Shapoorji Pallonji

May 26, 2023

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Dear Sir,

Security Code : 502865
Security ID : FORBESCO

Subject : Outcome of Board Meeting

Compliance of Regulation 30 & 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In compliance with the requirements of Regulation 30 & 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at their meeting held on May 26, 2023 has approved the Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2023.

We enclose for your information and record:

a) the Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2023 along with the Auditors' Report dated May 26, 2023 of M/s. Sharp & Tannan Associates, Chartered Accountants, statutory auditors of the Company in respect of the said Financial Results.

b) declaration with regard to Auditors' Reports with unmodified opinion on Standalone Financial Results (Refer **Annexure "A").**

c) Statement of Impact of Audit Qualifications dated May 26, 2023 on financial results (consolidated) of the Company **(Refer Annexure 'B")**.

The Board Meeting commenced at 4.30 p.m. and concluded at 7.30 p.m.

Kindly take the above information on your record.

Yours faithfully,
For Forbes & Company Limited

NIRMAL CHANDMAL JAGAWAT
Digitally signed by NIRMAL CHANDMAL JAGAWAT
Date: 2023.05.26 20:00:57 +05'30'

Nirmal Jagawat
Chief Financial Officer

Encl: As above

Shapoorji Pallonji

Annexure "A"

May 26, 2023

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Security Code : 502865
Security ID : FORBESCO

Declaration with respect to Audit Report with unmodified opinion to the Audited Standalone Financial Results for the quarter and financial year ended March 31, 2023

Dear Sir/Madam,

We hereby declare that with respect to Audited Standalone Financial Results for the quarter and financial year ended March 31, 2023, approved by the Board of Directors of the Company at their meeting held on May 26, 2023, the Statutory Auditors, M/s. Sharp & Tannan Associates, Chartered Accountants, have not expressed any modified opinion(s) in their Standalone Audit Report.

The above declaration is made pursuant to the Regulation 33(3) (d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Kindly take the above information on your record.

Yours faithfully,

For Forbes & Company Limited

NIRMAL CHANDMAL JAGAWAT
Digitally signed by NIRMAL CHANDMAL JAGAWAT
Date: 2023.05.26 20:01:31 +05'30'

Nirmal Jagawat
Chief Financial Officer

Sharp & Tannan Associates
Chartered Accountants
87 Nariman Bhavan, 227 Nariman Point
Mumbai (Bombay) 400 021, INDIA.
T: +91 22 6153 7500; 2202 2224/8857
E: mumbai.office@sharpandtannan.com
W: www.sharpandtannan.com

Independent Auditor's Report on Standalone Financial Results of FORBES & COMPANY LIMITED for the quarter and year ended March 31, 2023, pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FORBES & COMPANY LIMITED
(CIN – L17110MH1919PLC000628)
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai – 400 001

Opinion

We have audited the accompanying Statement of Standalone Financial Results of **FORBES & COMPANY LIMITED** (the "Company") for the quarter and year ended March 31, 2023 (the "Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these 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 applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2023.

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 ("ICAI") 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 ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 11 of the financial results in respect of Scheme of Arrangement approved by the Board of Directors of the Company in their meeting dated 26th September 2022, between Forbes & Company Limited (FCL) and Forbes Precision Tools and Machine Parts Limited (FPTL) and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the rules framed thereunder.

Sharp & Tannan Associates
ICAI Regn. No. 109983W
Chartered Accountants

This Scheme is a 'Scheme of Arrangement' involving demerger of "Precision Tools Business" of the company into FPTL. The FPTL has been incorporated on 30th August 2022 as a wholly owned subsidiary of the Company. The Scheme is subject to necessary approvals by the applicable authorities. The appointed date of Scheme is 1st April 2023 or such other date as may be fixed or approved by NCLT, Mumbai Bench.

Our opinion is not modified in respect of this emphasis of matter.

Board of Directors Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the Financial Statements. The Company's Board of Directors are responsible for the preparation of the Statement 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 the Indian Accounting Standard 34, 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 Statement 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 are 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 Statement as a whole is 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 the Statement.

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

A. Identify and assess the risks of material misstatement of the Statement, 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.

Sharp & Tannan Associates
Regn. No. 109983W
Chartered Accountants

B. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

D. 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 Statement 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.

E. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the 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 statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements 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 statements.

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 Statement includes the figures of Financial Results for the quarter ended March 31, 2023 are the balancing figures between audited figures in respect of the full financial year 2022-23 and the published year-to-date figures up to December 31, 2022 (unaudited) of the same financial year, which have been subjected to limited review by us.

Sharp & Tannan Associates
ICAI Regn. No. 109983W
Chartered Accountants

The Statement also includes the results for the comparative quarter ended March 31, 2022, being the balancing figures between the audited figures in respect of full financial year 2021-22 and audited figures up to third quarter ended December 31, 2021 (unaudited), which are reviewed by predecessor auditor and they had issued unmodified audit opinion on the same.

The standalone financial statements of the Company for the year ended 31 March 2022 were audited by the predecessor auditor and had issued unmodified opinion vide report dated May 30, 2022.

Our opinion is not modified in respect of these other matters.

Sharp & Tannan Associates
Chartered Accountants
Firm's Reg. No.: 0109983W
by the hand of

Sharp & Tannan Associates
ICAI
Regn. No.
109983W
Chartered Accountants

Parthiv S Desai
Partner
Membership No.: (F) 042624
UDIN: 23042624BGYOXC4781

Mumbai, May 26, 2023

Statement of Standalone Financial Results for the quarter and year ended 31st March, 2023

(Rs. in Lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2023 (Refer Note 14)	31.12.2022 (Unaudited)	31.03.2022 (Refer Note 14)	31.03.2023 (Audited)	31.03.2022 (Audited)
1	Income					
	Revenue from operations	6,042	6,027	5,271	24,781	23,505
	Other income	120	313	71	21,393	1,370
	Total Income	6,162	6,340	5,342	46,174	24,875
2	Expenses					
	Real estate development costs	374	199	690	2,763	2,511
	Cost of materials consumed	2,099	2,119	1,952	9,227	8,166
	Purchases of stock-in-trade	31	77	82	355	273
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(184)	(196)	(827)	(2,875)	(2,214)
	Employee benefits expense	1,239	1,291	1,227	5,129	4,880
	Finance costs	272	144	304	818	1,235
	Depreciation and amortisation expense	366	335	310	1,362	1,308
	Other expenses	1,266	1,720	2,291	7,578	6,572
	Total expenses	5,463	5,689	6,029	24,357	22,731
3	Profit / (Loss) before exceptional items and tax	699	651	(687)	21,817	2,144
4	Exceptional items (Net) (Refer Note 5 below)	(21)	(19)	4,19,246	2,905	4,10,091
5	Profit / (Loss) before tax	678	632	4,18,559	24,722	4,12,235
6	Tax expense					
	Current tax	(211)	(29)	(129)	270	-
	(Excess) / short provision for tax of earlier years	-	52	-	52	-
	Deferred tax	157	104	(1,479)	541	(1,059)
		(54)	127	(1,608)	863	(1,059)
7	Profit / (Loss) after tax	732	505	4,20,167	23,859	4,13,294
8	Other Comprehensive Income					
	(i) Items that will not be reclassified to Statement of Profit or Loss					
	Remeasurement of the defined benefit plans	(50)	9	12	6	22
	Fair value changes on Equity instruments through other comprehensive income	(653)	(287)	-	1,475	-
	(ii) Income tax relating to items that will not be reclassified to Statement of Profit or Loss					
	Deferred Tax Expenses	109	-	-	(173)	-
	Other Comprehensive Income (net of tax)	(594)	(278)	12	1,308	22
9	Total Comprehensive Income / (Loss) for the period / year	138	227	4,20,179	25,167	4,13,316
10	Paid-up equity share capital (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290
11	Other equity (excluding Revaluation Reserve)				19,395	2,612
12	Basic and diluted earnings per equity share (after exceptional items)	Rs.5.68	Rs.3.92	Rs.3,257.11	Rs.184.95	Rs.3,203.83
13	Basic and diluted earnings per equity share (before exceptional items) (Quarter and year to date figures not annualised)	Rs.5.84	Rs.4.06	Rs.7.14	Rs.162.43	Rs.24.83

Contd ...

Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

FORBES & COMPANY LIMITED MUMBAI

Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified two operating segments viz., Engineering and Real Estate.

		Quarter ended			Year ended	
		31.03.2023	31.12.2022	*31.03.2022*	31.03.2023	*31.03.2022*
		(Refer Note 14)	(Unaudited)	*(Refer Note 14)*	(Audited)	*(Audited)*
1	**Segment Revenue**					
	(a) Engineering	5,644	5,573	*4,959*	22,988	*20,632*
	(b) Real Estate	398	455	*312*	1,795	*2,875*
	Total	6,042	6,028	*5,271*	24,783	*23,507*
	Less: Inter Segment Revenue	-	1	*-*	2	*2*
	Total revenue from operations (net)	6,042	6,027	*5,271*	24,781	*23,505*
2	**Segment Results [Profit / (Loss) before Tax and Interest from each Segment (including exceptional items related to segments)]**					
	(a) Engineering	746	601	*425*	2,460	*2,975*
	(b) Real Estate	21,227	21	*(586)*	21,037	*736*
	Total segment results	21,973	622	*(161)*	23,497	*3,711*
	Less: Finance costs	(272)	(144)	*(304)*	(818)	*(1,235)*
	Balance	21,701	478	*(465)*	22,679	*2,476*
	Add: Unallocable income / (expense) (net) (including exceptional items)	(21,023)	154	*4,19,024*	2,043	*4,09,759*
	Profit / (Loss) before tax	678	632	*4,18,559*	24,722	*4,12,235*
3	**Segment Assets**					
	(a) Engineering	15,576	16,201	*16,582*	15,576	*16,582*
	(b) Real Estate	18,824	17,813	*15,775*	18,824	*15,775*
	(c) Unallocated	18,420	19,312	*13,388*	18,420	*13,388*
	Total Assets	52,820	53,326	*45,745*	52,820	*45,745*
4	**Segment liabilities**					
	(a) Engineering	4,337	5,813	*8,316*	4,337	*8,316*
	(b) Real Estate	26,438	24,301	*18,737*	26,438	*18,737*
	(c) Unallocated	1,360	2,664	*14,790*	1,360	*14,790*
	Total Liabilities	32,135	32,778	*41,843*	32,135	*41,843*

Notes on Segment Information:

1. Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

2. Details of product categories included in each segment comprises:
   a) Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems. The Company caters to the needs of domestic and export markets.
   b) Real Estate includes income from renting out investment properties and revenue from real estate development project.
   c) Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.
   d) Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.

3. Other income allocable to respective segments has been considered as part of Segment Results.

Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

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Forbes & Company Limited Mumbai

Notes to the statement of Standalone Financial Results for the quarter and year ended 31st March, 2023.

1. Standalone Statement of Assets and Liabilities as at 31st March, 2023

Particulars		As at 31.03.2023 (Audited)	*(Rs. in Lakhs)* *As at 31.03.2022 (Audited)*
Assets			
1 Non-current assets			
Property, Plant and Equipment		**8,588**	*9,297*
Right-of-use assets		**531**	*41*
Capital work-in-progress		**183**	*82*
Investment Properties		**2,173**	*2,256*
Other Intangible assets		**115**	*149*
Financial Assets:			
i) Investments	9,036		*3,661*
ii) Other financial assets	124		*146*
		9,160	*3,807*
Tax assets			
i) Deferred tax assets (net)	1,459		*2,173*
ii) Income tax assets (net)	645		*952*
		2,104	*3,125*
Other non-current assets		**433**	*264*
Total Non-current assets		**23,287**	*19,021*
2 Current assets			
Inventories		**18,052**	*16,344*
Financial Assets:			
i) Investments	1,419		-
ii) Trade receivables	2,924		*3,144*
iii) Cash and cash equivalents	3,626		*611*
iv) Bank balances other than (ii) above	1,812		*288*
v) Loans	11		*1*
vi) Other financial assets	244		*97*
		10,036	*4,141*
Other current assets		1,437	*1,067*
		11,473	*5,208*
Assets classified as held for sale		**8**	*5,172*
Total Current assets		**29,533**	*26,724*
Total Assets		**52,820**	*45,745*
Equity and Liabilities			
Equity			
Equity share capital	1,290		*1,290*
Other equity	19,395		*2,612*
Total Equity		**20,685**	*3,902*
Liabilities			
1 Non-current liabilities			
Financial liabilities:			
i) Borrowings	1,013		*5,548*
ii) Lease Liabilities	528		*19*
iii) Other financial liabilities	254		*140*
	1,795		*5,707*
Provisions	752		*536*
Total Non-current liabilities		**2,547**	*6,243*
2 Current liabilities			
Financial liabilities:			
i) Borrowings	243		*4,621*
ii) Lease Liabilities	12		*7*
iii) Trade payables			
a) total outstanding dues of micro enterprises and small enterprises; and	679		*551*
b) total outstanding dues of creditors other than micro enterprises and small enterprises	3,112		*4,180*
iv) Other financial liabilities	1,278		*4,530*
	5,324		*13,889*
Other current liabilities	24,135		*21,274*
Provisions	71		*437*
Current tax liabilities (net)	58		-
Total Current Liabilities		**29,588**	*35,600*
Total Liabilities		**32,135**	*41,843*
Total Equity and Liabilities		**52,820**	*45,745*

Contd ...

Sharp & Tannan Associates Regd. No. 109983W Chartered Accountants

Forbes & Company Limited Mumbai

2. **Standalone Statement of Cash flows for the the year ended 31st March, 2023**

	Year ended 31.03.2023 (Audited)		*Year ended 31.03.2022 (Audited)*	*(Rs. in Lakhs)*
Cash flows from operating activities				
Profit before tax		24,722		4,12,235
Adjustments for -				
Depreciation and amortisation expense	1,362		1,308	
Interest income earned on financial assets that are not designated as at fair value through profit or loss :				
(i) Bank deposits	(159)		(58)	
ii) Inter-corporate deposits	(3)		(19)	
Interest on Income Tax/ Wealth Tax refund	(21)		-	
Finance costs	818		1,235	
Dividend income from long-term investments	-		-	
(Gain)/loss on disposal of property, plant and equipment	(20,984)		(346)	
(Recoveries) / Provision for doubtful trade receivables	-		(79)	
Provision for doubtful trade receivables	27		-	
Provision for doubtful loans and advances	56		2	
Advances written off	-		26	
Trade receivables written off	-		1	
Gain on fair value / interest on long-term investments in a subsidiaries	-		(158)	
Credit balances / excess provision written back	(19)		(85)	
Gain on sale of current investment	(106)		-	
Net unrealised exchange loss	(45)		(14)	
		(19,074)		1,813
Exceptional items:				
- Provision for disputed matters	-		230	
- Investment Written off	(145)		-	
- Profit on sale of investment in FFSPL	(3,200)		-	
-Provision for doubtful trade receivables	1		-	
-Provision for doubtful Contractually reimbursable expenses to related parties	20		-	
-Provision for doubtful loans and advances	419		-	
- Impairment of investments, loans (including interest accrued thereon) and other receivables in a subsidiary / provision for Guarantees given to a subsidiary (Forbes Technosys Ltd.)	-		7,517	
- Impairment of investments in a subsidiary (Shapoorji Pallonji Forbes Shipping Limited)	-		3,305	
- Notional income on early redemption of debentures	-		(1,203)	
- Impairment of loans, financial assets and receivables in a subsidiary (Lux Group)	-		32,936	
- Notional gain on distribution of demerged undertaking to owners	-		(4,52,876)	
		(2,905)		(4,10,091)
		(21,979)		(4,08,278)
Operating profit before working capital changes		2,743		3,957
Changes in working capital:				
Decrease / (increase) in trade and other receivables	126		999	
(Increase) in inventories	(1,708)		(3,016)	
(Increase)/ decrease in other assets	(889)		(257)	
Increase in trade and other payables	(865)		(978)	
(Decrease) in provisions	(394)		(85)	
Increase in other liabilities	6,928		5,161	
		3,198		1,824
Cash inflow / (outflow) from operations		5,941		5,781
Income taxes (paid)/ refunds received (net)		424		468
(a) Net cash flow inflow / (outflow) from operating activities		6,365		6,249
Cash flows from investing activities:				
Payments for property, plant and equipment (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(997)		(3,197)	
Advance received in relation to assets held for sale	-		4,000	
Proceeds from disposal of property, plant and equipment	19,044		477	
Purchase / subscription of long-term investments				
- in subsidiaries	(5)		-	
- Equity investment in Joint Ventures	(1)		-	
- Share application money in Joint Ventures	(249)		-	
- others	(3,645)		-	
Proceeds from sale / capital reduction of long-term investments				
- Subsidiary	3,659		-	
- Joint Venture	2,900		-	
Purchase of current investments	(1,373)		-	
Proceeds from sale of current investments	61		-	
Inter Corporate Deposits given to related parties	(3,266)		(4,733)	
Amount received on capital reduction in a subsidiary	1		29	
Amount received on redemption of preference shares	-		1,728	
Bank balances not considered as cash and cash equivalents	(1,523)		(29)	
Interest received	141		78	
(b) Net cash (outflow) / inflow from investing activities		14,747		(1,647)

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	Year ended 31.03.2023 (Audited)		Year ended 31.03.2022 (Audited)	
				(Rs. in Lakhs)
Cash flows from financing activities:				
Proceeds from long-term borrowings	-		2,020	
Repayment of long-term borrowings	(8,913)		(5,541)	
Net increase in cash credit, overdraft balances, credit card facilities and commercial papers	-		(1,422)	
Finance costs paid	(770)		(1,191)	
Payment of Lease Liabilities	(70)		(28)	
Dividend paid on equity shares	(8,344)		-	
(c) Net cash inflow / (outflow) from financing activities		(18,097)		(6,162)
(d) Net increase/ (decrease) in cash and cash equivalents (a + b + c)		3,015		(1,560)
(e) Cash and cash equivalents as at the commencement of the year		611		2,171
(f) Cash and cash equivalents as at the end of the year (d + e) (Refer Note 13A)		3,626		611

Reconciliation of cash and cash equivalents as per the cash flow statements

Cash and cash equivalents as per above comprise of the following	**31.03.2023 ₹ In Lakhs**	*31.03.2022 ₹ In Lakhs*
Balances with bank		
- In current accounts	1,064	549
- In EEFC Accounts	25	62
- In deposit accounts (with original maturity upto 3 months)	2,537	-
Cash on hand	-	-
Balances as per statement of cash flows	3,626	611

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
2. Previous year figures have been regrouped/ reclassified, wherever necessary to confirm to current year classification.
3. Other bank balances at the end of the period includes earmarked balances towards unpaid dividends ₹ 24 Lakhs *(Previous year ₹26 Lakhs)* hence are not available for immediate use by the Company.
4. The interest paid during the period excludes interest expense on loans for real estate development activites amounting to Rs. 53 Lakhs *(Previous period Rs. 197 Lakhs)*.

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Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

Forbes & Company Limited Mumbai

Notes:

3. The above results for the quarter and year ended 31st March, 2023 are prepared as per the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on 26th May, 2023. The annual results for the year ended 31st March 2023 have been audited by the statutory auditors of the Company.

4. The above financial results of the Company have been prepared in accordance with Indian Accounting Standard ("Ind AS") as prescribed and Section 133 of Companies Act, 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India.

5. Exceptional items:

(Rs. in Lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2023	**31.12.2022**	*31.03.2022*	**31.03.2023**	*31.03.2022*
		(Refer Note 14)	**(Unaudited)**	*(Refer Note 14)*	**(Audited)**	*(Audited)*
(i)	Provision for disputed matters	-	-	-	-	*(230)*
(ii)	Impairment of investments, loans (including interest accrued thereon) and other receivables in a subsidiary/ Provision for Guarantees given to a subsidiary (Forbes Technosys Limited/Forbes Concept Hospitality Services Private Limited)	**(18)**	-	*97*	**(419)**	*(7,517)*
(iii)	Impairment of Investments in a subsidiary/ associate (Shapoorji Pallonji Forbes Shipping Limited)	-	-	*(791)*	-	*(3,305)*
(iv)	Gain on sale of Associate (Shapoorji Pallonji Forbes Shipping Limited)	-	-	-	**144**	-
(v)	Notional Income on early redemption of debentures (Forbes Campbell Finance Limited)	-	-	-	-	*1,203*
(vi)	Impairment of loans, financial assets and receivables in a subsidiary (Lux Group)	-	-	*(32,936)*	-	*(32,936)*
(vii)	Notional gain on distribution of demerged undertaking to owners (Refer note 8 below)	-	-	*4,52,876*	-	*4,52,876*
(viii)	Gain on Sale of shares of Forbes Facility Services Limited	-	-	-	**3,202**	-
(ix)	Capital reduction of Forbes Technosys Limited pursuant to Composite scheme of Arrangement	-	-	-	**(13,183)**	-
(x)	Reversal of provision for impairment of investment in Forbes Technosys Limited	-	-	-	**13,183**	-
(xi)	Provision for doubtful trade receivables and contractual reimbursement of FTL	**(3)**	**(19)**	-	**(22)**	-
	TOTAL	**(21)**	**(19)**	*4,19,246*	**2,905**	*4,10,091*

(i) The Company had received Rs. 1,017 Lakhs in the year ended 31st March 2016 from the Hon'ble Debt Recovery Tribunal, Mumbai, towards principal and interest for loan given to Coromandel Garments Limited (presently under liquidation).

The Company had made a provision of Rs. 365 Lakhs in earlier years which was reversed on receipt of Rs. 1,017 Lakhs from Coromandel Garments Limited and accounted the balance as interest income during the year ended 31st March 2016.

In July 2018, in a separate proceeding the Hon'ble High Court, Mumbai had directed the Company to refund the aforesaid amount of Rs. 1,017 Lakhs with interest. Consequently, the Company refunded Rs. 1,056 Lakhs (including interest calculated from the date of the order till the date of payment aggregating Rs. 39 Lakhs) and recorded this as an exceptional expense during the year ended 31st March 2019. The Company was subsequently directed by the Hon'ble High Court to pay interest from the date the amount was received by the Company amounting to Rs. 276 Lakhs (of which the Company had provided for Rs. 46 Lakhs and Rs. 230 Lakhs was disclosed as a contingent liability), which was appealed by the Company.

The Official Liquidator vide order dated 23rd December, 2019 adjudicated and admitted a claim of Rs. 744 Lakhs (comprising Rs. 325 Lakhs towards loan and Rs. 419 Lakhs as interest).

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Forbes & Company Limited Mumbai

The appeal filed by the Company with the High Court with respect to the interest payment of Rs. 276 Lakhs was dismissed on 9th June, 2021. Thereafter the Official Liquidator filed a report seeking permission from the Hon'ble High Court, Mumbai for payment of an amount of Rs. 468 Lakhs after adjusting interest amount of Rs. 276 Lakhs from the total adjudicated claim of Rs. 744 Lakhs. The Hon'ble High Court, vide order dated 4th August 2021, had permitted the Official liquidator to pay an amount of Rs. 468 Lakhs to the Company within two weeks from the date of the said Order. The Company has received the aforesaid amount of Rs 468 Lakhs in the year ended 31st March, 2022 and provided for Rs. 230 Lakhs in addition to Rs. 46 Lakhs provided earlier and recorded the expense as an exceptional item for year ended 31st March, 2022.

(ii) Forbes Technosys Limited (FTL), a subsidiary, has incurred a net loss a net loss of Rs. 3,385 Lakhs for the year ended 31st March, 2023. The Company's current liabilities exceeded its current assets by Rs. 11,171 Lakhs as at 31st March, 2023. The Company has accumulated losses of Rs. 18,276 Lakhs and its net worth is negative as at 31st March, 2023.

FTL has suffered a setback in the last few years due to covid, entry of local players, and also the muted demand and stress in the key sectors that FTL has been traditionally dependent on, such as banking and telecom, has impacted business activities and overall performance of FTL, resulting in FTL realigning its market strategies, exited certain loss making business verticals and focusing on serving customer orders and providing logistics services to customers. Overall, the present situation coupled with the impact of covid-19 had resulted in a decline in the recoverable value of investment / other assets in FTL, consequent to which an impairment provision / loss allowance as follows have been created:

- The company has made a provision for doubtful trade & contractual receivable amounting to Rs. 3 Lakhs during the quarter ended 31st March, 2023 and Rs. 22 Lakhs for the year ended 31st March, 2023.

- The Company has not granted any additional inter corporate deposit during the quarter ended 31st March 2023. However, the company has granted Inter corporate deposits Rs. 3,185 Lakhs for the year 31st March 2023. Provision created for Guarantees given to FTL by the Company amounting to Rs. 2,784 Lakhs has been utilized for providing the inter-corporate deposits and balance amount of Rs. 401 Lakhs has been provided for the year ended 31st March 2023. Out of provision of Rs. 401 Lakhs.

- Provision for inter-corporate deposits (including interest accrued thereon) of Rs.4,733 Lakhs for the year ended 31st March, 2022 and provision for guarantees given to FTL (against bank loans availed by FTL) of Rs. 2,784 Lakhs (net of utilization), aggregating to Rs. 7,517 lakhs has been created for the year ended 31st March 2022. Additionally, inter-corporate deposits given to FTL (including interest accrued thereon) aggregating Rs. 4,800 Lakhs (which were fully provided) has been converted into equity investments during the year ended 31st March, 2022.

The board of directors of FTL have pursuant to provisions of Section 230 to 232 applied to the National Company Law Tribunal (NCLT) for merger of Forbes Campbell Service Limited ("FCSL") and FTL for a consideration of Rs. 3 Lakhs effective 1st October, 2021 and also proposed for reduction in the share capital of FTL. The NCLT, in its order dated 16th September, 2022 ('the Order') approved the Composite Scheme of Arrangement for amalgamation of Forbes Campbell Service Limited ('FCSL') into FTL and reduction of share capital of FTL. The appointed date of the Scheme was 1st October, 2021 and the scheme has been effective from 29th September, 2022 i.e., the last date on which the certified copy of the order was filed with the Registrar of Companies. Pursuant to scheme, the Company has written off the investment of Rs. 13,183 Lakhs and provision created for the investment amounting to Rs. 13,183 Lakhs is reversed in the during the quarter ended 30th September 2022.

(iii) The Company has made a provision for doubtful loans & advances granted to Forbes Concept Hospitality Services Private Limited (FCHSPL) amounting to RS. 18 lakhs during the quarter and year ended 31st March 2023.

(iv) Pursuant to NCLT and Bombay High Court approval vide order dated 21st January, 2022 for capital reduction in Shapoorji Pallonji Forbes Shipping Limited ('SPFSL'), 2,01,25,000 equity shares of Rs. 10 each and 87,50,000 preference shares of Rs. 10 each were cancelled.

Further, SPFSL has incurred a loss of Rs. 880 Lakhs during the year ended 31st March, 2022 and SPFSL has sold some of its shipping vessels on which an exceptional loss was incurred. As at the year ended 31st March, 2022, only one ship remains (which has been sold subsequent to the year ended 31st March, 2022). Consequently, the recoverable value from use/ sale of the remaining vessels in SPSFL is lower as compared to the carrying value of the investment value in SPFSL and hence, an impairment provision of Rs. 2514 Lakhs for the Nine month ended 31st December 2021 and Rs. 3,305 Lakhs year ended 31st March 2022 was recorded as an exceptional expense.

Further, pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year, SPFSL ceased to be a subsidiary of the Company effective 1st March, 2022.

(v) The Board of Directors of the Company, at their meeting held on 30th May, 2022, have approved the sale of the entire shareholding in SPFSL. The Company has sold 3,75,000 equity shares of Rs. 10 each and 2,21,50,000 Zero Percent Redeemable Preference Shares of Rs. 10 each of SPFSL to M/s G.S Enterprises, a related party for an aggregate purchase consideration of Rs. 2,900 Lakhs during the quarter ended 30th June, 2022. The net carrying value of the investments in SPFSL (reflected as asset held for sale on 31st March, 2022) as at the date of sale was Rs. 2,756 Lakhs and consequently, the Company has recognised an exceptional gain of Rs. 144 Lakhs for the quarter ended 30th June, 2022. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the quarter ended 30th June, 2022.

(vi) Forbes Campbell Finance Limited (FCFL), a subsidiary, has early redeemed 0.1% Optionally Convertible Redeemable Debentures at face value of Rs. 10 each during the year ended 31st March, 2022. The difference between the carrying amount of the debentures aggregating Rs. 525 Lakhs and the amount received from FCFL aggregating Rs. 1,728 Lakhs has been recognized as income received on early redemption from FCFL (i.e., Rs 1,203 Lakhs) during the year ended 31st March, 2022 and recorded as an exceptional item.

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(vii) Lux group is part of the Health and Hygiene business segment of the Group and was earlier part of the Eureka Forbes group of subsidiaries. Pursuant to the demerger of the major Health and Hygiene business in lines with the composite scheme (refer Note 10 below) from the Group, synergies which were expected to bring about business expansion and recovery for Lux Group might not be attainable. Accordingly, based on an assessment of the revised future projections carried out by the Company's management after considering current economic conditions and trends and estimated future operating results, an impairment loss of Rs. 32,936 Lakhs has been recorded as an exceptional item for the quarter and year ended 31st March, 2022 towards:

- Loans outstanding of Rs. 10,174 Lakhs.
- Financial assets aggregating Rs. 20,033 Lakhs
- Non-current assets aggregating Rs. 273 Lakhs
- Trade Receivables aggregating Rs. 2,456 Lakhs

As a result, the net value of the investment in Lux Group after the above mentioned provisions of Rs. 32,936 Lakhs is "nil".

6. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the then existing revenue recognition standards. The application of Ind AS 115 had significant bearing on the Company's accounting for recognition of revenue from real estate development projects.

Considering the terms of the contract, receipt of Occupancy Certificate for Phase I of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Company has recognised revenue of Rs 201 Lakhs for the year ended 31st March, 2023, and Rs. 1,491 Lakhs for the year ended 31st March, 2022.

7. The COVID-19 pandemic has severely disrupted the world's business operations due to global lockdown and other emergency measures imposed by the various governments. The operations of the Company were impacted due to the shutdown of plants, real estate development project and offices following the nationwide lockdown. The Company commenced with its operations in a phased manner in line with the directives from the authorities.

The Company has evaluated the impact of this pandemic (considering the current situation and likely future developments along with the expected impact of the new waves and strains of virus in the country) on its business operations, liquidity and recoverability/ carrying values of its assets including property, plant and equipment, trade receivables, inventory and investments as at the Balance Sheet date. Based on the management's review of the current indicators and economic conditions, there are no additional adjustments on the Company's financial results for the quarter ended 31st December, 2022. The Company has adequate liquidity and unutilized fund-based credit facilities available, to take care of any urgent requirement of funds.

The Company throughout the lockdown period and even subsequently has been able to maintain adequate control of its assets and there are no significant changes to its control environment during the period.

However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions.

8. The Board of Directors of the Company at their Board Meeting held on 8th September 2020 had, inter alia, approved the Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

The Scheme provided for amalgamation and vesting of Aquaignis Technologies Private Limited ("ATPL") and Euro Forbes Financial Services Limited ("EFFSL") [the wholly owned subsidiaries of Eureka Forbes Limited ("EFL")] with and into EFL and amalgamation and vesting of EFL with and into the Company.

Further, upon the above part of the Scheme being effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis took place in the year ended 31st March, 2022. Upon the entire scheme becoming effective, the name of FESL was changed to Eureka Forbes Limited.

On 19th September, 2021 a Share Purchase Agreement (SPA) was entered into between Lunolux Limited (Acquirer), an Advent International entity, Shapoorji Pallonji and Company Private Limited (Seller), the Company, EFL, FESL and Forbes Campbell Finance Limited ("FCFL") for sale of shares of FESL, post issuance and listing of the same pursuant to the Scheme becoming effective.

Pursuant to the aforesaid SPA, the Board of Directors of the Company vide resolution dated 10th October, 2021, approved the following amendments to the Scheme:
- certain identified investments of EFL shall not be demerged as part of the Demerged Undertaking (as defined in the Scheme) from the Company to FESL,
- "appointed date" as per the Scheme would be effective date or the first day of the calendar month immediately succeeding the month in which the effective date occurs, as may be decided by the Board.

Consequently, notices to equity shareholders, secured creditors and unsecured creditors were sent for the aforesaid modifications in the Scheme and necessary approvals from the stock exchange, regulators and other stakeholders were sought. On 6th October, 2021, the Company received an order from Hon'ble National Company Law Tribunal, Mumbai (NCLT) for convening meetings of equity shareholders, secured creditors and unsecured creditors and consequently the meetings were held on 22nd November, 2021, where the scheme was approved. EFL has deconsolidated FESL w.e.f. 1st December, 2021. Further, the Scheme was sanctioned by the NCLT vide order dated 25th January, 2022. Upon receipt of the certified copy of the said order, the Scheme was made effective by filing Form INC 28 with the Registrar of Companies, Mumbai, Maharashtra (ROC) on 1st February, 2022.

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FORBES & COMPANY LIMITED MUMBAI

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The Board of Directors of the respective companies vide resolution dated 31st January, 2022 approved 1st February, 2022 as the Appointed Date, for the purposes of the Scheme. Consequently, with effect from 1st February, 2022, ATPL and EFFSL merged with EFL, followed by merger of EFL into the Company and demerger of the Demerged Undertaking on a going concern basis into FESL on the same date.

In accordance with the provisions of the Scheme, each shareholder of the Company as on the Record date i.e., 11th February, 2022 was allotted 15 shares each of FESL (Now EFL) which got listed on BSE Limited. The allotment of the aforesaid new shares was completed on 14th February, 2022 and each shareholder of Forbes & Company Limited became entitled to 15 shares of FESL (Now EFL) in the ratio to their original holding as per details specified in the scheme.

Merger
Merger as per the requirements of Appendix C to Ind AS 103 - Business Combinations, should be accounted for as if it had occurred from the beginning of the preceding period in the standalone financial results of the Company. However, in accordance with MCA circular dated 21st August, 2019, the Company has considered the appointed date i.e., 1st February, 2022 as the date of merger.

On account of merger, a net liability of Rs. 13,270 Lakhs of merged entities as on 1st February, 2022 (after eliminations of intercompany transactions) which includes Lux Group loans, receivables and liabilities Rs. 32,906 Lakhs, was taken over and the investment of the Company in EFL amounting to Rs. 6,573 Lakhs were eliminated.

Demerger
Post the merger scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis took place on the appointed date of 1st February, 2022 as approved by the NCLT.

The demerger was considered as a distribution of non-cash assets to the owners of the Company and the difference in the fair value and the carrying amount of net assets of the Demerged Undertaking was recognised as Notional gain on demerger in the financial results for the quarter and year ended 31st March, 2022 as an exceptional item amounting to Rs. 4,52,876 Lakhs. Neither the Company nor the shareholders have received any cash or were they entitled to receive any cash in respect of this Composite Scheme.

	(Rs. in Lakhs)
Distribution of demerged undertaking to Shareholders of the Company	4,06,600
Carrying value of net assets/ (liabilities) of demerged entities	(46,276)
Notional gain on distribution of demerged undertaking to owners	4,52,876

The aforementioned merger and demerger have a net impact of Rs. 26,433 Lakhs on reserves as at 31st March, 2022. The total assets pertaining to the Lux Group retained by the Company in lines with the Composite Scheme are Rs. 32,936 Lakhs (Refer Note 5 (vi) above).

9. The Board of Directors of the Company, in their meeting held on 22nd December, 2020, approved entering into a Memorandum of Understanding ("MOU") for sale of approximately 3.804 acres of land at Chandivali. Accordingly, the net carrying value aggregating Rs. 2,316 Lakhs [including Rs. 2,277 Lakhs paid towards seeking permission under the Urban Land (Ceiling & Regulation) Act, 1976 for the transfer/ sale/ development/ redevelopment of the land during the quarter ended 31st March, 2022], has been reflected as asset held for sale as on 31st March, 2022.

   Pursuant to the Board of Directors meeting dated 24th March, 2022, the Company entered into a new Agreement for Sale (AFS) for the aforesaid land, with Equinix India Private Limited (Equinix) for an aggregate consideration of Rs. 23,500 Lakhs, which was executed on 24th March, 2022 and completion of the said transaction was subject to fulfilment of conditions precedent.

   The transaction for sale of Chandivali land with Equinix got concluded on 28th June, 2022 post completion of the conditions precedent and the Company received entire consideration of Rs. 23,500 Lakhs during the quarter ended 30th June, 2022. The difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 20,684 Lakhs has been recognized as gain on disposal during the quarter ended 30th June, 2022 and reflected in Other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the quarter ended 30th June, 2022 and year ended 31st March 2023.

10. The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet has been executed on 23rd February, 2022 and agreement for sale executed on 20th May, 2022. The transaction has been completed on 1st July 2022 at sales consideration of Rs. 4,200 Lakhs. The Company has received the consideration of Rs.3,659 Lakhs after deduction of Rs. 240 Lakhs for the legal disputes with multiple customers and Rs. 301 lakhs for the fees paid to consultant . The difference between the net disposal proceeds and the carrying amount of investment and expenditure incurred on the transactions and provision made on account of the obligations undertaken by the company under the agreement for sale the net amount of Rs. 3,202 Lakhs has been recognized as gain on disposal during the quarter ended 30th September 2022 & year ended 31st March 2023 and reflected in Exceptional items in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered in the quarter ended September 2022 & year ended 31st March 2023.

    Additionally, as per the terms of the agreement to sale, the Company has taken-over current receivables and payable balances of FFSPL to/ from related parties aggregating Rs. 122 Lakhs and Rs. 237 Lakhs respectively and receivable from non-related party amounting to Rs. 54 Lakhs and the net amount of Rs. 60 Lakhs is received by the Company from FFSPL. and the same has been paid against payables.

11. The Board of Directors of the Company in their meeting dated 26th September, 2022 have approved the Scheme of Arrangement ("Scheme") between the Company ("FCL" or the "Demerged Company") and Forbes Precision Tools and Machine Parts Limited ("FPTL" or the "Resulting Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the Rules framed thereunder. This Scheme is a Scheme of Arrangement involving demerger of "Precision Tools business" of the Company into Forbes Precision Tools and Machine Parts Limited.The appointed date of the scheme is 1st April, 2023.

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The Scheme is subject to necessary approvals by the Stock Exchanges, Securities and Exchange Board of India, Shareholders and Creditors of the Company, as may be applicable, Jurisdictional Bench of National Company Law Tribunal ("NCLT") and such other statutory and regulatory approvals as may be required.

The relevant documents for obtaining approval under Regulation 37 of the SEBI Listing Regulations are submitted to the Designated Stock Exchange.

FPTL has been incorporated on 30th August 2022 as a wholly owned subsidiary of the Company.

12. The Company and MACSA ID, S.A., have entered into a 50:50 Joint Venture Agreement on December 5, 2022 (JVA) for providing innovative laser marking and traceability solutions for the entire range of materials metal and non-metals. Pursuant to the terms of the JVA, a joint venture company viz., FORBES MACSA PRIVATE LIMITED has been incorporated on December 9, 2022. The JV partners have infused equity and preference shares capital to the tune 2.5 Crs each in the JVC. The JVC and shareholders have executed the technology and trademark license agreement and brand and technology licensing agreement with respect to their respective brands. The operations of JVC have started from 1st March 2023.

13. During the quarter ended 30th September 2022, the Company has paid Special interim dividend of Rs. 65/- per fully paid equity share of Rs. 10 each for the financial year 2022-23 after completing all the necessary compliances.

14. The figures of the quarter ended 31st March, 2023 and 31st March, 2022 are balancing figures between the audited figures in respect of the full financial year ended on 31st March, 2023 and 31st March, 2022 as reported in these financial results and the unaudited published year to date figures up to third quarter ended on 31st December, 2022 and 31st December, 2021 respectively, which were subjected to Limited Review by the Statutory Auditors.

15. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.

16. Figures for the previous periods are re-classified/ re-arranged/ regrouped, wherever necessary, to correspond with the current period's classification/ disclosure.

For Forbes & Company Limited

(Mahesh Tahilyani)
Managing Director
DIN: 01423084

Mumbai,
26th May, 2023

Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

FORBES & COMPANY LIMITED MUMBAI

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Independent Auditor's Report on Consolidated Financial Results of FORBES & COMPANY LIMITED for the quarter and year ended March 31, 2023, pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FORBES & COMPANY LIMITED
(CIN – L17110MH1919PLC000628)
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai – 400 001

Disclaimer of Opinion

We were engaged to audit the accompanying consolidated financial results of **FORBES & COMPANY LIMITED** (hereinafter referred to as the 'the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which includes Group's share of profit/(loss) and total comprehensive income of its associates and joint ventures for the quarter and year ended March 31, 2023, ("consolidated financial results", "the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

We do not express an opinion on the accompanying consolidated financial results of the Company. In view of the substantive nature & significance of the matter described in the *"Basis for Disclaimer of Opinion"* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion as to whether these consolidated financial results:

a) Include the results of the entities listed in annexure 1;

b) is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and

c) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of Consolidated Total Comprehensive Income (comprising of Net Profit and Other Comprehensive Income) and other financial information of the Group and its associates and joint ventures for the quarter and year ended March 31, 2023.

Basis for Disclaimer of Opinion

1. We draw your attention to Note 7(a) to the consolidated financial results pertaining to various elements of the Statement that may require necessary adjustments / disclosures in the Statement w.r.t. the unaudited consolidated financial statements / information of the material step down foreign subsidiary viz. 'Lux International AG' (LIAG) - (Foreign Subsidiary of Forbes Lux International AG which in turn is the direct foreign subsidiary of the company). These adjustments when made, may have material and pervasive impact on the Statement for the quarter and year ended March 31, 2023. The LIAG whose revenue of Rs. 4,089 lakhs & Rs. 18,986 lakhs, total loss after tax of Rs. (3,179) lakhs & Rs. (4,754) lakhs and total comprehensive income of Rs. (3,179) lakhs & Rs. (4,754) lakhs for the quarter & year ended December 2022, cash out flow of Rs.416 lakhs, total assets of Rs. 9,891 lakhs & negative net worth of Rs. (1,190) Lakhs as at December 31, 2022 included in the statements are based on the management certification.

   The above material subsidiary i.e. LIAG is not audited by their auditor and also we have not received any response to our communication with the LIAG auditor to obtain/understand the proper information/event as require under SA 600

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We were unable to evaluate about the impact on the consolidated financial results of the Group. Accordingly, we are unable to determine the consequential implications arising therefrom in the consolidated financial results.

2. We draw your attention to Note 7 (b) to the consolidated financial results of the company regarding the status of the Forbes lux international AG (FLIAG) foreign subsidiary of the company. The auditor of the FLIAG (Component auditor) has issued an *adverse audit opinion* on the standalone financial statement of the FLIAG. The matters have been referred by FLIAG auditors in their audit report '*Basis for adverse opinion*', which has been reproduce as follows.

"Basis for adverse opinion:
Forbes Lux International AG has a direct investment in Lux International AG, a Swiss domiciled entity with operating subsidiaries in Europe and South America. The Board of Directors has performed an impairment assessment as at December 31, 2022, which revealed, that the carrying amount of Forbes Lux International AG's investment in Lux International AG as at December 31, 2022, was impaired by CHF 40'683'091. The impairment was recorded and resulted in the Company's liabilities exceeding its assets by CHF 51'253'013. The current subordinated amounts are not sufficient to cover the over-indebtedness and future expected losses. We did not obtain sufficient evidence that the Board of Directors is able to arrange for the required capital restructuring measures of the Company to support the ability of the Company to continue as a going concern and to ensure the Company's solvency is restored. The availability of sufficient capital to meet its financial obligations is a prerequisite for the Company's ability to continue as a going concern. Consequently, the financial statements should not have been prepared under the going concern assumption."

The statements include the FLIAG standalone total revenue of Rs. (744) lakhs & Rs. 1,655 lakhs, total loss after tax of Rs. (33,471) lakhs & Rs. (32,866) lakhs and total comprehensive income of Rs (33,471) & Rs. (32,866) Lakhs for the quarter & year ended December 31, 2022, cash inflow of Rs. 2 lakhs, total assets of Rs. 5,215 lakhs & negative net worth of Rs. (45,869) Lakhs as at December 31, 2022 and the standalone financial statements of FLIAG have been converted from accounting principles generally accepted in their respective countries into accounting principles generally accepted in India which has been certified by the management of the group.

In addition to the above, we have not received any response to our communication with the FLIAG auditor to obtain/understand the proper information/event as require under SA 600

As a result of the matters described in point no. 1 & 2 above under the 'Basis for disclaimer of opinion paragraph', we were not able to obtain sufficient appropriate audit evidence to provide a basis of our Opinion on the consolidated financial results.

***Material* Uncertainty Related to Going Concern**

1. The following paragraph in respect of *"material uncertainty related to going concern"* was included in the audit report dated May 16, 2023, containing an unmodified audit opinion on the financial results of Forbes Technosys Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants and the same is reproduced as under:

   "We draw attention to Note 34 of the financial statements, which indicates that the Company has incurred a net loss during the current year and the Company's current liabilities exceeded its current assets as at March 31, 2023. The Company has accumulated losses and its net worth has been fully eroded as at March 31, 2023. The aforesaid conditions and financial stress indicate the existence of a material uncertainty that may cast a significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in Note 34. Our opinion is not modified in respect of this matter".

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The Note 34 as described above has been reproduced as Note 8(a) to the consolidated financial results for the year ended March 31, 2023.

2. The following paragraph in respect of *"material uncertainty related to going concern"* was included in the audit report dated May 25, 2023, containing an unmodified audit opinion on the financial results of EFL Mauritius Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants and the same is reproduced as under:

   "We draw attention to note 12 of the financial statements concerning the Company's ability to continue as a going concern. The Company incurred a loss of EUR 19,789 during the year ended 31 March 2023 and, as at that date the Company's total liabilities exceeded its total assets by EUR 315,832. The shareholder of the Company has undertaken to provide financial support to the Company, so as to enable it to meet its obligations as they fall due for the foreseeable future. Accordingly, the financial statements have been prepared on the going concern basis. Our opinion is not modified in respect of this matter"

   The Note 12 as described above has been reproduced as Note 8(b) to the consolidated financial results for the year ended March 31, 2023.

***Emphasis* of Matter**

1. The following 'Emphasis of Matter' included in the audit report dated May 16, 2023 containing an unmodified audit conclusion on the Standalone Financial results of Forbes Technosys Limited, erstwhile subsidiary of the Holding Company is reproduced as under:

   "Note 39 of the Statement which describes the Composite Scheme of Arrangement for amalgamation of Forbes Campbell Service Limited into the Company and reduction of share capital of the Company which has been approved by National Company Law Tribunal – Mumbai Bench with appointed date of October 01, 2021 and is effective from September 29, 2022 and consequent restatement of figure of preceding financial year. Our opinion is not modified in respect of this matter".

   The Note 39 as described above has been reproduced as Note 10 to the consolidated financial results for the year ended March 31, 2023.

2. We draw attention to Note 16 of the consolidated financial results in respect of Scheme of Arrangement approved by the Board of Directors of the Company in their meeting dated 26th September 2022, between Forbes & Company Limited (FCL) and Forbes Precision Tools and Machine Parts Limited (FPTL) and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the rules framed thereunder.

   This Scheme is a 'Scheme of Arrangement' involving demerger of "Precision Tools Business" of the company into FPTL. The FPTL has been incorporated on 30th August 2022 as a wholly owned subsidiary of the Company. The Scheme is subject to necessary approvals by the applicable authorities. The appointed date of Scheme is 1st April 2023 or such other date as may be fixed or approved by NCLT, Mumbai Bench.

Our opinion is not modified in respect of these emphasis of matters.

***Board* of Directors' Responsibilities for the Consolidated Financial Results**

The consolidated financial results, which is the responsibility of the Holding Company's Management and approved by the Board of Directors of the Holding Company, has 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 the Statements that give a true and fair view of the Consolidated Total Comprehensive Income (comprising of net profit and other comprehensive income) and Other Financial Information of the Group including its associates and joint ventures including in accordance

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with the recognition and measurement principles laid down in the Indian Accounting Standards 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 of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and joint ventures 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 the 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 Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures 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 Companies included in the group and of its associates and joint ventures 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 associates and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

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

Our responsibility is to conduct an audit of the Group's consolidated financial results in accordance with Standards on Auditing and to issue an auditor's report. However, because of the matter described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial statements.

We are independent of the Group in accordance with the Code of Ethics and provisions of the Act that are relevant to our audit of the consolidated financial statements in India under the Act, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics and the requirements under the Act.

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

***Other* Matters**

We did not audit the financial statements of 5 subsidiaries whose financial statements reflect total assets of Rs. 8,666 Lakhs as at March 31, 2023, total revenue of Rs. 70 Lakhs & Rs. 470 Lakhs, Net profit of Rs. 285 Lakhs & Net Loss of Rs. (4,302) Lakhs and total comprehensive income (comprising of loss and other comprehensive income) of Rs. (550) Lakhs & Rs. (3,720) Lakhs and net cash inflows of Rs. 124 Lakhs & Rs 257 Lakhs for the quarter and year then ended on that date respectively, as considered in the Consolidated Financial Results. The Statements also include the Group's share of loss of Rs. (52) Lakhs & Profit of Rs. 257 Lakhs and total comprehensive income (comprising of profit and other comprehensive income) of Rs. (52) Lakhs & Rs. 257 Lakhs for the quarter and year ended March 31, 2023 as considered in the Consolidated Financial Statements of 2 joint venture & 2 Associates, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our

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opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associate companies is based solely on the reports of the other auditors.

We did not audit the financial statements/financial information of 1 subsidiary whose financial statements/ financial information reflect total assets of Rs. 0 as at March 31, 2023, total revenue of Rs. 0 & Rs.0, Net loss of Rs. (0) & Rs. (372) Lakhs, total comprehensive income (comprising of loss and other comprehensive income) of Rs. (0) & Rs. (372) Lakhs and net cash inflows of Rs. 0 & Rs. 0 for the quarter and year then ended March 31, 2023 respectively, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of profit after tax as well as total comprehensive income (comprising of profit and other comprehensive income) of Rs. 0 & Rs. 45 Lakhs for the quarter and year ended March 31, 2023 respectively, as considered in the Consolidated Financial Statements, in respect of 1 associate company whose financial statements have not been audited by us. These financial statements/ financial information are unaudited and have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and associate company and our report is based solely on such unaudited financial statements certified by management. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

The Statement includes the figures of Financial Results for the quarter ended March 31, 2023 is the balancing figures between audited figures in respect of the full financial year 2022-23 and the published year-to-date figures up to December 31, 2022(unaudited) of the same financial year, which have been subjected to limited review by us.

The Statement also includes the results for the comparative quarter ended March 31, 2022, being the balancing figures between the audited figures in respect of full financial year 2021-22 and audited figures up to third quarter ended December 31, 2021, which are reviewed by predecessor auditor and they have issued unmodified audit opinion on the same.

The consolidated financial results of the Company for the year ended 31 March 2022 were audited by the predecessor auditor and has issued unmodified opinion vide report dated May 30, 2022.

Our opinion is not modified in respect of all these other matters.

Sharp & Tannan Associates
Chartered Accountants
Firm's Reg. No.: 0109983W
by the hand of

Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

Parthiv S Desai
Partner
Membership No.: (F) 042624
UDIN: 23042624BGYOXB6060

Mumbai, May 26, 2023

Annexure 1: 'The Statement' includes the results of the entities mentioned below:

Parent Company:
Forbes & Company Limited **(FCL)**

Subsidiaries (Direct and Indirect):
Forbes Campbell Finance Limited **(FCFL)**
Forbes Technosys Limited (FTL)
Forbes Lux International AG **(FLIAG)**
Lux International AG **(LIAG)**
Lux International Services & Logistics Gmbh
(Formerly Lux Services GmbH)
Lux Oesterreich Gmbh
Lux Professional SA
Lux Schweiz AG
Lux Hungaria Kereskedelm Kft
Lux del Paraguay SA (up to November 30, 2022)
Lux Welity Polska sp zo o
Campbell properties & Hospitality Services Limited **(CPHSL)**
Forbes Precision Tools & Machine Parts Ltd. **(FPTL)** (w.e.f August 30, 2022)
EFL Mauritius Limited **(EFLML)**
Volkart Fleming Shipping & Services Limited **(VFSSL)**
Forbes Facility Services Private Limited **(FFSPL)** (up to July 1, 2022)

Associates Companies:
Dhan Gaming Solution (India) Private Limited
Nuevo Consultancy Services Private Limited
Shapoorji Pallonji Forbes Shipping Limited (upto June 22, 2022)

Joint Ventures:
Forbes Bumi Armada Limited **(FBAL)**
Forbes Concept Hospitality Services Private Ltd **(FCHSPL)**
Forbes Macsa Private Limited **(FMPL)**

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Chartered Accountants

Shapoorji Pallonji
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Statement of Consolidated Financial Results for the quarter and year ended 31st March, 2023

(Rs. in Lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2023 (Refer Note 22)	31.12.2022 (Unaudited)	31.03.2022 (Refer Note 22)	31.03.2023 (Audited)	31.03.2022 (Audited)
	Continuing Operations					
1	**Income**					
	Revenue from operations (Refer Note 11 below)	10,197	10,343	11,652	44,198	51,473
	Other income	4,516	843	1,210	26,813	3,444
	Total Income	14,713	11,186	12,862	71,011	54,917
2	**Expenses**					
	Real estate development costs	374	199	691	2,763	2,512
	Cost of materials consumed	2,135	2,118	2,106	9,312	8,384
	Purchases of stock-in-trade	1,119	1,839	1,628	6,501	7,299
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	302	(384)	(761)	(2,146)	(1,866)
	Employee benefits expense	3,233	3,414	4,547	14,297	17,290
	Finance costs	118	475	1,086	1,760	4,198
	Depreciation and amortisation expense	677	680	808	2,720	4,144
	Other expenses	4,382	2,837	3,102	15,390	12,910
	Total expenses	12,340	11,178	13,207	50,597	54,871
3	**Profit/ (Loss) before exceptional items, Share of net profits of investments accounted for using equity method and tax**	2,373	8	(345)	20,414	46
4	**Share of Profit of Associates / Joint ventures (net)**	(58)	79	616	296	1,204
5	**Profit before exceptional items and tax**	2,315	87	271	20,710	1,250
6	Exceptional items (Net) (Refer Note 5 below)	(130)	-	(26,221)	1,202	(34,641)
7	**Profit/ (Loss) before tax from continuing operations**	2,185	87	(25,950)	21,912	(33,391)
8	**Tax expense**					
	Current tax	(107)	19	5	554	391
	Excess/Short provision for tax of earlier years	-	52	-	52	-
	Deferred tax	1,269	424	(1,492)	2,173	(1,421)
		1,162	495	(1,487)	2,779	(1,030)
9	**Profit/ (Loss) after tax from continuing operations**	1,023	(408)	(24,463)	19,133	(32,361)
10	**Discontinued operations**					
	Profit/ (Loss) before tax from discontinued operations (Refer Note 14 below)	-	-	4,54,599	69	4,57,306
	Tax Expense/ (Benefit) of Discontinued Operations	-	-	(371)	(20)	(2,080)
	Profit/ (Loss) from discontinued operations	-	-	4,54,228	49	4,55,226
	Profit/ (Loss) for the period/ year	1,023	(408)	4,29,765	19,182	4,22,865
11	**Other Comprehensive Income**					
	A (i) Items that will not be reclassified to statement of profit or loss					
	(a) Remeasurement of the defined benefit plans	(49)	9	(219)	7	(207)
	(b) Equity instruments through other comprehensive income	(1,357)	(598)	9,767	1,766	9,767
	(ii) Income tax relating to items that will not be reclassified to statement of profit or loss					
	(a) Income Tax relating to the above items	109	-	59	(173)	59
	B (i) Items that may be reclassified to statement of profit or loss					
	(a) Exchange differences in translating the financial statements of foreign operations	(3,375)	(693)	(1,864)	(4,822)	(3,120)
	Other Comprehensive Income (net of tax)	(4,672)	(1,282)	7,743	(3,222)	6,499
12	**Total Comprehensive Income/ (Loss) for the period / year**	(3,649)	(1,690)	4,37,508	15,960	4,29,364
13	**Profit/ (Loss) for the period/ year attributable to:-**					
	(i) Owners of the Company	1,023	(408)	4,29,477	19,195	4,22,970
	(ii) Non controlling interests	-	-	288	(13)	(105)
		1,023	(408)	4,29,765	19,182	4,22,865
14	**Other comprehensive income for the period/ year attributable to:-**					
	(i) Owners of the Company	(4,670)	(1,283)	7,743	(3,221)	6,499
	(ii) Non controlling interests	(2)	1	-	(1)	-
		(4,672)	(1,282)	7,743	(3,222)	6,499
15	**Total comprehensive income/ (loss) for the period/ year attributable to:-**					
	(i) Owners of the Company	(3,647)	(1,691)	4,37,220	15,974	4,29,469
	(ii) Non controlling interests	(2)	1	288	(14)	(105)
		(3,649)	(1,690)	4,37,508	15,960	4,29,364
16	**Paid-up equity share capital** (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290
17	**Other equity (excluding Revaluation Reserve)**				15,017	7,354
18	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing operations**	Rs. 8.03	Rs. (3.20)	Rs. (194.38)	Rs. 150.38	Rs. (253.34)
19	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - discontinued operations**	-	-	Rs. 3,567.55	Rs. 0.39	Rs. 3,575.39
20	**Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing and discontinued operations**	Rs. 8.03	Rs. (3.20)	Rs. 3,373.17	Rs. 150.77	Rs. 3,322.05

(Quarter and year to date figures not annualised)
See accompanying notes to the consolidated financial results.

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Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified the following operating segments viz., Health, Hygiene, Safety Products and its services, Engineering, Real Estate, IT Enabled Services and Products and Shipping and Logistics Services.

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.2023	31.12.2022	*31.03.2022*	31.03.2023	*31.03.2022*
		(Refer Note 22)	(Unaudited)	*(Refer Note 22)*	(Audited)	*(Audited)*
1	**Segment Revenue**					
	(a) Health, Hygiene, Safety Products and its services	4,090	4,268	*5,366*	18,986	*22,404*
	(b) Engineering	5,643	5,573	*4,958*	22,987	*20,631*
	(c) Real Estate	421	498	*340*	1,943	*2,972*
	(d) IT Enabled Services and Products	48	18	*320*	312	*1,066*
	(e) Shipping and Logistics Services	-	-	*679*	-	*4,443*
	(f) Others	-	-	*8*	8	*29*
	Total	10,202	10,357	*11,671*	44,236	*51,545*
	Less: Inter Segment Revenue	(5)	(14)	*(19)*	(38)	*(72)*
	Total income from operations (net)	10,197	10,343	*11,652*	44,198	*51,473*
2	**Segment Results Profit/(Loss) before Tax and interest from each Segment (including exceptional items related to segments)**					
	(a) Health, Hygiene, Safety Products and its services	% 1,889	478	*(24,583)*	% 4,486	* *(31,941)*
	(b) Engineering	741	1,371	*405*	2,477	*2,969*
	(c) Real Estate	245	66	*(600)*	124	*753*
	(d) IT Enabled Services and Products	! (509)	# (460)	# *(951)*	! # &(3,011)	# & > *(2,179)*
	(e) Shipping and Logistics Services	-	-	$ *654*	-	$ + ^ *926*
	(f) Others	12	-	*6*	-	*(15)*
	Total segment results	2,378	1,455	*(25,069)*	4,076	*(29,487)*
	Add: Share of profit of joint ventures and associates accounted for using equity method	(58)	79	*616*	296	*1,204*
	Add: Exceptional items	(18)	-	-	(816)	*(230)*
	Less: Finance costs	(118)	(475)	*(1,086)*	(1,760)	*(4,198)*
	Balance	2,184	1,059	*(25,539)*	1,796	*(32,711)*
	Add: Unallocable income / (expense) (net)	1	(972)	*(411)*	20,116	*(680)*
	Profit / (Loss) from continuing activities before tax	2,185	87	*(25,950)*	21,912	*(33,391)*
	Profit/ (Loss) from discontinued operations	-	-	*4,54,599*	69	*4,57,306*
	Profit / (Loss) before tax from continuing and discontinued operations	2,185	87	*4,28,649*	21,981	*4,23,915*
3	**Segment Assets**					
	(a) Health, Hygiene, Safety Products and its services	11,725	16,768	*14,045*	11,725	*14,045*
	(b) Engineering	15,574	16,199	*16,582*	15,574	*16,582*
	(c) Real Estate	19,312	18,365	*16,331*	19,312	*16,331*
	(d) IT Enabled Services and Products	1,054	1,718	*4,087*	1,054	*4,087*
	(e) Shipping and Logistics Services	-	-	-	-	-
	(f) Others	18	45	*40*	18	*40*
	(g) Unallocated	22,426	21,269	*23,211*	22,426	*23,211*
	Total Assets	70,109	74,364	*74,296*	70,109	*74,296*
	Assets pertaining to discontinued operations	-	-	*5,422*	-	*5,422*
	Total Assets	70,109	74,364	*79,718*	70,109	*79,718*
4	**Segment liabilities**					
	(a) Health, Hygiene, Safety Products and its services	11,565	10,977	*10,283*	11,565	*10,283*
	(b) Engineering	4,329	5,804	*8,316*	4,329	*8,316*
	(c) Real Estate	26,526	24,401	*18,838*	26,526	*18,838*
	(d) IT Enabled Services and Products	4,228	10,925	*13,431*	4,228	*13,431*
	(e) Shipping and Logistics Services	-	-	-	-	-
	(f) Others	-	3	*3,500*	-	*3,500*
	(g) Unallocated	979	2,297	*11,769*	979	*11,769*
	Total Liabilities	47,627	54,407	*66,137*	47,627	*66,137*
	Liabilities pertaining to discontinued operations	-	-	*4,957*	-	*4,957*
	Total Liabilities	47,627	54,407	*71,094*	47,627	*71,094*

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Notes on Segment Information:

1. The Chief Operating Decision maker of the Group examines the Group's performance from a product portfolio and the industries in which they operate and has identified five reportable segments at the group level.

2. Details of product categories included in each segment comprises:

a) Health, Hygiene, Safety Products and its services includes manufacturing, selling, renting and servicing of vacuum cleaners, water filter cum purifiers, water and waste water treatment plant, trading in electronic air cleaning systems, small household appliances, digital security system and fire extinguisher etc. Major part of this business has been demerged/held for sale/discontinued. The segment results, segment assets and segment liabilities from the discontinued operations have been disclosed separately.

b) Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems.

c) Real Estate includes income from renting out investment properties and revenue from real estate development project.

d) IT Enabled Services and Products includes trading of note counting machines, electronic cash register, point of sale machine, manufacturing of different types of kiosks, Forbes Xpress consisting of sale of mobile recharge, bill payments and money transfer, transaction network and services comprising of maintenance, servicing and support services for kiosks and other devices. During the previous year the Group has decided to discontinue operations relating to Forbes Express. The segment results, segment assets and segment liabilities from the discontinued operations have been disclosed separately.

e) Shipping and Logistics Services segment carries on business of ship owners, charterers etc. Pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year, SPFSL ceases to be a subsidiary of the Company and now stands as an associate.

f) Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.

g) Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.

3. Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis considering the product portfolio and reportable segments when evaluated from the group perspective. Accordingly, certain amounts considered as unallocated by individual subsidiaries of the group have been classified for the purposes of the consolidated segment disclosure based on the product portfolio and industry of the respective subsidiary as this would be more relevant to the users of these financial results.

* Includes a non-cash charge of impairment of goodwill/ investment in Joint Venture of Rs. NIL for the year ended 31st March, 2023 (for the year ended 31st March, 2022 Rs. 33,767 Lakhs).

\# Includes a non-cash charge of impairment of intangible assets and intangible assets under development of Rs. 500 Lakhs for the year ended 31st March, 2023 (for the year ended 31st March, 2022 Rs. 161 Lakhs).

& Includes provision for slow-moving damaged or obsolete inventories of Rs. 97 Lakhs for the year ended 31st March, 2023 (Rs. 1158 Lakhs for the year ended 31st March, 2022).

$ Includes a provision for shortfall in expected recoverable value for assets held for sale/ loss on sale of assets of Rs. NIL (Rs. 664 Lakhs for the year ended 31st March, 2022.

^ Includes gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL) of Rs. NIL (Rs. 793 Lakhs for the year ended 31st March, 2022.)

% Includes gain on sale on FFSPL of Rs. 3887 lakhs for nine months ended 31st December, 2022 and quarter ended 30th September, 2022.

! Includes Provision for Sales Tax for Rs 372 Lakhs for the year ended 31st March, 2023.

> Includes gain on capital reduction of Forbes Technosys Limited Rs. 380 Lakhs for the year ended 31st March, 2022.

\+ Includes gain on loss of control of SPFSL Rs. 3887 Lakhs for the year ended 31st March, 2023 (Rs 166 Lakhs for the year ended 31st March, 2022).

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Sharp & Tannan Associates
ICAI Regn. No. 109983W
Chartered Accountants

Forbes & Company Limited
Mumbai

Notes to the Statement of Consolidated Financial Results for the quarter and year ended 31st March, 2023.

1. Consolidated Statement of Assets and Liabilities as at 31st March, 2023.

(Rs. in Lakhs)

Particulars		As at 31.03.2023 (Audited)	*As at 31.03.2022 (Audited)*
Assets			
1 Non-current assets			
a) Property, Plant and Equipment		9,288	9,888
b) Right-of-use assets		2,113	1,664
c) Capital work-in-progress		183	82
d) Investment Properties		2,176	2,260
e) Goodwill		-	-
f) Other Intangible assets		741	2,011
g) Intangible assets under development		-	-
h) **Financial Assets:**			
i) Investments	13,091		11,707
ii) Trade receivables	845		1,095
iii) Other financial assets	470		499
		14,406	13,301
i) **Tax assets**			
i) Deferred tax assets (net)	1,855		3,765
ii) Income tax assets (net)	1,036		1,471
		2,891	5,236
j) Other non-current assets		440	665
Total Non-current assets		32,238	35,107
2 Current assets			
a) Inventories		21,147	20,158
b) **Financial Assets:**			
i) Investments	1,419		-
ii) Trade receivables	5,810		8,698
iii) Cash and cash equivalents	4,557		1,731
iv) Bank balances other than (iii) above	1,999		448
v) Loans	11		1
vi) Other financial assets	302		185
	14,098		11,063
c) Other current assets	2,618		2,895
		16,716	13,958
Assets classified as held for sale		8	5,072
Assets pertaining to discontinued operations		-	5,422
Total Current assets		37,871	44,610
Total Assets		70,109	79,717
Equity and Liabilities			
Equity			
a) Equity share capital	1,290		1,290
b) Other equity	15,017		7,354
Equity attributable to owners of the Company		16,307	8,644
Perpetual Loan		6,175	
Non-controlling interests		-	(20)
Total Equity		22,482	8,624
Liabilities			
1 Non-current liabilities			
a) **Financial liabilities:**			
i) Borrowings	1,885		6,349
ii) Lease Liabilities	1,698		1,190
iii) Other financial liabilities	625		250
	4,208		7,789
b) Provisions	1,149		1,059
c) Deferred tax liabilities (net)	1,310		768
		6,667	9,616
Total Non-current liabilities		6,667	9,616
2 Current liabilities			
a) **Financial liabilities:**			
i) Borrowings	3,242		20,783
ii) Trade payables			
a) total outstanding dues of micro enterprises and small enterprises; and	679		1,460
b) total outstanding dues of creditors other than micro enterprises and small enterprises	6,481		6,634
iii) Lease Liabilities	368		503
iv) Other financial liabilities	3,397		2,807
	14,167		32,187
b) Provisions	469		966
c) Current tax liabilities (net)	218		174
d) Other current liabilities	26,106		23,193
		40,960	56,520
Liabilities pertaining to discontinued operations		-	4,957
Total Current Liabilities		40,960	61,477
Total Liabilities		47,627	71,093
Total Equity and Liabilities		70,109	79,717

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2. **Consolidated Statement of Cash flows for the year ended 31st March, 2023**

(Rs. In Lakhs)

		Year Ended 31.03.2023 (Audited)		Year Ended 31.03.2022 (Audited)	
	Cash flows from operating activities				
	Profit/ (Loss) before tax from continuing and discontinued operations		21,981		4,23,915
	Adjustments for -				
	Depreciation and amortisation expense (including depreciation pertaining to discontinued operations)	2,776		6,669	
	Post acquisition share of (profit) of Joint Venture and associate (using Equity Method)	(296)		(1,204)	
	Interest income earned on financial assets that are not designated as at fair value through profit or loss				
	i) Bank deposits	(169)		(100)	
	ii) Interest income from financial assets and others at amortised cost	(3)		(7)	
	Interest on Income Tax/ Wealth Tax refund	(37)		-	
	Finance costs	1,763		6,592	
	(Gain) on disposal of property, plant and equipment	(21,001)		(593)	
	(Gain) on disposal of Right of use assets	-		(71)	
	(Gain) on disposal/ fair value of current investments	(106)		(203)	
	Provision/ write offs (net) for trade receivables and advances	1,667		2,446	
	Credit balances/ excess provision written back	(300)		(285)	
	Recovery of bad debts	-		(79)	
	Net foreign exchange (gain)/ loss including effect of exchange difference on consolidation of foreign entities	(4,880)		(1,897)	
			(20,586)		11,268
	Exceptional items:				
	-Loss on sale of investments	896		-	
	- Provision for disputed matter	-		230	
	- Provision for shortfall in expected recoverable value of assets sold/ Loss on sale of asset	-		664	
	- Impairment of Goodwill/ Investment in Joint Venture	-		33,767	
	- Gain on capital reduction of Forbes Technosys Limited (FTL)	-		(385)	
	- Gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL)	-		(793)	
	- Gain on sale of subsidiary	(2,987)		(167)	
	- Provision for slow-moving damaged or obsolete inventories	97		1,158	
	- Gain on sale of associate	(98)		-	
	-Provision for loan and interest thereon	18			
	- Provision for impairment of certain intangible assets and intangible assets under development	500		161	
	- Notional gain on distribution of demerged undertaking to owners	-		(4,52,929)	
	-Provison for settlement of disputed Value Added Tax (VAT)	372		-	
			(1,202)		(4,18,294)
			(21,788)		(4,07,026)
	Operating profit before working capital changes		193		16,889
	Changes in working capital:				
	(Increase)/ decrease in trade and other receivables	1,037		2,130	
	(Increase)/ decrease in inventories	(1,091)		(5,580)	
	(Increase)/ decrease in other loans and advances	(28)		5	
	(Increase)/ decrease in other financial assets	(42)		627	
	(Increase)/ decrease in other assets	658		599	
	Increase/ (decrease) in trade and other payables	(1,072)		(3,742)	
	Increase/ (decrease) in other financial liabilities	81		4,872	
	Increase/ (decrease) in provisions	(375)		(297)	
	Increase/ (decrease) in other liabilities	6,252		7,143	
			5,420		5,757
	Cash generated from operations		5,613		22,646
	Income taxes (paid)/ refunds received (net)		(155)		(2,575)
(a)	**Net cash flow generated from operating activities**		5,458		20,071
	Cash flows from investing activities:				
	Payments for property, plant and equipment including assets held for sale (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(1,520)		(5,920)	
	Advances received in relation to assets held for sale	-		4,000	
	Proceeds from disposal of property, plant and equipment (including investment properties and intangible assets)	19,532		868	
	Purchase of non-current investments	(3,645)		-	
	Payments for acquisition of investment in Joint Venture	-		-	
	- Equity Investment in Joint Ventures	(1)			
	- Share application money in Joint Ventures	(249)			
	Purchase of current investments	(1,419)		(8,501)	
	Proceeds from sale of current investments	106		11,191	
	Payments for sale of investment in associate	2,900		777	
	Proceeds from sale of investments in subsidiary	3,659		-	
	Proceeds from sale of investments in others	3,630		-	
	Inter-corporate deposits given	-		(750)	
	Inter-corporate deposits received	-		500	
	Bank balances not considered as cash and cash equivalents	(1,551)		899	
	Interest received	152		147	
(b)	**Net cash flow generated from investing activities**		21,594		3,211

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Sharp & Tannan Associates Chartered Accountants Regn. No. 109983W

FORBES & COMPANY LIMITED MUMBAI

(Rs. in Lakhs)

		Year Ended 31.03.2023 (Audited)		Year Ended 31.03.2022 (Audited)	
Cash flows from financing activities:					
	Proceeds from borrowings	-		2,020	
	Repayment of borrowings	(12,761)		(16,943)	
	Proceeds from Perpetual Loan	5,175		-	
	Net increase/ (decrease) in Cash credit facilities, Buyers Credit, Overdraft facility, credit card facilities and Loans repayable on demand	(7,363)		(4,249)	
	Finance costs paid	(1,484)		(6,143)	
	Payment of Lease Liabilities	(612)		(1,587)	
	Expenses on Issue of Shares by subsidiary	-		(48)	
	Tax Paid on Buyback by subsidiary	-		(86)	
	Amount Paid on buyback of shares by subsidiary to non-controlling interest	-		(389)	
	Amount Paid on capital reduction by subsidiary to non-controlling interest	-		(87)	
	Dividend paid on equity shares	(8,235)		-	
(c)	**Net cash flow (used) in financing activities**		(24,280)		(27,512)
(d)	**Net increase/ (decrease) in cash and cash equivalents (a + b + c)**		2,772		(4,230)
(e)	**Cash and cash equivalents as at the commencement of the period**		1,821		8,359
(f)	**Cash and cash equivalents on disposal of subsidiaries and demerger of business (net)**		(36)		(2,308)
(g)	**Effects of exchange rate changes on cash and cash equivalents**		-		-
(h)	**Cash and cash equivalents as at the end of the period (d + e + f + g)**		4,557		1,821

Reconciliation of cash and cash equivalents as per the cash flow statements

Cash and cash equivalents as per above comprise of the following	As at 31.03.2023 (Audited)	As at 31.03.2022 (Audited)
Balances with Banks		
- In current accounts	1,828	1,669
- In EEFC accounts	25	62
- In Deposits accounts (with original maturity upto 3 months) *	2,704	-
Cheques, drafts on hand	-	-
Cash on hand *	-	-
Cash and cash equivalents	4,557	1,731
Cash and cash equivalents held under assets pertaining to discontinued business	-	90
Balances as per statement of cash flows	4,557	1,821

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
2. Previous year figures have been regrouped/ reclassified, wherever necessary to conform to current year classification.
3. Other bank balances at the end of the year includes: (i) earmarked balances towards unpaid dividends Rs. 65 Lakhs *(Previous Year Rs. 24 Lakhs)* and (ii) margin money deposits Rs. 448 Lakhs *(Previous Year Rs. 235 Lakhs)* includes as security against license for import of goods under EPCG Scheme and hence are not available for immediate use by the Group.
4. The interest paid during the year excludes interest expense on loans for real estate development activites amounting to Rs. 53 Lakhs *(Previous year Rs. 53 Lakhs)*.

* Amount is below rounding off norms of the Group.

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Sharp & Tannan Associates ICAI Regn. No. 109983W Chartered Accountants

Forbes & Company Limited Mumbai

Notes:

3. The above results of Forbes & Company Limited ('the parent' or 'the Company') and its subsidiaries (together referred to as "Group") and its joint ventures and associates for the year ended 31st March, 2023 are prepared as per the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on Friday 26th May, 2023. The results for the year ended 31st March,2023 have been audited by the statutory auditors.

4. The above financial results of the Group, its joint ventures and associates have been prepared in accordance with Indian Accounting Standard ("Ind AS") as prescribed under Section 133 of Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.

5. Exceptional items:

(Rs. in Lakhs)

		Quarter ended			Year ended	
		31.03.2023	**31.12.2022**	*31.03.2022*	**31.03.2023**	*31.03.2022*
		(Refer Note 22)	**(Unaudited)**	**(Refer Note 22)**	**(Audited)**	*(Audited)*
(i)	Provision for disputed matter	-	-	-	-	*(230)*
(ii)	Impairment of Goodwill/ Investment in Joint Venture	-	-	*(25,738)*	-	*(33,767)*
(iii)	Provision for impairment of certain intangible assets and intangible assets under development (FTL)	-	-	-	**(500)**	*(161)*
(iv)	Provision for slow-moving damaged or obsolete inventories (FTL)	-	-	*(1,158)*	**(97)**	*(1,158)*
(v)	Settlement of disputed Value Added Tax (VAT) & other VAT/GST provisions (FTL)	**(112)**	-	-	**(372)**	-
(vi)	Provision for shortfall in expected recoverable value of assets sold/ Loss on sale of asset	-	-	*(664)*	-	*(664)*
(vii)	Provision for loan to FCHSPL Incl. interest	**(18)**			**(18)**	
(viii)	Gain on capital reduction of Shapoorji Pallonji Forbes Shipping Limited (SPFSL)	-	-	*793*	-	*793*
(ix)	Impact of loss of control in SPFSL / Gain on sale of shareholding	-	-	*166*	**98**	*166*
(x)	Gain /(Loss) on sale of investments	-	-	-	**(896)**	-
(xi)	Gain on sale of Subsidiary (FFSPL)	-	-	-	**2,987**	-
(xii)	Reduction on liability component of Preference Capital	-	-	-	-	*380*
	TOTAL	**(130)**	-	*(26,601)*	**1,202**	*(34,641)*

(i) The Company had received Rs. 1,017 Lakhs in the year ended 31st March,2016 from the Hon'ble Debt Recovery Tribunal, Mumbai, towards principal and interest for loan given to Coromandel Garments Limited (presently under liquidation).

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FORBES & COMPANY LIMITED MUMBAI

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The Company had made a provision of Rs. 365 Lakhs in earlier years which was reversed on receipt of Rs. 1,017 Lakhs from Coromandel Garments Limited and accounted the balance as interest income during the year ended 31st March, 2016.

In July 2018, in a separate proceeding the Hon'ble High Court, Mumbai had directed the Company to refund the aforesaid amount of Rs. 1,017 Lakhs with interest. Consequently, the Company refunded Rs. 1,056 Lakhs (including interest calculated from the date of the order till the date of payment aggregating Rs. 39 Lakhs) and recorded this as an exceptional expense during the year ended 31st March,2019. The Company was subsequently directed by the Hon'ble High Court to pay interest from the date the amount was received by the Company amounting to Rs. 276 Lakhs (of which the Company had provided for Rs. 46 Lakhs and Rs. 230 Lakhs was disclosed as a contingent liability), which was appealed by the Company.

The Official Liquidator vide order dated 23rd December, 2019 adjudicated and admitted a claim of Rs. 744 Lakhs (comprising Rs. 325 Lakhs towards loan and Rs. 419 Lakhs as interest).

The appeal filed by the Company with the High Court with respect to the interest of Rs. 276 Lakhs was dismissed on 9th June, 2021. Thereafter the Official Liquidator filed a report seeking permission from the Hon'ble High Court, Mumbai for payment of an amount of Rs. 468 Lakhs after adjusting interest amount of Rs. 276 Lakhs from the total adjudicated claim of Rs. 744 Lakhs. The Hon'ble High Court, vide order dated 4th August 2021, has permitted the Official liquidator to pay an amount of

Rs. 468 Lakhs to the Company within two weeks from the date of the said Order. The Company received the aforesaid amount of Rs 468 Lakhs during the year ended 31st March,2022. Basis the above, the Company has provided for Rs. 230 Lakhs in addition to Rs. 46 Lakhs provided earlier and recorded the expense as an exceptional item for year ended 31st March, 2022.

(ii) **Before Appointed Date of the Composite Scheme (1st February, 2022)**

The Management of Lux group approved the disposal of investment in shares of AMC Cookware (PTY) Limited, South Africa for a consideration of Rs. 777 Lakhs during the year ended 31st March, 2022. The sale transaction was executed in the month of December 2021.

Exceptional item represents impairment aggregating Rs. 8,236 Lakhs during the year ended 31st March,2022 comprising impairment of investment value in joint venture AMC Cookware (PTY) Limited of Rs. 4,419 Lakhs and corresponding impairment of goodwill on consolidation of Rs. 3,817 Lakhs and impairment of investment aggregating Rs. 207 Lakhs during the quarter ended 31st March, 2022.

After Appointed Date of the Composite Scheme (1st February, 2022)

Lux group is part of the Health and Hygiene business segment of the Group and was earlier part of the Eureka Forbes group of subsidiaries. Pursuant to the demerger of the major Health and Hygiene business in lines with the composite scheme (refer Note 14 below) from the Group, synergies which were expected to bring about business expansion and recovery for the Lux Group may not be attainable. Accordingly, based on an assessment of the revised future projections carried out by the Company's management after considering the current economic conditions and trends and estimated future operating results, an impairment loss on goodwill of Rs. 25,531 Lakhs for the quarter and year ended 31st March, 2022 was recorded as an exceptional item.

(iii) In Forbes Technosys Limited ('FTL'), a subsidiary, based on FTL management's assessment about expected future revenues from intangible assets concluded that one of its intangible assets has impaired. The estimated impairment expense of Rs. 500 Lakhs in respect of the said intangible asset is presented as an exceptional item in the financial results for the year ended 31st March 2023. Further, for the year ended 31st March, 2022 based on FTL management's assessment about the stage of development, expected time and cost required to complete and expected revenues from projects concluded that certain projects were impaired and loss on the same aggregating Rs. 161 Lakhs were considered as an exceptional item.

(iv) FTL has re-assessed the net realisable value of the balance inventory for purpose of write down of slow-moving, damaged or obsolete inventories to their net realizable value , accordingly, provision of Rs. 97 Lakhs for the year ended 31st March 2023 and Rs. 1,158 Lakhs for the year ended 31st March, 2022 has been created and is presented in financial results as an exceptional item.

(v) FTL has finalised and submitted the application for settlement of disputed Value Added Tax (VAT) dues including penalty and interest under the amnesty scheme introduced by the State Government of Maharashtra and made a total payment of Rs. 260 Lakhs and other VAT charge of Rs. 112 lakhs have been presented in the financial statements as an exceptional item.

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Forbes & Company Limited Mumbai

(vi) During the year ended 31st March, 2022, Shapoorji Pallonji Forbes Shipping Limited ('SPFSL') sold its Neelambari vessel for an aggregate consideration of USD 7.60 million. The vessel was delivered to the buyer on 17th March, 2022 and loss on sale aggregating Rs. 664 Lakhs were recorded as an exceptional loss being the difference between net book value and net sale value during the year ended 31st March, 2022.

(vii) The Company has made a provision for doubtful loans & advances granted to Forbes Concept Hospitality Services Private Limited (FCHSPL) amounting to RS. 18 lakhs during the quarter and year ended 31st March 2023.

(viii) Pursuant to NCLT and Bombay High Court approval vide order dated 21st January, 2022 for capital reduction in SPFSL, 8,05,00,000 equity shares of Rs. 10 each and 3,50,00,000 preference shares of Rs. 10 each were cancelled for a consideration of Rs. 0.10 per share. Accordingly, Rs. 793 Lakhs pertaining to interest accrued on the preference shares was also written back as exceptional income during the quarter and year ended 31st March,2022.

(ix) Pursuant to the termination of the joint venture agreement between the shareholders of SPFSL during the year ended 31st March, 2022, SPFSL ceased to be a subsidiary of the Company effective 1st March, 2022 and stood as an associate. Accordingly, the net assets of SPFSL as at 1st March, 2022 aggregating Rs. 8,608 Lakhs and the non-controlling interest of SPFSL aggregating Rs. 6,019 Lakhs were derecognized and investment in SPFSL as an associate was recognized at fair value amounting to Rs. 2,755 Lakhs. Gain on loss of control over SPFSL was recorded as an exceptional item in the financial results amounting to Rs. 166 Lakhs for the year ended 31st March, 2022.

(x) The Board of Directors of the Company, at their meeting held on 30th May, 2022, have approved the sale of the entire shareholding in Shapoorji Pallonji Forbes Shipping Limited, an associate as at 31st March, 2022 of the Group. The Company has sold 3,75,000 equity shares of Rs. 10 each and 2,21,50,000 Zero Percent Redeemable Preference Shares of Rs. 10 each of Shapoorji Pallonji Forbes Shipping Limited to M/s G.S Enterprises, a related party for an aggregate purchase consideration of Rs. 2,900 Lakhs during the year ended 31st March, 2023. The net carrying value of the investments in associate (reflected as asset held for sale as on 31st March, 2022) as at the date of sale was Rs. 2,802 Lakhs and hence the Company has recognised an exceptional gain of Rs. 98 Lakhs during the year ended 31st March, 2023.

(xi) During the financial year ended 31st March 2023, Forbes Campbell Finance Limited (FCFL), a subsidiary, sold 12,00,000 equity shares of Eureka Forbes Limited (EFL), of Rs. 10 each at the then prevailing market price of EFL on BSE Limited. The difference between the net disposal proceeds on sale of EFL shares in the open market and the carrying amount of EFL investments in FCFL books, amounting to Rs. 896 Lakhs has been recognized as an exceptional loss on sale of investments during the year ended 31st March 2023.

(xii) The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet has been executed on 23rd February, 2022 and agreement for sale executed on 20th May, 2022. The transaction has been completed on 1st July 2022 at sales consideration of Rs. 4,200 Lakhs. The Company has received the consideration of Rs.3,659 Lakhs after deduction of Rs. 240 Lakhs for the legal disputes with multiple customers and Rs. 301 lakhs for the fees paid to consultant. Pursuant to the sale of entire shareholding in Forbes Facility Services Private Limited (FFSPL) to SILA Solutions Private Limited, FFSPL ceased to be a subsidiary of the Company effective 1st July,2022. Accordingly, the net assets of FFSPL as at 1st July, 2022 aggregating Rs.313 Lakhs were derecognized. The company has undertaken the certain obligations with respect to the transaction and accordingly provision of Rs. 359 Lakhs has been made. Gain on sale of entire shareholding of FFSPL is recorded as an exceptional item in the financial results amounting to Rs. 2,987 Lakhs (Net of expenses & provisions as explained above) for the year ended 31st March, 2023.

(xiii) During the year ended 31st March 2023 capital reduction pursuant to the Composite Scheme of Arrangement between FTL and Forbes Campbell Services Limited resulted into extinguishment of liability portion of the composite financial instruments NCRPS as at Appointed Date. Accordingly, the gain on such extinguishment of Rs. 380 Lakhs have been presented as exceptional item in the Statement from the date of the appointed date.

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6. Standalone Information:

(Rs. in Lakhs)

Particulars	Quarter ended			Year ended	
	31.03.2023 (Refer Note 22)	**31.12.2022 (Unaudited)**	*31.03.2022* **(Refer Note 22)**	**31.03.2023 (Audited)**	*31.03.2022 (Audited)*
Revenue from operations	**6042**	**6027**	*5271*	**24,781**	*23,505*
Profit before tax	**678**	**632**	*4,18,506*	**24,722**	*4,12,235*
Profit after tax	**732**	**505**	*4,20,167*	**23,859**	*4,13,294*

Investors can view the standalone results of the Company on the Company's website (www.forbes.co.in) or BSE website (www.bseindia.com).

7. Financial difficulties in certain downstream subsidiaries: -

   a) With respect the step-down subsidiary LUX International AG (LIAG) & Its subsidiaries are facing liquidity crisis. The Management certified accounts as shared by the management of LIAG with the component auditors has been included in the consolidated financial statements. The information related to LIAG has been provided to the component auditor and the review was conducted, with unsigned draft reports being available, but the final signed financials and audit report, with their opinion, has not been issued by the component auditor.

   It is pertinent to note that before the finalisation of the audit report, on 11th April 2023, Forbes Lux International AG, Lux International AG , and Lux Switzerland AG have submitted a combined application for provisional debt restructuring moratorium with the Insolvency court in summary proceedings at Wallissellen, Switzerland. The said court has granted a provisional moratorium for 4 months which may be extended by another 4 months in exceptional situations as per the rules defined for this purpose, The companies must provide a revival plan within this defined moratorium period. Accordingly, an Administrator has been nominated, to whom the Chief Executive Officer of the company has to report, and this procedure leads to a strict and limited release of payments by the Administrator, to protect the legitimate interests of the creditors, including the payment to these auditors. The component auditor informed the management of LIAG that the signed report shall be released alongwith the settlement of dues.

   The Board of Directors of Lux International AG are taking necessary steps to revive, to stabilize and to sustainably finance the ongoing business activities of Lux Group.

   b. With respect to subsidiary Forbes Lux International AG (FLIAG) who has been facing financial difficulties since last years including period ended 31st December 2022. The Board of Directors of FLIAG is of the opinion that they are exploring options to improve the liquidity by which fund could be infused and thereby overcome the liquidity crisis.

   Presently considering FLIAG and Lux group management's assessment on the business outlook, liquidity assessment and projected volumes and profitability, the financial results of these entities have been included in the consolidated financial statements of the Group for the year ended 31st March 2023 on a going concern basis.

8. a. The following matter has been included in the financial results of Forbes Technosys Limited (FTL) which is reproduced as follows:

   The Company has incurred a net loss of Rs. 3,385 lakhs for the year March 31, 2023 and a net loss of Rs. 3,819 lakhs for the year ended March 31, 2022. The Company's current liabilities exceeded its current assets by Rs. 11,171 lakhs as at March 31, 2023. The Company has accumulated losses of Rs. 18,276 lakhs and its net-worth are negative by Rs. 10,930 Lakhs as at March 31, 2023. These conditions indicate the existence of a material uncertainty that may cast a significant doubt about the Company's ability to continue as a going concern.

   The Management has assessed the impact of Covid-19 on the Company's operations, financial performance and position for the year ended March 31, 2023. The Company has used the principles of prudence in applying judgments, estimates and assumptions based on current assessments in preparation of these financial results.

   The Company, in the recent previous years, has exited loss-making business verticals. The Company has assessed recoverability of its assets such as trade receivables, inventory, other current assets and loans and advances and believes that it will recover the carrying cost of all its assets. The management will continue to closely monitor any material changes arising out of future economic conditions and impact on its operations.

   During the year ended March 31, 2023, the Parent Company has provided additional Inter Corporate Deposits ("ICDs") aggregating to Rs. 3,185.00 lakhs to support the repayment of maturities/settlement of long-term debts and for working capital requirements of the Company.

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Forbes & Company Limited Mumbai

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The Company is confident of repayment of all liabilities, as and when due, from business operations and/ or financial support from the Parent Company and other shareholders and accordingly, the financial results of the Company have been prepared on a going concern basis.

b. The following matter has been included in the financials statement of EFL Mauritius Limited (EFLM) which is reproduced as follows:

We draw attention to note 12 of the financial statements concerning the Company's ability to continue as a going concern. The Company incurred a loss of EUR 19,789 during the year ended 31 March 2023 and, as at that date the Company's total liabilities exceeded its total assets by EUR 315,832. The shareholder of the Company has undertaken to provide financial support to the Company, so as to enable it to meet its obligations as they fall due for the foreseeable future. Accordingly, the financial statements have been prepared on the going concern basis. Our opinion is not modified in respect of this matter.

9. During the month of October 2020, owing to the financial difficulties arising from operational losses, FTL had made an application to its bankers/debenture-holders for invoking One Time Restructuring (OTR) under the 'Resolution Framework for COVID-19 related Stress' as prescribed by the Reserve Bank of India (RBI) vide its notification dated 6th August, 2020 for outstanding term loans, cash credit, debentures and other non-fund-based facilities. The aforesaid restructuring process was implemented during the month of March 2021 and April 2021 with respective lenders and as a result, the repayment of term loans and debentures were deferred to begin from 30th June, 2021 and are payable in 6 equal quarterly instalments. Limits of certain cash credit facilities were reduced, and new working capital facilities were granted. Subsequently, 4 instalments upto 31st March, 2022 were paid within due dates as per OTR terms and the Company with financial support from its Parent Company in the form of ICDs has prepaid its remaining 2 instalment obligations under the aforesaid OTR including payment to debenture-holders and exited the OTR. Post OTR exit, borrowing limits have been revised and reduced. The Company is in the process of satisfaction/revision of charges created against these borrowings.

10. The Board of Directors of FTL, in its meeting held on 27th December, 2021, after considering the rationale and pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification and re-enactment thereof for the time being in force) read with the Companies (Compromises, Arrangements and Amalgamations) Rules 2016, enabling provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approval of the shareholders of the Company and the sanction of the jurisdictional National Company Law Tribunal and such other competent authority as may be applicable, approved the Composite Scheme of Arrangement between Forbes Campbell Service Limited ("FCSL") and FTL and their respective shareholders ('the Scheme'). The Scheme was, subsequently, approved by the shareholders of the Company.

The Scheme inter-alia proposes for amalgamation of FCSL into FTL and reduction of share capital of FTL before the said amalgamation. Subject to the requisite approvals, through the above-mentioned Scheme, FTL has proposed to proportionately reduce capital by cancelling –

a) 9,39,48,228 equity shares of Rs. 10 each out of the existing 9,48,97,200 equity shares of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each equity share so cancelled.
b) 6,13,80,000 "10% Optionally Convertible Redeemable Preference Shares" (OCRPS) of Rs. 10 each out of the existing 6,20,00,000 OCRPS of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each OCRPS so cancelled.
c) 99,00,000 "0.10% Non-Convertible Redeemable Preference shares" (NCRPS) of Rs. 10 each out of the existing 1,00,00,000 NCRPS of Rs. 10 each fully paid up for a consideration of Rs. 0.001 for each NCRPS so cancelled.

The Scheme proposes that a consideration of Rs. 3 Lakhs "6% Non-cumulative Non-Convertible Redeemable Preference Shares" (NCRPS) of Rs. 10 each of FTL shall be issued and allotted to the Equity Shareholders of the FCSL in proportion to their holding in FCSL as on the Record Date for Amalgamation.

Subsequently, The NCLT, in its order dated 16th September, 2022 ('the order') approved the Composite Scheme of Arrangement for amalgamation of Forbes Campbell Services Limited ('FCSL') into FTL and reduction of share capital of FTL ('the scheme'). Pursuant to the order, the Appointed Date of the Scheme is fixed at 1st October 2022 and the Scheme become effective from 29th September 2022 i.e., the last date on which the certified copy of the order was filed with the Registrar of Companies by both the companies.

The amalgamation has been accounted by applying the principle as set out in Appendix C of IND AS 103 "Business Combinations" and in accordance with the Ministry of Corporate Affairs (MCA) circular dated 21st August ,2019, FTL has considered the Appointed date i.e., 1st October 2021 as the date of amalgamation.

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Accordingly, FTL has prepared its financial results for the quarter and half year ended 30th September, 2022 after giving effect of the aforesaid scheme and corresponding figures for the quarter ended 30th June 2022 and for the year and for the year ended 31st March 2022 have been restated to give effect of the scheme with effect from 1st October 2021. On the Scheme becoming effective and with effect from the Appointed Date, the FTL has-

1. Accounted an aggregate gain of Rs. 16,417 Lakhs directly in retained earnings to the extent pertaining to equity portion and a gain of Rs. 380 Lakhs on reduction of liability portion of preference share, on proportionate reduction of –
   a. its equity share capital by cancelling 9,39,48,228 equity shares of Rs. 10 each for a consideration of Rs. 0.001 per share.
   b. its preference share capital by cancelling 6,13,80,000 10% Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs. 10 each for a consideration of Rs. 0.001 per share.
   c. its preference share capital by cancelling 99,00,000 0.10% Non-Convertible Redeemable Preference shares (NCRPS) of Rs. 10 each for consideration of Rs. 0.001 per share.

2. Accounted for amalgamation of FCSL as per pooling of interest method by combining the assets, liabilities and reserves of the FCSL at their carrying amounts with only such adjustments which are required to harmonise the accounting policies. The consideration for amalgamation is payable to the shareholders of FCSL in the form of 2,60,000 6% Non-cumulative Non-convertible Redeemable Preference Shares (NCRPS) of Rs. 10 each in proportion of their holdings in FSCL on Record Date. Until the date of allotment of such NCRPS, the Company has accounted a financial liability of Rs. 26 Lakhs for the consideration issuable under the Scheme. The difference between the consideration issuable and the capital of FCSL, after adjustments for changes in deferred taxes, have been transferred to capital reserve on amalgamation (debit balance).

11. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the then existing revenue recognition standards. The application of Ind AS 115 had significant bearing on the Company's accounting for recognition of revenue from real estate development projects.

    Considering the terms of the contract, receipt of occupancy Certificate for Phase I of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Company has recognised revenue of Rs. 201 Lakhs for the year ended 31st March, 2023 and Rs. 1,491 Lakhs for the year ended 31st March, 2022.

12. The COVID-19 pandemic has severely disrupted the world's business operations due to global lockdown and other emergency measures imposed by the various governments. The operations of the Group, its joint ventures and associates were impacted due to the shutdown of plants, real estate development project and offices following the nationwide lockdown. The Group commenced with its operations in a phased manner in line with the directives from the authorities.

    The Group has evaluated the impact of this pandemic (considering the current situation and likely future developments along with the expected impact of new waves and strains of virus) on its business operations, liquidity and recoverability/ carrying values of its assets including property, plant and equipment, intangible including goodwill, trade receivables, inventory and investments as at the Balance Sheet date. Based on the management's review of the current indicators and economic conditions there are no additional adjustments on its financial results for the year ended 31st March 2023. The Group has adequate unutilized fund-based credit facilities available, to take care of any urgent requirement of funds.

    The Group throughout the lockdown period and even subsequently has been able to maintain adequate control of its assets and there are no significant changes to its control environment during the period.

    However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions.

13. The Board of Directors of the Company at their Board Meeting held on 8th September, 2020 had, inter alia, approved the Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

    The Scheme provided for amalgamation and vesting of Aquaignis Technologies Private Limited ("ATPL") and Euro Forbes Financial Services Limited ("EFFSL") [the wholly owned subsidiaries of Eureka Forbes Limited ("EFL")] with and into EFL and amalgamation and vesting of EFL with and into the Company.

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Further, upon the above part of the Scheme being effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern took place in the previous year. Upon the entire scheme becoming effective, the name of FESL was changed to Eureka Forbes Limited.

On 19th September, 2021 a Share Purchase Agreement (SPA) was entered into between Lunolux Limited (Acquirer), an Advent International entity, Shapoorji Pallonji and Company Private Limited (Seller), the Company, EFL, FESL and Forbes Campbell Finance Limited ("FCFL") for sale of shares of FESL, post issuance and listing of the same pursuant to the Scheme becoming effective.

Pursuant to the aforesaid SPA, the Board of Directors of the Company vide resolution dated 10th October, 2021, approved the following amendments to the Scheme:
- certain identified investments of EFL shall not be demerged as part of the Demerged Undertaking (as defined in the Scheme) from the Company to FESL,

- "appointed date" as per the Scheme would be effective date or the first day of the calendar month immediately succeeding the month in which the effective date occurs, as may be decided by the Board.

Consequently, notices to equity shareholders, secured creditors and unsecured creditors went for the aforesaid modifications in the Scheme and necessary approvals from the stock exchange, regulators and other stakeholders were sought. On 6th October, 2021, the Company received an order from Hon'ble National Company Law Tribunal, Mumbai (NCLT) for convening meetings of equity shareholders, secured creditors and unsecured creditors and consequently the meetings were held on 22nd November, 2021, where the scheme was approved. EFL has deconsolidated FESL w.e.f. 1st December,2021. Further, the Scheme was sanctioned by the NCLT vide order dated 25th January, 2022. Upon receipt of the certified copy of the said order, the Scheme was made effective by filing Form INC 28 with the Registrar of Companies, Mumbai, Maharashtra (ROC) on 1st February, 2022.

The Board of Directors of the respective companies vide resolution dated 31st January, 2022 approved 1st February, 2022 as the Appointed Date, for the purposes of the Scheme. Consequently, with effect from 1st February, 2022, ATPL and EFFSL merged with EFL, followed by merger of EFL into the Company and demerger of the Demerged Undertaking as defined in the Scheme on a going concern basis into FESL on the same date.

In accordance with the provisions of the Scheme, each shareholder of the Company as on the Record date i.e., 11th February,2022 was allotted 15 shares each of FESL (Now EFL) which got listed on BSE Limited. The allotment of the aforesaid new shares was completed on 14th February, 2022 and each shareholder of Forbes & Company Limited became entitled to 15 shares of FESL (Now EFL) in the ratio to their original holding as per details specified in the scheme.

Post the merger scheme becoming effective, Demerger and vesting of Demerged Undertaking (as defined in the Scheme) of the Company into Forbes Enviro Solutions Limited ("FESL"), on a going concern basis took place on the appointed date of 1st February, 2022 as approved by the NCLT.

The demerger was considered as a distribution of non-cash assets to the owners of the Company and the difference in the fair value and the carrying amount of net assets of the Demerged Undertaking was recognised as Notional gain on demerger in the financial results for the quarter and year ended 31st March, 2022 as an exceptional item amounting to Rs. 4,52,929 Lakhs. Neither the Company nor the shareholders received any cash amount nor were they entitled to receive any cash in respect of this Composite Scheme.

	(Rs. in Lakhs)
Distribution of demerged undertaking to Shareholders of the Company	**4,06,600**
Carrying value of net assets/ (liabilities) of demerged entities	**(46,329)**
Notional gain on distribution of demerged undertaking to owners	**4,52,929**

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14. **Discontinued Operations**

Health and Hygiene Business

Pursuant to the composite scheme of arrangement as described above, EFL and related entities in the Health and Hygiene segment as described in the scheme will be demerged into FESL. The aforesaid scheme has been approved by the Honorable National Company Law Tribunal as at 25th January, 2022 and meets the criteria prescribed in Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations" to be considered as discontinued operations. Accordingly, the Demerged Undertaking as defined in the Scheme has been disclosed as discontinued operations in these financial results.

The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet has been executed on 23rd February, 2022 and agreement for sale was executed on 20th May, 2022. The transaction has been completed on the fulfillment of all conditions at a sales consideration of Rs. 4,200 Lakhs effective 1st July,2022. Accordingly, the carrying value of the assets and liabilities of Rs. 5,833 Lakhs and Rs. 5,305 Lakhs respectively has been classified as pertaining to discontinued operations as on 30th June, 2022.

Additionally, as per terms of the agreement to sale, the Company has taken-over current receivables and payable balances of FFSPL as on 31st December, 2021 to/ from related parties aggregating Rs. 122 Lakhs and Rs. 237 Lakhs respectively and receivable from ONGC aggregating Rs. 54 Lakhs and the net amount of Rs. 60 Lakhs is received by the Company from FFSPL and the same has been paid against payables.

Accordingly, the previous periods have been reclassed and the amount pertaining to discontinued operations has been disclosed as a single line in the financial results.

The summary of results of the aforesaid discontinued operations, as included under the results, is as follows:

Particulars	Quarter ended			Year ended	
	31.03.2023	**31.12.2022**	*31.03.2022*	**31.03.2023**	*31.03.2022*
Revenue (Including Other Income)	-	-	*22,061*	**4,515**	*1,82,308*
Expenses	-	-	*(20,390)*	**(4,446)**	*(1,77,931)*
Profit/ (Loss) before tax, Share of profit of joint ventures and associates accounted for using equity method and Exceptional items from discontinued operations	-	-	*1,671*	**69**	*4,377*
Share of profit of joint ventures and associates accounted for using equity method	-	-	-	-	-
Profit/ (Loss) before tax and Exceptional items from discontinued operations	-	-	*1,671*	**69**	*4,377*
Exceptional Items (refer Note 13)	-	-	*4,52,929*	-	*4,52,929*
Profit/ (Loss) before tax from discontinued operations	-	-	*4,54,600*	**69**	*4,57,306*
Tax expense	-	-	*(371)*	**(20)**	*(2,080)*
Profit/ (Loss) after tax from discontinued operations	-	-	*4,54,229*	**49**	*4,55,226*

15. The Board of Directors of the Company, in their meeting held on 22nd December,2020, approved entering into a Memorandum of Understanding ("MOU") for sale of approximately 3.804 acres of land at Chandivali. Accordingly, the net carrying value aggregating Rs. 2,316 Lakhs [including Rs. 2,277 Lakhs paid towards seeking permission under the Urban Land (Ceiling & Regulation) Act, 1976 for the transfer/ sale/ development/ redevelopment of the land during the quarter ended 31st March, 2022], has been reflected as asset held for sale as on 31st March, 2022.

Pursuant to the Board of Directors meeting dated 24th March, 2022, the Company entered into a new Agreement for Sale (AFS) for the aforesaid land, with Equinix India Private Limited (Equinix) for an increased consideration of Rs. 23,500 Lakhs, which was executed on 24th March, 2022 and completion of the said transaction was subject to fulfilment of conditions precedent.

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The transaction for sale of Chandivali land with Equinix got concluded on 28th June, 2022 post completion of the conditions precedent and the Company received entire consideration of Rs. 23,500 Lakhs during the quarter ended 30th June, 2022. The difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 20,684 Lakhs has been. recognized as gain on disposal during the quarter ended 30th June, 2022 and reflected in Other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the quarter ended 30th June, 2022 and appropriately adjusted in the nine month ended 31st December 2022.

16. The Board of Directors of the Company in their meeting dated 26th September, 2022 have approved the Scheme of Arrangement ("Scheme") between the Company ("FCL" or the "Demerged Company") and Forbes Precision Tools and Machine Parts Limited ("FPTL" or the "Resulting Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the Rules framed thereunder. This Scheme is a Scheme of Arrangement involving demerger of Precision Tools business of the Company into Forbes Precision Tools and Machine Parts Limited. The appointed date of the scheme is 1st April, 2023.

    The Scheme is subject to necessary approvals by the Stock Exchanges, Securities and Exchange Board of India, Shareholders and Creditors of the Company, as may be applicable, Jurisdictional Bench of National Company Law Tribunal ("NCLT") and such other statutory and regulatory approvals as may be required.
    The relevant documents for obtaining approval under Regulation 37 of the SEBI Listing Regulations are submitted to the Designated Stock Exchange.
    FPTL has been incorporated on 30th August, 2022 as a wholly owned subsidiary of the Company.

17. The Company and MACSA ID, S.A., have entered into a 50:50 Joint Venture Agreement on December 5, 2022 (JVA) for providing innovative laser marking and traceability solutions for the entire range of materials metal and non-metals. Pursuant to the terms of the JVA, a joint venture company viz., FORBES MACSA PRIVATE LIMITED has been incorporated on December 9, 2022. The JV partners have infused equity and preference shares capital to the tune 2.5 Crs each in the JVC. The JVC and shareholders have executed the technology and trademark license agreement and brand and technology licensing agreement with respect to their respective brands. The operations of JVC have started from 1st March 2023.

18. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.

19. Pursuant to the Composite Scheme of Arrangement as described in Note 13 above, the following are not subsidiaries/ associates of the Company as at 31st March, 2022:
    - Eureka Forbes Limited
    - Aquaignis Technologies Private Limited
    - Euro Forbes Financial Services Limited
    - Infinite Water Solutions Private Limited
    - Forbes Aquatech Limited
    - Forbes Lux FZCO
    - Euro Forbes Limited
    - Forbes Enviro Solutions Limited
    - Euro P2P Direct (Thailand) Company Limited
    - AMC Cookware PTY Ltd (joint venture) has been sold in December 2021

20. Other income includes net realized/ unrealized foreign exchange gains/ (losses) incurred by the Group.

21. During the quarter ended 30th September 2022, the Company has paid Special interim dividend of Rs. 65/- per fully paid equity share of Rs. 10 each for the financial year 2022-23 after completing all the necessary compliances.

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22. The figures of the quarter ended 31st March, 2023 and 31st March, 2022 are balancing figures between the audited figures in respect of the full financial year ended on 31st March, 2023 and 31st March, 2022 as reported in these financial results and the unaudited published year to date figures up to third quarter ended on 31st December, 2022 and 31st December, 2021 respectively, which were subjected to Limited Review by the Statutory Auditors.

23. Figures for the previous periods are re-classified / re-arranged / regrouped, wherever necessary, to correspond with the current period's classification / disclosure.

For Forbes & Company Limited

(Mahesh Tahilyani)
Managing Director
DIN: 01423084

Mumbai,
26th May 2023

Sharp & Tannan Associates
ICAI Regn. No. 109983W
Chartered Accountants

Forbes & Company Limited
Mumbai

FORBES & COMPANY LIMITED.

Annexure B

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Audited Financial Results - (Consolidated)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2023
[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Standalone)

I.

Sr. No.	Particulars	Audited Figures (Rs.in Lakhs)	
		(As reported before adjusting for qualifications)	(After adjusting for qualifications)
1	Turnover / Total income	71,011	Not Determinable
2	Total Expenditure	50,597	
3	Net Profit/(Loss)	19,182	
4	Earnings Per Share (Rs)	150.77	
5	Total Assets	70,109	
6	Total Liabilities	47,627	
7	Net Worth	22,482	
8	Any other financial item(s) (as felt appropriate by the management)	None	

II. Audit Qualification (each audit qualification separately):

a.	Details of Audit Qualification:	***Basis for Disclaimer of Opinion*** 1. We draw your attention to Note 7(a) to the consolidated financial results pertaining to various elements of the Statement that may require necessary adjustments / disclosures in the Statement w.r.t. the unaudited consolidated financial statements / information of the material step down foreign subsidiary viz. 'Lux International AG' (LIAG) - (Foreign Subsidiary of Forbes Lux International AG which in turn is the direct foreign subsidiary of the company). These adjustments when made, may have material and pervasive impact on the Statement for the quarter and year ended March 31, 2023. The LIAG whose revenue of Rs. 4,089 lakhs & Rs. 18,986 lakhs, total loss after tax of Rs. (3,179) lakhs & Rs. (4,754) lakhs and total comprehensive income of Rs. (3,179) lakhs & Rs. (4,754) lakhs for the quarter & year ended December 2022, cash out flow of Rs.416 lakhs, total assets of Rs. 9,891 lakhs & negative net worth of Rs. (1,190) Lakhs as at December 31, 2022 included in the statements are based on the management certification. The above material subsidiary i.e. LIAG is not audited by their auditor and also we have not received any response to our communication with the LIAG auditor to obtain/understand the proper information/event as require under SA 600 We were unable to evaluate about the impact on the consolidated financial results of the Group. Accordingly, we are unable to determine the consequential implications arising therefrom in the consolidated financial results. 2. We draw your attention to Note 7 (b) to the consolidated financial results of the company regarding the status of the Forbes lux international AG (FLIAG) foreign subsidiary of the company. The auditor of the FLIAG (Component auditor) has issued an *adverse audit opinion* on the standalone financial statement of the FLIAG. The matters have been referred by FLIAG auditors in their audit report '*Basis for adverse opinion*', which has been reproduce as follows.

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		"Basis for adverse opinion: *Forbes Lux International AG has a direct investment in Lux International AG, a Swiss domiciled entity with operating subsidiaries in Europe and South America. The Board of Directors has performed an impairment assessment as at December 31, 2022, which revealed, that the carrying amount of Forbes Lux International AG's investment in Lux International AG as at December 31, 2022, was impaired by CHF 40'683'091. The impairment was recorded and resulted in the Company's liabilities exceeding its assets by CHF 51'253'013. The current subordinated amounts are not sufficient to cover the over-indebtedness and future expected losses. We did not obtain sufficient evidence that the Board of Directors is able to arrange for the required capital restructuring measures of the Company to support the ability of the Company to continue as a going concern and to ensure the Company's solvency is restored. The availability of sufficient capital to meet its financiol obligations is a prerequisite for the Company's ability to continue as a going concern. Consequently, the financial statements should not have been prepared under the going concern assumption."* The statements include the FLIAG standalone total revenue of Rs. (744) lakhs & Rs. 1,655 lakhs, total loss after tax of Rs. (33,471) lakhs & Rs. (32,866) lakhs and total comprehensive income of Rs (33,471) & Rs. (32,866) Lakhs for the quarter & year ended December 31, 2022, cash inflow of Rs. 2 lakhs, total assets of Rs. 5,215 lakhs & negative net worth of Rs. (45,869) Lakhs as at December 31, 2022 and the standalone financial statements of FLIAG have been converted from accounting principles generally accepted in their respective countries into accounting principles generally accepted in India which has been certified by the management of the group. In addition to the above, we have not received any response to our communication with the FLIAG auditor to obtain/understand the proper information/event as require under SA 600 *As a result of the motters described in point no. 1 & 2 above under the 'Basis for disclaimer of opinion paragraph', we were not oble to obtain sufficient appropriote audit evidence to provide a basis of our Opinion on the consolidated financial results.*
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Disclaimer of Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	Appeared First time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not Applicable
e.	For Audit Qualification(s) where the impact is not quantified by the auditor:	
	(i) Management's estimation on the impact of audit qualification:	Not determinable
	(ii) If management is unable to estimate the impact, reasons for the same:	**With respect to Point ii(a)1 above Management's view:** The reporting of the entity Lux International AG (LIAG) is periodic and based on the information from the subsidiary for consolidation purposes. The information related to the company LIAG has been provided to the component auditor and the review was conducted, with unsigned draft reports being available, but the final signed audit report, with their stated opinion, has not been issued by the component auditor. The

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Management certified accounts as shared by the management of LIAG with the component auditors has been included in the consolidated accounts.

While on the subject, it is pertinent to note that before the finalisation of the report, the company LIAG along with Forbes Lux International AG, and Lux Schweiz AG filed an application for Debt restructuring moratorium with the Competent court in Switzerland, on 11th April 2023 and the procedure was granted by a court order on 17th April 2023. Accordingly, an Administrator has been nominated, to whom the Chief Executive Officer of the company has to report, and this procedure leads to a strict and limited release of payments by the Administrator, to protect the legitimate interests of the creditors, including the payment to these auditors. The component auditors have made it clear to the management of LIAG and have expressed their inability to release the signed report unless their settlements happened. The opinion of disclaimer made by the Statutory Auditors is for the formal non-coverage of this entity i.e., LIAG, though all information required to be included in consolidated, has been considered and disclosed, except for the formal signed audited accounts. The situation will get remedied when the component auditors issue their formal report, after the matter is raised with the Administrator and the issue resolved.

It is also important to note that the results for the first 9 months (from Jan 2022 to Sept 2022) were made available by the component auditor as part of the limited review and these have been included in the consolidated accounts, quarter to quarter and now for the full year too. We believe that the risk of error for the full year unaudited accounts is therefore minimal or non-existent.

It is also pertinent to note that the full investment value has been provided in the standalone accounts of the Company in the FY 2021-22 itself and this has therefore no risk or consequences, except for the reporting of the Consolidated Accounts for the year. On the commercial side the local management is exploring revival plans and Board of the Forbes and Company limited shall take a Final call on the evaluation in the next few Quarters.

The Auditor views arise from the situation of the business and for non-availability of the formal signed financials and Audit report for LIAG. While we believe that all financial reporting is in order as the certified management accounts of LIAG has been considered, we conclude that the accounts of LIAG are complete and there are no material deviations as at 31st March 2023..

With respect to Point ii(a)2 above Management's view:

The component Auditor has issued as adverse opinion on Forbes Lux International AG (FLIAG). This was due to fact that the liabilities exceeded its assets by Rs.45,869 lakhs as on December 31, 2022. The component Auditors believe that the available liquidity is not sufficient to cover over indebtedness and future expected losses. Since this impacted the solvency of the company, the Auditors expressed their adverse opinion in this matter and were of the view that the accounts should not be prepared under the going concern assumption.

The management of the FLIAG is of the opinion that they are exploring options to improve the liquidity through some manner by which funds could be infused and there by overcome the current crisis. As mentioned for the earlier period qualification too, The Board of the Forbes & Company limited shall take a final call based on the proposal brought by the board of FLIAG and the decision on the final evaluation shall be made accordingly. Therefore, it may be appropriate to continue to prepare the accounts on going concern assumption till the matter is decided and concluded in next few quarters.

As regards FLIAG, on the matter of treating FLIAG as going concern, we noted that the business in its subsidiaries still operate, albeit the volume of business needs to be larger.

Sharp & Tannan Associates * Chartered Accountants * ICAI Regn. No. 109983W

Forbes & Company Limited * Mumbai *

		As mentioned earlier, this business decision will be taken in the next few quarters after considering how its key subsidiaries are able to revive their own operation. Till then it would be fair and proper to treat it as going concern.
	(iii) Auditors' Comments on (i) or (ii) above:	Impact Not Determinable

III. Signatories:

Company	Statutory Auditor
For Forbes & Company Limited **Mahesh Tahilyani** Managing Director **Nirmal Jagawat** CFO **Nikhil Bhatia** Audit committee Chairman Place:	In terms of our Report issued under Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015. **For Sharp & Tannan Associates** Chartered Accountants Firm's registration no.: 109983W by the hand of **Parthiv S. Desai** Partner Membership No: (F) 042624
Place: Mumbai Date: May 26, 2023	Place: Mumbai Date: May 26, 2023