.70
	3.	Net Profit/(Loss)	(14,359.28)	(16,928.38)
	4.	Earnings Per Share	(13.68)	(16.12)
	5.	Total Assets	40,495.01	40,495.01
	6.	Total Liabilities	60,794.34	75,432.96
	7.	Net Worth	(20,299.33)	(34,937.95)
	8.	Any other financial item(s) (as felt appropriate by the management)		

II. Audit Qualification (each audit qualification separately):**a. Details of Audit Qualification:**


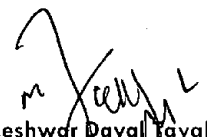


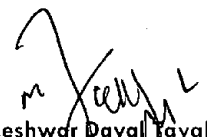


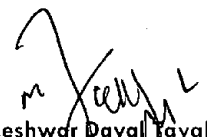

The restructuring of the company's business is under consideration by the lenders. Consequent to the filing of restructuring proposal with lenders, feasible TEV (techno economic viability) study/reports of the operations of the Company was conducted by outside agency where in certain reliefs/ concessions have been envisaged to make the project viable. Included in there is relief in interest rates effective from 01.11.2018. The company has provided interest at the rates mentioned in TEV. This along with other unprovided interest amounts to Rs. 2,569.10 lakhs (net of tax) for the current financial year. The company is in the process of settling the dues with the lenders towards which an amount of Rs. 705.00 lacs has been deposited with the bankers and financial institutions, for which final approval from some of the lenders is still awaited.

b. Type of Audit Qualification : Qualified Opinion**c. Frequency of qualification: Repetitive (appeared fourth time)****d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**

The management is of the view that the accounts of the company will be restructured accordingly the company and its bankers conducted TEV (techno economic viability) study. The company has considered its interest liabilities as per this restructuring plan. The company is in the process of settling the dues with the lenders towards which an amount of Rs. 705.00 lacs has been deposited with the bankers and financial institutions, for which final approval from some of the lenders is still awaited.





	<p>e. For Audit Qualification(s) where the impact is not quantified by the auditor: NA</p> <p>(i) Management's estimation on the impact of audit qualification: NA</p> <p>(ii) If management is unable to estimate the impact, reasons for the same: NA</p> <p>(iii) Auditors' Comments on (i) or (ii) above: NA</p>			
III.	<p>Signatories:</p> <table border="0"><tr><td> Radhanath Pattanayak Wholetime Director DIN: 01189370</td><td> Rameshwar Dayal Tayal Audit Committee Chairman DIN: 00021148</td><td> Amit Joshi For Amit Joshi & Associates Chartered Accountants FRN: 004898N M.No.083617</td></tr></table> <p>Place: New Delhi Date: 30.05.2024</p>	 Radhanath Pattanayak Wholetime Director DIN: 01189370	 Rameshwar Dayal Tayal Audit Committee Chairman DIN: 00021148	 Amit Joshi For Amit Joshi & Associates Chartered Accountants FRN: 004898N M.No.083617
 Radhanath Pattanayak Wholetime Director DIN: 01189370	 Rameshwar Dayal Tayal Audit Committee Chairman DIN: 00021148	 Amit Joshi For Amit Joshi & Associates Chartered Accountants FRN: 004898N M.No.083617		

Note: Company has appointed Mr. Radhanath Pattanayak (DIN: 01189370) as its Whole Time Director (WTD) as per requirements of Section 203 of Companies Act, 2013 and therefore, Statement of Impact is signed by WTD in place of CEO/MD.

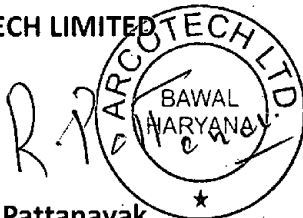


ANNEXURE

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-I/P/CIR/2023/123 dated July 13, 2023.

Particulars	Item No. 2	Item No. 3
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment of M/s Dhar Tiku & Co. as Internal Auditor of the Company for the Financial Year 2024-25	Re-appointment of M/s A Upadhyaya & Associates as Secretarial Auditor of the Company for the Financial Year 2024-25
Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment;	Re-appointment as Internal Auditor of the Company on 30 th May, 2024 for the Financial Year 2024-25.	Re-appointment as Secretarial Auditor of the Company on 30 th May, 2024 for the Financial Year 2024-25.
Brief profile (in case of appointment)	M/s Dhar Tiku & Co. is a professionally managed and leading Chartered Accountancy firm based in New Delhi, having a rich experience of more than 20 years in the field of audit, management consultancy, tax consultancy, accounting services, manpower management, secretarial services etc.	M/s A Upadhyaya & Associates, Company Secretaries is a proprietary firm based in New Delhi, having a rich experience of more than 20 years in the field of corporate and securities laws. They have handled various secretarial assignments for renowned clients in their vast career.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Not Applicable

For ARCOTECH LIMITED



Radhanath Pattanayak

Whole Time Director

DIN: 01189370



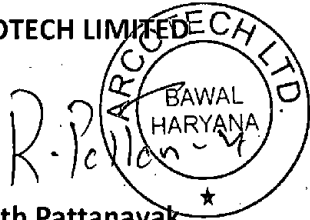
ANNEXURE

With reference to SEBI Circular number SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023 read with BSE email dated 22nd and 23rd April 2024 and NSE Email dated 12th and 20th April 2024, please take note of the following details for the Financial Year ended on 31st March, 2024:

(Rs. In Crores)

S. No.	Particulars	Details
1	Outstanding Qualified Borrowings at the start of the financial year	3.31
2	Outstanding Qualified Borrowings at the end of the financial year	3.81
3	Highest credit rating of the company relating to the unsupported bank borrowings or plain vanilla bonds, which have no structuring/ support built in.	Not Applicable
4	Incremental borrowing done during the year (qualified borrowing)	Nil
5	Borrowings by way of issuance of debt securities during the year	Nil

For ARCOTECH LIMITED



Radhanath Pattanayak
Whole Time Director
DIN: 01189370