

To,
The Dept. of Corporate Services
The Bombay Stock Exchange Ltd.
P. J. Towers, Dalal Street,
Mumbai - 400 001

27th May, 2024

SUB: OUTCOME OF BOARD MEETING AND SUBMISSION OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND FINANCIAL YEAR ENDED MARCH 31, 2024

REF: REGULATION 33, 30 (Schedule III (PART A) AND OTHER APPLICABLE REGULATIONS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 & AMENDMENTS THERETO.

Scrip Code No. 530401

Dear Sir/Madam,

Please note that the Board of Directors of the Company at its meeting held today i.e. on Monday 27th May, 2024 has discussed and approved the following:

- 1.) Audited Annual Standalone Financial Results of the quarter and year ended 31st March, 2023 along with Statement of Assets & Liabilities and Cash Flow Statement.
- 2.) Standalone Statutory Auditors Report for the year ended 31st March, 2024.

Results (Standalone) approved by the Board, Audit Reports (Standalone) along with declaration under regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2016 w.r.t. Audit Report with Unmodified Opinion are enclosed herewith as an Annexure-I.

- 3.) Re-appointment of Mr. Chetan D. Shah as Secretarial Auditor of the Company for the Financial Year 2024-25.

Brief Profile of Secretarial Auditor is enclosed herewith as Annexure-II



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VINYOFLEX LIMITED

4.) Noting of Secretarial Audit Report (MR-3) issued by Mr. Chetan D. Shah- Company Secretaries in practice for financial year ended March 31, 2024.

We will submit you copy of Newspaper as soon as it will be published.

Board meeting Start Time: 04 : P.M

Board Meeting Conclude Time: 05 : P.M

We hope you will find the above in order and acknowledge the receipt.

Thanking You,

Yours truly,

For, Vinyoflex Limited



(Vinod Khimji Tilva)

DIN: 00275279

Managing Director



Encl.: As above



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VINYOFLEX LIMITED

Statement of Standalone Audited Financial Result For the Quarter and Year ended 31st March, 2024

Rs. In Lakhs

Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	Current year Ended	Previous year ended
	31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
(Refer Notes Below)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1. Revenue from Operations					
(a) Revenue from operations	1172.24	1353.05	1414.69	4565.31	5609.81
(b) Other Income	25.78	2.46	1.52	39.47	2.06
Total Revenue (Net)	1198.02	1355.51	1416.21	4604.78	5611.87
2. Expenses					
(a) Cost of Material Consumed	858.13	955.60	1029.60	3307.55	4313.59
(b) Purchase of stock-in-trade	-	-	-	-	-
(c) change in inventories of finished goods, work-in-progress and stock-in-trade	(17.66)	53.70	(18.18)	7.54	57.07
(d) Employee benefits expense	56.65	35.42	50.01	188.08	190.00
(e) Finance Costs	3.58	2.88	11.39	15.43	30.73
(f) Depreciation and amortization expense	12.86	13.00	10.67	45.86	37.17
(g) Other Expenses	147.31	137.24	143.33	544.33	517.58
Total Expenses	1060.87	1197.84	1226.82	4108.79	5146.14
3, Profit / (Loss) before exceptional and extraordinary items and tax (1-2)	137.15	157.67	189.39	495.99	465.73
4, Exceptional items	-	-	-	-	-
5, Profit / (Loss) before extraordinary items and tax (3-4)	137.15	157.67	189.39	495.99	465.73
6, Extraordinary Items	-	-	-	-	-
7, Profit / (Loss) before tax (5-6)	137.15	157.67	189.39	495.99	465.73
8, Tax Expense	38.20	40.00	49.57	127.82	119.03
9, Net Profit / (Loss) for the period from continuing operation (7-8)	98.95	117.67	139.82	368.17	346.70
10, Net Profit / (Loss) from discontinuing operation	-	-	-	-	-
11, Tax expense of discontinuing operations	-	-	-	-	-
12, Profit / (Loss) from discontinuing operation (after tax) (10-11)	-	-	-	-	-
13, Profit / (Loss) for the period (9+12)	98.95	117.67	139.82	368.17	346.70



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REG. OFFICE : 307, SILVER CHAMBER, TAGORE ROAD, RAJKOT - 360 002. GUJARAT. PHONE : 0281 - 2468776, 2468328.

FACTORY : SURVEY No. 241, NEAR G.E.B. SUB STATION, INSIDE KISHAN GATE, NATIONAL HIGHWAY - 27, SHAPAR(VERAVAL)-360 024,

PHONE : 02827 - 252766, 252788 E-MAIL : info@vinyoflex.com - WEBSITE : http://www.vinyoflex.com

CIN : L25200GJ1993PLC019830

14, Other comprehensive income net of taxes	-	-	-	-	-
15, Total comprehensive income net of the period (13+14)	98.95	117.67	139.82	368.17	346.70
16. Paid-up equity Share capital (Face Value of Rs.10/- Per Share)	-	-	-	-	-
17.i Earnings per Share (EPS) before extraordinary items (of Rs.10/- each)					
(a) Basic	2.29	2.72	3.24	8.52	8.03
(b) Diluted	2.29	2.72	3.24	8.52	8.03
18.ii Earnings per Share (EPS) after extraordinary items (of Rs.10/- each)					
(a) Basic	2.29	2.72	3.24	8.52	8.03
(b) Diluted	2.29	2.72	3.24	8.52	8.03

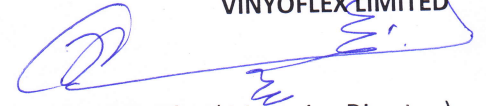
*Applicable in the case of consolidated result

Note:

1. The above Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors in the meeting hold on 27 / 05 / 2024.
2. The company's activity falls in a single segment i.e. PVC Film therefore reporting in terms of Accounting Standard 17 (Segment Reporting) is not applicable .
3. Previous Quarterly / Yearly figures have been regrouped / reclassified wherever necessary.
4. This statement has been prepared in accordance with the companies (indian accounting standard) rules, 2015 (ind-as) prescribed under section 133 of the companies act,2013 and other recognized accounting practices and policies to the extent applicable.

Place : RAJKOT
Date : 27.05.2024

For and on behalf of Board of Directors of
VINYOFLEX LIMITED



Vinod K. Tilva (Managing Director)
DIN : 00275279



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

Rs. In Lakhs

Particulars	As at (Current year ended) 31.03.2024	As at (Previous year ended) 31.03.2023
	Audited	Audited
	Amount	Amount
A. ASSETS		
1, Non-Current Assets		
(a) Property , Plant and Equipment	697.57	654.40
(b) Capital Work-in-Progress	-	-
(c) Investments Property	-	-
(d) Goodwill	-	-
(e) Other Intangible Assets	-	-
Non-Current Financial Assets		
(f) Non-Current Investments	0.17	0.17
(g) Trade Receivables Non-Current	-	-
(h) Loans Non-Current	25.86	18.98
(i) Other Non-Current Financial Assets	-	-
(j) Deferred Tax Assets (Net)	-	-
(k) Other Non-Current Assets	-	-
Total Non-Current Assets	723.6	673.55
2, Current Assets		
(a) Inventories	702.28	725.22
Current Financial Assets		
(b) Current Investments	-	-
(c) Trade Receivables Current	1242.23	2108.80
(d) Cash and Cash Equivalents	637.95	17.30
(e) Bank Balance Other than Cash and Cash Equivalents	-	-
(f) Loan Current	14.56	6.92
(g) Other Current Financial Assets	-	-
(h) Current Tax Assets (Net)	-	-
(i) Other Current Assets	-	-
Total Current Assets	2597.02	2858.24
TOTAL ASSETS	3320.62	3531.79



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CIN : L25200GJ1993PLC019830

B. EQUITY AND LIABILITIES		
1, Equity		
(a) Equity Share Capital	431.90	431.90
(b) Other Equity (Reserve & Surplus)	2590.45	2222.29
Total Equity	3022.35	2654.19
2, Liabilities		
Non-Current Financial Liabilities		
(a) Borrowings Non-Current	-	0.00
(b) Trade Payable Non-Current	-	-
(c) Other Non-Current Financial Liabilities	-	-
Total Non-Current Financial Liabilities	-	0.00
Non-Current Liabilities		
(d) Provision Non-Current	-	-
(e) Deferred Tax Liability (Net)	33.60	27.40
(f) Deferred Government Grants Non-Current	-	-
(g) Other Non-Current Liabilities	-	-
Total Non Current Liabilities	33.60	27.40
3, Current Liabilities		
Current Financial Liabilities		
(a) Borrowing Current	90.13	518.95
(b) Trade Payables Current	128.18	281.34
(c) Other Current Financial Liabilities	-	-
Total Current Financial Liabilities	218.31	800.29
Other Current Liabilities		
(d) Other Current Liabilities	46.36	39.98
(e) Provisions Current	0	9.93
(f) Current Tax Liabilities (Net)	-	-
(g) Deferred Government Grants Current	-	-
Total Current Liabilities	46.36	49.91
TOTAL EQUITY AND LIABILITIES	3320.62	3531.79

*Applicable in the case of consolidated statement of assets and Liabilities

Place : RAJKOT
Date : 27.05.2024

For and on behalf of Board of Directors of
VINYOFLEX LIMITED


Vinod K. Tilva (Managing Director)
DIN : 00275279



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VINYOFLEX LIMITED

CIN: L25200GJ1993PLC019830

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

(Amt. in Rs.)

Particulars	For the Year ended March 31, 2024	For the year ended March 31, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and extraordinary items	49599070	46572639
Adjustments for:		
Depreciation and amortisation expense	4585679	3717113
(Profit) / Loss on sale of fixed assets	0	(1163)
Interest and other income on investments & Insurance Recovery	(2719475)	(204641)
Interest expenses	(137912)	(194938)
Appropriation of profits	1788545	3286135
Operating profit / (loss) before working capital changes	53115907	53175145
Changes in working capital:		
Increase / (Decrease) in trade payable	(15316504)	(6492499)
Increase / (Decrease) in short term borrowing	(42882475)	-22341405
Increase / (Decrease) in provisions	0	0
Increase / (Decrease) in other current liabilities	638005	1261405
(Increase) / Decrease in short term loan and advances	(2445848)	1436808
(Increase) / Decrease in trade receivables	86658468	(16515813)
(Increase) / Decrease in inventories	2294009	16956732
	28945655	(25694772)
CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	82061562	27480373
Less: Taxes paid	(12162126)	(11495276)
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	69899436	15985097
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of tangible / intangible assets	(8903328)	(11578623)
(Increase) / Decrease in long term loan and advances	0	0
(Increase) / Decrease in non current investments	0	0
(Profit)/Loss on redemption of investments	0	0
Insurance Recovery	137912	194938
Dividend/ bank interest received	2719475	204641
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES	(6045941)	(11179044)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest expenses	(1788545)	(3286135)
Funds borrowed		0
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	(1788545)	(3286135)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)	62064950	1519918
Cash and Cash equivalents at beginning period (Refer Note 14)	1730340	210422



Cash and Cash equivalents at end of period (Refer Note 14)	63795290	1730340
D. Cash and Cash equivalents comprise of		
Cash on hand	273316	163171
Balances with banks		
In current accounts	63521974	1567169
Total	63795290	1730340

This Cash Flow Statement has been prepared as per "Indirect Method" as prescribed by Accounting Standard -3 (revised) "Cash Flow Statements"

As per our report of even date

For Bhavin Associates

Chartered Accountants

(ICAI F.R.No. 0101383W)



(Bhavin P. Bhansali)

Partner

M.No.: 043796

UDIN: 24043796BKAKCH2177

Date:- 27.05.2024

Place:- Rajkot



Vinod K. Tilva

(Managing Director)

Din - 00275279



CS Rahul R. Khokhar

Company Secretary

M. No. A62029



Nila U. Tilva

(Women Director)

Din - 07123527



Kirit B. Makadia

(C.F.O.)

Pan - ABVPM9386P



Independent Auditor's Report

To the Members of Vinyoflex Limited

Report on the Audit of the Standalone Financial Statement

Opinion

1. We have audited the standalone financial statements of **Vinyoflex Limited** (CIN : (CIN: L25200G31993PLC019830) (the "Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss and cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its **Profit** for the year ended on that date.

Report on the Audit of the Standalone Financial Statement Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements 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 financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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.



Information other than the financial statements and auditors, report thereon

1. The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report but does not include the financial statements and our auditor's report thereon.
3. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
4. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and those charged with Governance for the Standalone Financial Statements

5. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those Board of Directors are also responsible for overseeing the company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

1. Our objectives are to obtain reasonable assurance about whether the financial statements 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 financial statements.
2. As a part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
3. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
4. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
5. Conclude on the appropriateness of management's 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 financial statements 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.
6. Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
7. 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.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

1. As required by Section 143(3) of the Act, we report that:

[a] We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

[b] In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

[c] The Company does not have any branch and therefore, this clause is not applicable.

[d] The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

[e] In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

[f] In our opinion, there are no observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company;

[g] On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

[h] There are no qualifications, reservation or adverse remarks relating to the maintenance of accounts and other matters connected therewith.

[i] With respect to adequacy of the financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B".


[j] With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(a) The Company does not have any pending litigations which would impact its financial position in its financial statements.



- (b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts, and
- (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Bhavin Associates
Chartered Accountants
[FRN:101383W]



(Bhavin P. Bhansali)
Partner

M. No. 043796

UDIN : 24043796BKAKCH2177



Place: Rajkot
Date : 27.05.2024

ANNEXURE "A" TO THE AUDITOR'S REPORT

With referred to in Paragraph-3 of our report to the shareholders of VINYOFLEX LIMITED of even date, in our opinion and to the best of our knowledge and as per the information and explanations given to us, the books and the records examined by us in the normal course of audit, we report that:

1. a) The company has maintained electron records showing value of fixed assets.
 - b) As per information & explanation given to us by the management of the company, all the assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
 - c) As per information & explanation given to us by the management of the company, the title deeds of the immovable properties are held in the name of the company.
2. As explained to us, stock of inventories has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
3. In our opinion and according to the information and explanation given to us, the company has not granted any loan secured or unsecured to any parties covered in the register maintained under Section-189 of the Companies Act-2013. Therefore, the provisions of Clause-3(iii)(a) and 3(iii)(b) of the Companies [Auditors' Report] Order, 2016 are not applicable to the company.
4. As per information and explanation given to us, the company has complied with the provisions of Section-185 and 186 of the Companies Act, 2013 in respect of loan, investment, guarantees and security.
5. In our opinion and according to the information and explanation given to us, the company has not accepted/invited any deposits



falling within the preview of provisions of Section-73 to 76 of any other relevant provisions of the Companies Act-2013 and rules framed the under.

6. In our opinion and according to the information and explanation given to us, the company is not required of maintain cost records as per the provisions of Clause-3(vi) of the companies [Auditor's Report] order, 2016 specified by the Central Government under Section-148(1) of the Companies Act-2013.
7. In our opinion and according to information and explanation given to us, the company has not defaulted in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
8. In our opinion and according to information and explanation given to us, the company has not defaulted in the repayment of dues to any financial institution of Bank or Debenture holders during the year.
9. In our opinion and according to information and explanation given to us, the term loan is applied for the purpose for which loan was obtained.
10. According to the information and explanations given to us, neither any fraud by the company nor any fraud on the company by its officers and employees has been noticed or reported during the financial year.
11. According to the information and explanation given to us, the managerial remuneration paid or provided, are in accordance with the requisite approvals mandated by the provisions of Section-197 read with Schedule-V to the Companies Act.



12. As the company is not a Nidhi Company, the provisions of Clause-3(xii) of the Companies [Auditors Report] Order, 2016 are not applicable to the Company.
13. According to the information and explanation given to us, all transactions with the related parties are in compliance with Sections-177 and 188 of the Companies Act-2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. According to the information and explanation given to us, the company has complied with the requirement of Section-42 of the companies Act-2013 regarding preferential allotment and the amount raised have been used for the purposes for which the funds were raised.
15. Based on the audit procedures performed and the company has not entered into any non-cash transactions with directors of persons connected with him. So the Clause-3(xv) of the Companies [Auditor's Report] Order, 2016 is not applicable to the company.
16. The company is not required to be registered under Section-45-IA of the Reserve Bank of India Act, 1934 and hence the Clause-3(xvi) of the Companies (Auditor Report) Order 2016 is not applicable to the company.
17. The company has not incurred cash losses in the current and in the immediately preceding financial year.
18. There is resignation of the statutory auditors during the year. Accordingly, Clause-3(xviii) of the Order is applicable.
19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the



assumption nothing has come to our attentions, which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

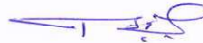
20. In our opinion and according to the information and explanations given to us, there is no unspent amount under Sub-Section (5) of Section-135 of the Companies Act-2013 pursuant to any project. Accordingly, Clauses 3(xx)(a) and 3(xx)(b) of the order are not applicable.

Place: Rajkot

Date: 27.05.2024

UDIN: 24043796BKAKCH2177

For, Bhavin Associates
Chartered Accountants
Firm Registration No.101383W



Bhavin P. Bhansali
Partner

Membership No.: 043796



ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF VINYOFLEX LIMITED FOR THE YEAR ENDED 31ST MARCH, 2024.

Report on the internal financial control with reference to the aforesaid financial statements under clause (i) of Sub-section 3 of section 143 of the Companies Act, 2013.

(Referred to in paragraph 1 A(f) under 'Report on Other Legal and Regulatory Requirement' section of our report of even date)

Opinion :

We have audited the internal financial control with reference to financial statement of **Vinyoflex Limited ("the company")** as at **31st March, 2024** in conjunction with my/our audit of the financial statements of the Company for the year ended on that date.

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

Management's Responsibility for internal Financial Controls:

The Company's management and board of directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safe guarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.(herein after referred to as "the Act").



Auditor' Responsibility :

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial l controls with reference to financial statements included obtaining and understanding of such internal financial controls, assessing the risk that material weakness exists, and testing and evaluating the design and operative effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Reporting :

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



Inherent Limitation of Internal Financial Controls with reference to Financial Statements;

Because of inherent limitations of internal financial control with reference to financial statements, including the possibility of collusion or improper management override of control, material misstatement due to error or fraud may occur and not be detected. Also, projection of any evaluation of the internal financial control with reference to financial statements to future period are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in condition of that the degree of compliance with the policies or procedure may deteriorate.

Place : Rajkot

**For Bhavin Associates.
Chartered Accountants
(Firm Registration No. 101383W)**

Date : 27.05.2024



**(Bhavi P. Bhansali)
Partner**

M. No. 043796

UDIN: 24043796BKAKCH2177



**DECLARATION REGARDING AUDIT REPORT WITH UNMODIFIED OPINION
UNDER REGULATION 33(3) (d) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE
REQUIREMENTS), 2015**

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we, Nila U. Tilva- Director & Kiritkumar B. Makadia- Chief Financial Officer of the Company hereby declare that Statutory Auditors of VINYOFLEX LIMITED, M/s. Bhavin Associates, Chartered Accountants, have issued an Audit Report with Un-modified opinion on the Audited Financial Results of the Company for the quarter and year ended March 31, 2024.

For and on behalf of Board of Directors
VINYOFLEX LIMITED

Neela Udaykumar

Nila U. Tilva
Director
DIN:07123527

Kirit B. Makadia
Kiritkumar B. Makadia
CFO
PAN: ABVPM9386P



Date: 27.05.2024
Place: Rajkot



ISO 9001



QM011

VINYOFLEX LIMITED

REG. OFFICE : 307, SILVER CHAMBER, TAGORE ROAD, RAJKOT - 360 002. GUJARAT. PHONE : 0281 - 2468776, 2468328.

FACTORY : SURVEY No. 241, NEAR G.E.B. SUB STATION, INSIDE KISHAN GATE, NATIONAL HIGHWAY - 27, SHAPAR(VERAVAL)-360 02

PHONE : 02827 - 252766, 252788 E-MAIL : info@vinyoflex.com - WEBSITE : http://www.vinyoflex.com

CIN : L25200GJ1993PLC0198

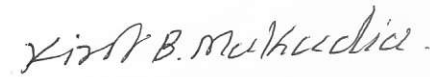
CERTIFICATION BY CHIEF FINANCIAL OFFICER AND CHIEF EXECUTIVE OFFICER OF THE COMPANY UNDER REGULATION 33(2) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS), 2015

We, **Shri Mansukhlal P. Patel** – Director and Chief Executive Officer and **Shri Kiritbhai B Makadia** Chief Financial Officer of the Vinyoflex Limited (the listed company) hereby certify to the Board that :

Audited Financial results of Quarter & Year ended March 31, 2024 do not contain any false or misleading statement or figures and do not omit any material fact which may make the statement or figures contained therein misleading.

For and on behalf of Board of Directors
VINYOFLEX LIMITED


Mansukhlal P. Patel
Director & C.E.O.
DIN: 01353327


Kiritkumar B. Makadia
CFO
PAN: ABVPM9386P



Date: 27.05.2024
Place: Rajkot



ISO 9001



QM011

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CIN : L25200GJ1993PLC0198

Brief Profile of Auditor is enclosed herewith as Annexure-II

The particulars required as per Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given below:

Sr. No.	Particulars	Descriptive
1	Name and Address	Mr. Chetan D. Shah - Company Secretary in practice (Membership No. 5131 and C.P No. 3930) Proprietor Address: "Matruchhaya", 24, Jalaram Society, Opp. Police H.Q., Junagadh-362001, Gujarat India.
2	Term Of Re-appointment	For the F.Y 2024-25 to audit the secretarial and related records of the Company pursuant to Companies Act, 2013 and shall continue thereafter, unless resolved otherwise.
3	Brief profile	Established as a sole-proprietorship in year 2001, under name of Chetan D. Shah is an integrated Corporate, Secretarial & Legal Services Firm, offering a One-Stop solution for all Corporate Compliances and Legal requirements. The firm offers various Secretarial, legal and Compliance services to ensure the regulatory compliances and make ease of burden of compliance to the entrepreneur.

Further, Mr. Chetan D. Shah is also appointed for audit/certification of 'Reconciliation of Share Capital Audit Report' on quarterly basis and 'Annual Secretarial Compliance Report', if Applicable, and other Certifications as required under the provision of the Companies Act, 2013 and Listing Regulations, for the time being in force.