



**KICL**  
Kothari Industrial Corporation Limited

TO  
BSE LIMITED  
P.J.Towers Dalal Street  
Mumbai-400001

Date: 14.11.2023

**Scrip Code: 509732**

**Dear Sir/Madam,**

**Sub: Standalone and Consolidated Un-Audited Financial Results for the quarter and half-year ended 30th September, 2023**

This is to inform you that a meeting of the Board of Directors of our Company was held today, 14<sup>th</sup> November 2023 at the registered office of the Company which approved and took on record the Standalone & Consolidated Un-Audited Financial Results for the Quarter and Half-year ended 30th September 2023.

In order to comply with the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing with this letter, Standalone & Consolidated Un-Audited Financial Results for the Quarter and Half-year ended 30th September 2023 as per IND-AS Rules along with the "Limited Review Report" issued by the Statutory Auditors.

Start Time of the Board Meeting- 04.30 PM

End Time of the Board Meeting - 08.45 PM

Kindly take the same on your record & oblige.

Thanking You,

**Yours Faithfully,**

**For Kothari Industrial Corporation Limited**

*Anil Kumar Padhiali*



**Anil Kumar Padhiali**  
**Company Secretary and Compliance Officer**



**KOTHARI INDUSTRIAL CORPORATION LIMITED**  
CIN No. L74110TN1970PLC005865  
Kothari Building - No.114/117, Mahatma Gandhi Salai  
Nungambakkam, Chennai - 600 034



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Independent Auditor's Review Report on the Unaudited Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, for quarter and half year ended 30th September 2023

**TO  
THE BOARD OF DIRECTORS OF  
KOTHARI INDUSTRIAL CORPORATION LIMITED**

We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **KOTHARI INDUSTRIAL CORPORATION LIMITED** ("the Company") for the quarter and half year ended September 30, 2023 ("The Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. This statement which is the responsibility of the Company's Management and approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' (Ind AS 34) prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention, that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards specified under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement except for the matters highlighted in the qualification paragraph.





### Qualifications:

- 1) The Financial statement has been presented on principles applicable to going concern despite accumulated losses and consequent erosion of networth. There is also significant mismatch between current liabilities and current assets. Therefore, there is a material uncertainty in fulfilling the gaps within reasonable time. It is reported that significant amount of money is being made available from time to time by Associate companies of Managing Director for working funds and settlement of old creditor and would continue to do so. Further, it is reported that the business plan envisaged by Management provides for large scale expansion with injection of finance. On this basis, the Company has prepared the financial statements on going concern basis (Refer Note No 4).
- 2) We draw attention to Note No 8 to the unaudited results stating that interest has not been accrued in the books as communicated by the lender since the actual interest payments were not being made by the Company and the interest already accrued in the previous years and not paid amounting to Rs 1125.51 lakhs have been reversed and disclosed under exceptional items. However, since the lender has only deferred the interest due and not given a waiver of interest, the Company shall accrue interest that would be payable in the future on such loans. To the extent of (a) the interest pertaining to previous years reversed during the half year aggregating to Rs 1125.51 lakhs (b) to the extent of the interest accrued for the during first quarter Rs 328.16 lakhs and (c) current quarter which could not be ascertained, profit is overstated for the quarter and half year ended 30-09-2023.

### Other matters

- a) We draw attention to Note No 5 where No provision has been made in respect of any loss that may arise due to the claim by the Government against the Coonoor property which is pending adjudication in the Madras High Court
- b) We draw attention to Note No 6 where the company has made a compromise agreement with SPIC where out of an outstanding amount of Rs 55 lakhs, Rs 30 lakhs has been paid during this half year and the balance will be paid subsequently.
- c) We draw attention to Note No 7 where the Company has entered into a sale deed with M/s Coromandel International Limited for sale of part of land and the factory for a consideration of Rs 50.28 crores. Pending registration of the sale deed sub-Registrar and ceding full possession in favour of the buyer, the sale consideration is kept as a security deposit against loan from Parveen Roadways P. Limited which has a lien on the land.

Our opinion is not modified in respect of the above matter as stated in (a),(b) & (c) above.

For Ray & Ray  
Chartered Accountants  
FRN/301072E

V Raman  
Partner  
M.No 019839  
Date: 14-11-2023



Place - Chennai  
UDIN - 23019839BGQMWO3882



**KOTHARI INDUSTRIAL CORPORATION LIMITED**

Regd. Office: Kothari Buildings, 114, Mahatma Gandhi Salai, Nungambakkam, Chennai - 600034  
 CIN No.L24110TN1970PLC005865  
 email Id: enquiries@kotharis.in

(Rs.in lakhs)

**UNAUDITED STATEMENT OF RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30TH SEP 2023**

PARTICULARS	STANDALONE					
	Quarter Ended			SIX Months Ended		Year Ended
	30.09.2023 (Unaudited)	30.09.2022 (Unaudited)	30.06.2023 (Unaudited)	30.09.2023 (Unaudited)	30.09.2022 (Unaudited)	31.03.2023 (Audited)
Income from Operations						
Gross Revenue from sale of products and services	558.33	114.03	177.63	735.96	280.82	731.91
Other Operating revenue	43.16	63.92	17.72	60.88	94.18	225.73
REVENUE FROM OPERATIONS ((i)+(ii))	601.49	177.95	195.35	796.84	375.00	957.64
OTHER INCOME	43.68	38.95	41.48	85.16	67.10	73.48
1 TOTAL REVENUE	645.17	216.90	236.83	882.00	442.10	1,031.12
EXPENSES						
a) Cost of Material consumed	-	-	-	-	0.00	-
b) Purchase of stock-in-trade	355.49	92.77	113.86	469.35	189.79	531
c) Changes in inventories of finished goods, stock-in-trade, work-in-progress and Intermediates	21.26	(1.07)	(10.57)	10.69	40.40	(18.77)
d) Employee Benefits Expenses	83.02	53.57	73.15	156.17	83.69	288.67
e) Finance Costs	2.09	281.90	328.16	2.09	563.28	1134.61
f) Depreciation and amortisation expense	1.50	3.00	1.50	3.00	7.00	11.26
h) Other expenses	269.07	159.88	173.65	442.73	298.61	831.21
2 TOTAL EXPENSES	732.43	590.05	679.75	1,084.01	1,182.77	2,777.98
3 PROFIT/ (LOSS) Before Exceptional and Tax (1-2)	(87.26)	(373.15)	(442.93)	(202.00)	(740.67)	(1,746.86)
4 Exceptional Items	6	-	-	-	-	-
a) Loss/Profit on Sale of Asset						
b) Revised Interest	1,453.67	-	-	1,125.51	-	-
c) Provision for Expenses items	85.33	-	-	85.33	-	(230.00)
5 PROFIT/ (LOSS) Before tax (3-4)	7	1,451.74	(373.15)	(442.93)	1,008.84	(740.67)
6 Extraordinary Items	8	4,981.87	-	-	4,981.87	-
7 PROFIT/ (LOSS) Before Tax (5-6)	9	6,433.61	(373.15)	(442.93)	5,990.71	(740.67)
8 TAX EXPENSE	10	-	-	-	-	-
9 PROFIT/(LOSS) FOR THE PERIOD (7-8)	11	6,433.61	(373.15)	(442.93)	5,990.71	(740.67)
10 OTHER COMPREHENSIVE INCOME						
Items that will not be reclassified to profit or loss	12	-	-	-	-	-14.00
11 TOTAL COMPREHENSIVE INCOME (9+10)	13	6,433.61	(373.15)	(442.93)	5,990.71	(740.67)
12 PAID-UP EQUITY SHARE CAPITAL (Face Value of the Share is of Rs. 5/- each)	14	624.19	955.54	624.19	624.19	955.54
13 EARNING PER SHARE(of Re. 5/- each) (not annualised):						
Basic & Diluted (Rs.)		51.53	(1.95)	(3.55)	47.99	(3.88)
						(10.34)





Segment-wise Revenue, Results, Assets and Liabilities for the Quarter and Six Months ended 30TH SEP 2023							(Rs.in lakhs)
STANDALONE							
Sl. No.	PARTICULARS	Quarter Ended			Six Months Ended		Year Ended
		30.09.2023 (Unaudited)	30.09.2022 (Unaudited)	30.06.2023 (Unaudited)	30.09.2023 (Unaudited)	30.09.2022 (Unaudited)	31.03.2023 (Audited)
<b>1</b>	<b>Segment Revenue ( Net Sales/Income from Operations)</b>						
	a. Fertilizer	94.13	164.91	26.80	120.93	189.58	321.11
	b. Rental from Property	3.50	11.01	2.00	5.50	123.43	12.00
	c.FMCG Products	8.00	19.17	9.00	17.00	12.07	45.17
	d.drone	302.22		16.52	318.74	22.45	143.47
	e.hotel	154.00		125.30	279.30	79.16	222.16
	f.Others	5,065.19		57.21	5,122.40	15.41	287.20
	<b>Total</b>	<b>5,627.04</b>	<b>195.09</b>	<b>236.83</b>	<b>5,863.87</b>	<b>442.10</b>	<b>1,031.12</b>
	Less: Inter Segment revenue						
	<b>Net Sales / Income from Operations</b>	<b>181.29</b>	<b>195.09</b>	<b>236.83</b>	<b>5,863.87</b>	<b>442.10</b>	<b>1,031.12</b>
<b>2</b>	<b>Segment Results (Profit before Tax and Interest)</b>						
	a. Fertilizer	-7.25	2.13	(5.67)	(12.92)	(300.72)	(9.43)
	b. Rental from Property	3.50	11.01	2.00	5.50	123.43	7.51
	c.FMCG Products	-11.95	-92.88	(3.36)	-15.31	-23.75	(668.41)
	d.drone	-54.92		(29.87)	-84.79	-19.63	(150.81)
	e.hotel	-35.44		14.16	-21.28	-23.82	(48.45)
	f.Others	-	-0.04	-	-	-	-
	<b>Total Segment results</b>	<b>(106.06)</b>	<b>(79.78)</b>	<b>(22.74)</b>	<b>(128.80)</b>	<b>(244.49)</b>	<b>(869.59)</b>
	(i) Unallocated Interest and finance Charges	562.23	2.16	328.16	1,125.51	563.28	1,134.61
	(ii) Unallocated Corporate Expense Net of Unallocated Income	4,914.77	73.14	(92.02)	4,981.87	67.10	27.34
	<b>Profit before tax</b>	<b>(5,583.06)</b>	<b>(8.80)</b>	<b>442.92</b>	<b>5,990.71</b>	<b>(740.67)</b>	<b>(1,976.86)</b>
<b>3</b>	<b>Segment Assets</b>						
	a. Fertilizer	-231.66	567.57	20.83	-210.83	979.68	424.29
	b. Rental from Property	-129.28	101.54	132.14	2.86	132.14	132.60
	c .FMCG Products	-6.07	96.76	216.61	210.54	84.90	61.51
	d.Drone	-59.42		172.06	112.64	23.44	261.85
	e.hotel	66.69		37.07	103.76	5.57	39.77
	Unallocated	5,311.43	4,116.18	4,274.94	9,586.37	3,551.55	3,889.86
	<b>Total Segment Assets</b>	<b>4,951.69</b>	<b>4,882.05</b>	<b>4,853.65</b>	<b>9,805.34</b>	<b>4,777.28</b>	<b>4,809.88</b>
<b>4</b>	<b>Segment Liability</b>						
	a. Fertilizer	-142.24	209.01	344.33	202.09	1,416.86	425.90
	b. Rental from Property	-	-	-	-	12.17	-
	c.FMCG Prdoucts	89.38	43.52	134.45	223.83	38.24	136.73
	d.drone	97.00		31.21	128.21	-40.17	420.92
	e.hotel	-72.04		2.33	-69.71	8.12	88.23
	Unallocated	-3,683.99	3,804.19	9,537.11	5,853.12	8,787.10	8,490.93
	<b>Total Segment Liabilities</b>	<b>-3,711.89</b>	<b>4,056.72</b>	<b>10,049.42</b>	<b>6,337.54</b>	<b>10,222.32</b>	<b>9,562.71</b>
<b>5</b>	<b>Capital Employed (3-4) (Total Equity)</b>	<b>8,663.58</b>	<b>825.34</b>	<b>-5,195.77</b>	<b>3,467.79</b>	<b>(5,445.04)</b>	<b>(4,752.84)</b>



**KOTHARI INDUSTRIAL CORPORATION LIMITED**

Standalone Balance Sheet		Rs in Lakhs	
		30.09.2023	31.03.2023
Particulars		(UnAudited)	(Audited)
<b>A</b>	<b>ASSETS</b>		
	<b>NON-CURRENT ASSETS</b>		
1	(a) Property, Plant and Equipment	2714.03	2753.81
	(b) Intangible assets	3.52	3.22
	(c) Property held for sale	0	0
	(d) Deferred tax assets (net)	778.03	778.03
	(e) Miscellaneous Expenditure		0
	(f) Financial Assets		
	(i) Investments	9.99	9.99
	(ii) Loans	83.14	83.66
	(iii) Others		
	(g) Other non-current assets		0
	<b>Non-Current Assets</b>	<b>3588.72</b>	<b>3628.72</b>
2	<b>CURRENT ASSETS</b>		
	(a) Inventories	138.37	167.84
	(b) Financial Assets		0
	(i) Investments		0
	(ii) Trade receivables	102.48	271.54
	(iii) Cash and cash equivalents	54.55	37.79
	(iv) Other Bank Balances		0
	(v) Other financial assets	5921.21	703.98
	(vi) Other		
	(c) Other current assets		
	<b>Current Assets</b>	<b>6216.62</b>	<b>1181.15</b>
	<b>TOTAL ASSETS</b>	<b>9805.34</b>	<b>4809.88</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>		
	<b>EQUITY</b>		
	(a) Equity Share Capital	624.19	955.54
	(b) Other Equity	2843.6	-5708.38
	<b>Equity</b>	<b>3467.79</b>	<b>-4752.84</b>
	<b>LIABILITIES</b>		
1	<b>NON-CURRENT LIABILITIES</b>		
	(a) Financial Liabilities		
	(i) Borrowings	4174.17	7265.8
	(ii) Other Financial liabilities		
	(b) Provisions	19.29	19.29
	(c) Deferred tax Liabilities (Net)		0
	(d) Other non-current liabilities		
	<b>Non Current Liabilities</b>	<b>4193.46</b>	<b>7285.09</b>
2	<b>CURRENT LIABILITIES</b>		
	(a) Financial Liabilities		
	(i) Borrowings		0
	(ii) Trade payables		
	Total outstanding dues of micro enterprises and small enterprises	15.25	5.24
	Total outstanding dues of creditors other than micro enterprises and small enterprises	46.72	115.7
	(iii) Other Financial liabilities	1979.9	2040.39
	(b) Other Current liabilities	0	0
	(c) Provisions	102.2	107.26
	(d) Current Tax Liabilities (Net)		
	<b>Current Liabilities</b>	<b>2144.08</b>	<b>2277.63</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>9805.34</b>	<b>4809.88</b>



KOTHARI INDUSTRIAL CORPORATION LIMITED

Standalone Cash Flow Statement for the halfyear ended 30th September, 2023

Rs. In Lakhs

	For the Half year ended 30th Sep 2023	For the year ended 31st March 2023
<b>A) Cash flow from Operating Activities</b>		
PROFIT/(LOSS) BEFORE TAX	5990.63	-1746.86076
ADJUSTMENTS FOR		
Depreciation and amortization expense	3	11.26
Finance Cost	2.09	1134.61
Creditors written back	0	0
(Profit)/Loss on sale of Property	0	0
- Provision for Expenses-Interest revised	-1125.51	-230
Provision for Doubful Debts	0	0
Interest Income		
Discount Received	0	0
Provision for tax	0	0
Foreign Exchange Fluctuation Gain		
Provision No Longer Required	-85.33	
	-1205.75	915.87031
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>4784.88</b>	<b>-830.990452</b>
ADJUSTMENTS FOR		
MOVEMENT IN WORKING CAPITAL;		
Inventories	29.46	54.45
Trade Receivables	169.06	-46.38
Other Financial Assets	-5216.77	-182.23
Short Term Provisions	0	0.00
Trade Payables	-58.97	-115.57
Financial Liabilities	-66.07	1239.53
Current Liabilities	-2752.16	
	-7895.45	949.80
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>-3110.57</b>	<b>118.81</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Sale / (Purchase) of Property, Plant and equipments, Intangibles	-4.06	-29.49
Interest Received		
Net Advances Paid		
	-4.06	-29.49
<b>NET CASH FLOW FROM INVESTING ACTIVITIES(B)</b>		
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Long Term Borrowings	3091.63	1016.22
Advances	0.00	49.80
Interest Paid	-2.09	-1134.61
<b>NET CASH FLOW FROM FINANCING ACTIVITIES(C)</b>		
	3089.54	-68.59
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS(A+B+C)</b>	<b>-25.09</b>	<b>20.72</b>
CASH AND CASH EQUIVALENT OPENING BALANCE	37.79	17.09
EFFECT OF EXCHANGE DIFFERENCES ON RESTATEMENT OF FOREIGN CURRENCY CASH AND CASH EQUIVALENTS	0	0.00
CASH AND CASH EQUIVALENT CLOSING BALANCE	12.7	37.79
<b>COMPONENTS OF CASH AND CASH EQUIVALENTS</b>		
Cash on Hand	2.51	1.28
Balances on Current Accounts	52.05	36.51
Cheques on Hand		
<b>TOTAL CASH AND CASH EQUIVALENTS</b>	<b>54.56</b>	<b>37.79</b>

Note:- The above cash flow statement has been prepared under "Indirect method " Set out in the Ind AS 7 - Cash flow statement



Note:

1. This statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended from time to time.
2. The above Audited ~~Statement~~ <sup>Statement</sup> Financial results Segment Results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14<sup>th</sup> November 2023.
3. The Company is engaged in trading of Fertilizer, Mixtures, FMCG Products, Royalty and Lease Rentals.
4. Due to continues losses the net worth of the Company has eroded. The Current Liabilities exceed Current Assets. The Managing Director is arranging continuous finance through the Associate Companies for working capital and settlement of old creditors and would continue to do so. Further, the business plan envisaged by management provides for large scale expansion with injection of additional finance. In view of the foregoing, the financials have been prepared on principles applicable to a Going Concern.
5. The proceedings initiated by the Collector of Nilgiris for repossession of certain plots of land in Coonoor earmarked for public use has been challenged by the company on a Writ Petition filed before Madras High Court and the matter is pending adjudication.
6. Pursuant to an arbitration award dated 30.9.2017 relating to additional electricity dues of Caustic Soda manufactured sold by the Company in the year 1986 amounting to Rs. 2.31 Crores together with interest at 6% p.a. The Company has challenged the award before the Madras High Court which is pending adjudication. However, during the year, a compromise arrangement was made between company and SPIC whereby the company has already made a payment Rs.1.15 core during the Financial year 2022-23 and after adjusting court deposit of Rs 60 lakhs balance amount of Rs 56 lakhs to be made in Financial Year 2023-24. Out of the balance of Rs 56 lakhs, Rs 30 lakhs has been paid in the current half year ended 30-09-2023.
7. The company executed a sale deed on 14th September 2023 with M/s. Coromandel International Limited (Buyer) to sell a part of the assigned Land, Plant and machinery and building situated at Kathivakkam Village, Ennore, Chennai-600057 for a consideration of Rs. 50.28 crores. Out of a total of 45.17 acres land, 29.55 acres land has been sold to M/S. Coromandel International Limited and the remaining land is with the company. The sale deed has been signed by both parties and submitted to the Registrar which is pending only for the valuation report. As a result, the Company considers the sale as complete in all respects and hence, has recognised the profit on sale in the above results.
8. It is informed by the lender Parveen Roadways P Ltd that the sale consideration of Ennore factory setup will be kept as Security Deposit till the repayment of principal with interest as they have lien over the remaining sketch of land. They also request not to charge any interest on the loan amount if it is not paid through banking channels.
9. The figures of the previous periods have been regrouped/reclassified wherever necessary.
10. The financial results are available on the website of BSE Limited and on the company's website [www.kotharis.in](http://www.kotharis.in)
11. No deferred tax or income tax has been ascertained for the half year ended 30-09-2023 as it is the practice of the Company to account for deferred tax and income tax only at year end.

Place: Chennai 600034

Date : 14.11.2023

For Kothari Industrial Corporation Limited

J. Rafiq Ahmed

Managing Director

DIN NO.02861341





Independent Auditor's Review Report on the Unaudited Consolidated Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, for quarter and half year ended 30th September 2023

**TO**  
**THE BOARD OF DIRECTORS OF**  
**KOTHARI INDUSTRIAL CORPORATION LIMITED**

We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **KOTHARI INDUSTRIAL CORPORATION LIMITED** ("the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") for the quarter and half year ended September 30, 2023 ("the Statement"), 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 including relevant Circular issued by SEBI from time to time.

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

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

The Statement includes the results of Kothari Marine International Limited, a Subsidiary Company, incorporated in India.





Based on our review conducted and procedures as stated above, nothing has come to our attention that causes us to believe that the accompanying Statements of Consolidated Unaudited Financial Results based on the consideration of management certified financials information of the subsidiary prepared in accordance with recognition and measurement principles laid down with aforesaid Accounting Standard and other accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement except for the matters included in the paragraph of qualifications as below.

### **Qualification:**

- 1) The Financial statement has been presented on principles applicable to going concern despite accumulated losses and consequent erosion of networth. There is also significant mismatch between current liabilities and current assets. Therefore, there is a material uncertainty in fulfilling the gaps within reasonable time. It is reported that significant amount of money is being made available from time to time by Associate companies of Managing Director for working funds and settlement of old creditor and would continue to do so. Further, it is reported that the business plan envisaged by Management provides for large scale expansion with injection of finance. On this basis, the Company has prepared the financial statements on going concern basis (Refer Note No 4).
- 2) We draw attention to Note No 8 to the unaudited results stating that interest has not been accrued in the books as communicated by the lender since the actual interest payments were not being made by the Company and the interest already accrued in the previous years and not paid amounting to Rs 1125.51 lakhs have been reversed and disclosed under exceptional items. However, since the lender has only deferred the interest due and not given a waiver of interest, the Company shall accrue interest that would be payable in the future on such loans. To the extent of (a) the interest pertaining to previous years reversed during the half year aggregating to Rs 1125.51 lakhs (b) to the extent of the interest accrued for the during first quarter Rs 328.16 lakhs and (c) current quarter which could not be ascertained, profit is overstated for the quarter and half year ended 30-09-2023.

### **Other Matter**

- 1) We draw attention to Note No 5 where No provision has been made in respect of any loss that may arise due to the claim by the Government against the Coonoor property which is pending adjudication in the Madras High Court
- 2) We draw attention to Note No 6 where the company has made a compromise agreement with SPIC where out of an outstanding amount of Rs 55 lakhs, Rs 30 lakhs has been paid during this half year and the balance will be paid subsequently.
- 3) We draw attention to Note No 7 where the Company has entered into a sale deed with M/s Coromandel International Limited for sale of part of land and the factory for a consideration of Rs 50.28 crores. The sale deed is pending for registration with the Registrar and full possession is not given to the buyer. Hence, the sale





consideration is kept as a security deposit against Parveen Roadways P. Limited which has a lien on the land.

Our opinion is not modified in respect of the above matter

We did not review the financial results and other information of the Subsidiary, Kothari Marine International Limited whose financial information have been certified and furnished by the management and whose interim financial results reflect total assets of Rs. 9.51 Lakhs as at September 30, 2023 and total net loss after tax of Rs. 0.076 Lakhs for the half year ended September 30, 2023, as considered in the Consolidated Unaudited Financial Results. Our report is not modified in respect of the matter.

For Ray & Ray  
Chartered Accountants  
FRN 301072E

*V.Raman*

V.Raman  
Partner  
M.No 019839  
Date: 14-11-2023  
Place: Chennai



UDIN : 23019839BGQMWV6672

**KOTHARI INDUSTRIAL CORPORATION LIMITED**

Regd. Office: Kothari Buildings, 114, Mahatma Gandhi Salai, Nungambakkam, Chennai - 600034

CIN No.L24110TN1970PLC005865

email id: enquiries@kotharis.in

(Rs.in lakhs)

**UNAUDITED STATEMENT OF RESULTS FOR HALF YEAR END AND SIX MONTHS ENDED 30st SEP 2023****CONSOLIDATION**

PARTICULARS	Quarter Ended			SIX Months Ended		Year Ended	
	30.09.2023	30.09.2022	30.06.2023	30.09.2023	30.09.2022	31.03.2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
Income from Operations							
Gross Revenue from sale of products and services	558.33	114.03	177.63	735.96	280.82	731.91	
Other Operating revenue	43.16	63.92	17.72	60.88	94.18	225.73	
REVENUE FROM OPERATIONS ((i)+(ii))	601.49	177.95	195.35	796.84	375.00	957.64	
OTHER INCOME	43.68	38.95	41.48	85.16	67.10	73.48	
1 TOTAL REVENUE	645.17	216.90	236.83	882.00	442.10	1031.12	
<u>EXPENSES</u>							
a) Cost of Material consumed	-	-	-	-	0.00	-	
b) Purchase of stock-in-trade	355.49	92.77	113.86	469.35	189.79	531	
c) Changes in inventories of finished goods, stock-in-trade, work-in-progress and Intermediates	21.26	(1.07)	(10.57)	10.69	40.40	(18.77)	
d) Employee Benefits Expenses	83.02	53.57	73.15	156.17	83.69	288.67	
e) Finance Costs	2.09	281.90	328.16	2.09	563.28	1,134.61	
f) Depreciation and amortisation expense	1.50	3.01	1.51	3.01	7.02	11.29	
g) Other expenses	269.11	159.88	173.68	442.79	298.68	831.49	
2 TOTAL EXPENSES	4 732.47	590.05	679.79	1,084.09	1,182.86	2,778.29	
3 PROFIT/ (LOSS) Before Exceptional and Tax (1-2)	5 (87.30)	(373.15)	(442.96)	(202.08)	(740.76)	(1,747.17)	
4 Exceptional Items	6	-	-	-	-	-	
a) Loss/Profit on Sale of Asset							
b) Revised Interest	1,453.67	-	-	1,125.51	-	-	
c) Provision for Expenses items	85.33			85.33	-	(230.00)	
5 PROFIT/ (LOSS) Before tax (3-4)	7 1,451.70	(373.15)	(442.96)	1,008.76	(740.76)	(1,977.17)	
6 Extraordinary Items	8 4,981.87	-	-	4,981.87	-	-	
7 PROFIT/ (LOSS) Before Tax (5-6)	9 6,433.57	(373.15)	(442.96)	5,990.63	(740.76)	(1,977.17)	
8 TAX EXPENSE	10	-	-	-	-	-	
9 PROFIT/(LOSS) FOR THE PERIOD (7-8)	11 6,433.57	(373.15)	(442.96)	5,990.63	(740.76)	(1,977.17)	
10 OTHER COMPREHENSIVE INCOME							
Items that will not be reclassified to profit or loss	12	-	-	-	-	14.00	
11 TOTAL COMPREHENSIVE INCOME (9+10)	13 6,433.57	(373.15)	(442.96)	5,990.63	(740.76)	(1,066.81)	
12 PAID-UP EQUITY SHARE CAPITAL (Face Value of the Share is of Rs. 5/- each)	14	624.19	955.54	624.19	955.54	955.54	
13 EARNING PER SHARE(of Re. 5/- each) (not annualised): Basic & Diluted (Rs.)		0.10	(1.95)	(3.55)	47.99	1.52	(10.35)





Segment-wise Revenue, Results, Assets and Liabilities for the Half year ended and Six Months ended 30th Sep 2023							(Rs.in lakhs)
CONSOLIDATION							
Segment-wise Revenue, Results, Assets and Liabilities for the Half year		Quarter Ended			six Months Ended		Year Ended
Sl. No.	PARTICULARS	30.09.2023	30.09.2022	30.06.2023	30.09.2023	30.09.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1</b>	<b>Segment Revenue ( Net Sales/Income from Operations)</b>						
	a. Fertilizer	94.13	66.17	26.80	120.93	189.58	321.11
	b. Rental from Property	3.50	93.17	2.00	5.50	123.43	12.00
	c.FMCG Products	8.00	1.36	9.00	17.00	12.07	45.17
	d.drone	302.22	22.45	16.52	318.74	22.45	143.47
	e.Marketing	-	-	-	-	-	-
	f.hotel	154.00	46.49	125.30	279.30	79.16	222.16
	h.Others	5,065.19	15.41	57.21	5,122.40	15.41	287.20
	<b>Total</b>	<b>5,627.04</b>	<b>245.05</b>	<b>236.83</b>	<b>5,863.87</b>	<b>442.10</b>	<b>1,031.11</b>
	Less: Inter Segment revenue						
	<b>Net Sales / Income from Operations</b>	<b>181.29</b>	<b>245.05</b>	<b>236.83</b>	<b>5,863.87</b>	<b>442.10</b>	<b>1,031.11</b>
<b>2</b>	<b>Segment Results (Profit before Tax and Interest)</b>						
	a. Fertilizer	-7.25	(193.92)	-5.67	(12.92)	(300.72)	(9.43)
	b. Rental from Property	3.50	93.17	2.00	5.50	123.43	7.51
	c.FMCG Products	-11.95	14.00	-3.36	(15.31)	-23.75	-668.41
	d.drone	-54.92	-19.63	-29.87	(84.79)	-19.63	-150.81
	e.Marketing	-	-	-	-	-	-
	f.hotel	-35.44	-14.22	14.16	-21.28	-14.22	-48.45
	h.Others	0.12	-9.63	-0.04	0.08	-9.69	-0.31
	<b>Total Segment results</b>	<b>(105.94)</b>	<b>(130.23)</b>	<b>(22.78)</b>	<b>(128.72)</b>	<b>(244.58)</b>	<b>(869.90)</b>
	(i) Finance Costs	1,123.42	281.90	2.09	1,125.51	563.28	1,134.61
	(ii) Unallocated Corporate Expense Net of Unallocated Income	5,073.73	68.78	-92.02	4,981.71	67.10	27.34
	<b>Profit before tax</b>	<b>(6,303.09)</b>	<b>(343.35)</b>	<b>(116.89)</b>	<b>5,990.63</b>	<b>(740.76)</b>	<b>(1,977.17)</b>
<b>3</b>	<b>Segment Assets</b>						
	a. Fertilizer	-231.66	178.13	20.83	-210.83	979.68	424.29
	b. Rental from Property	-129.28	-	132.14	2.86	132.14	132.60
	c .FMCG Products	-6.07	-7.82	216.61	210.54	84.90	61.51
	d.Drone	-59.42	12.12	172.06	112.64	23.44	261.85
	e.Marketing	-	-	-	-	-	-
	F.hotel	-106.78	5.57	37.07	-69.71	5.57	39.77
	Unallocated	5,484.88	6.01	4,265.42	9,750.30	3,572.43	3,880.36
	<b>Total Segment Assets</b>	<b>4,951.67</b>	<b>194.01</b>	<b>4,844.13</b>	<b>9,795.80</b>	<b>4,798.16</b>	<b>4,800.38</b>
<b>4</b>	<b>Segment Liability</b>						
	a. Fertilizer	-142.24	283.67	344.33	202.09	1,416.86	425.90
	b. Rental from Property	-	12.17	-	-	12.17	-
	c.FMCG Prdoucts	89.38	-84.82	134.45	223.83	38.24	136.73
	d.drone	97.00	-9.15	31.21	128.21	-40.17	420.92
	e.Marketing	-	-	-	-	-	-
	F.hotel	-72.04	8.12	2.33	-69.71	8.12	88.23
	Unallocated	-3,683.95	327.47	9,528.51	5,844.56	4,882.07	8,482.33
	<b>Total Segment Liabilities</b>	<b>-3,711.85</b>	<b>537.46</b>	<b>10,040.82</b>	<b>6,328.98</b>	<b>6,317.29</b>	<b>9,554.11</b>
<b>5</b>	<b>Capital Employed (3-4) (Total Equity)</b>	<b>8,663.52</b>	<b>-343.45</b>	<b>(5,196.69)</b>	<b>3,466.82</b>	<b>-1,519.13</b>	<b>-4,753.73</b>





**KOTHARI INDUSTRIAL CORPORATION LIMITED**

		Rs in Lakhs	
consolidated Balance Sheet			
Particulars		30.09.2023	31.03.2023
		(UnAudited)	(Audited)
<b>A</b>	<b>ASSETS</b>		
	<b>NON-CURRENT ASSETS</b>		
1	(a) Property, Plant and Equipment	2714.03	2753.81
	(b) Intangible assets	3.52	3.22
	(c) Property held for sale	0	0
	(d) Deferred tax assets (net)	778.03	778.03
	(e) Miscellaneous Expenditure	0.02	0.03
	(f) Financial Assets		
	(i) Investments	0	0
	(ii) Loans	83.14	83.66
	(iii) Others		
	(g) Other non-current assets		0
	<b>Non-Current Assets</b>	<b>3578.73</b>	<b>3618.76</b>
2	<b>CURRENT ASSETS</b>		
	(a) Inventories	138.37	167.84
	(b) Financial Assets		0
	(i) Investments		0
	(ii) Trade receivables	102.48	271.54
	(iii) Cash and cash equivalents	54.55	37.79
	(iv) Other Bank Balances		0
	(v) Other financial assets	5921.66	704.44
	(vi) Other		
	(c) Other current assets		
	<b>Current Assets</b>	<b>6217.07</b>	<b>1181.61</b>
	<b>TOTAL ASSETS</b>	<b>9795.8</b>	<b>4800.36</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>		
	<b>EQUITY</b>		
	(a) Equity Share Capital	624.19	955.54
	(b) Other Equity	2842.63	-5709.28
	<b>Equity</b>	<b>3466.82</b>	<b>-4753.73</b>
	<b>LIABILITIES</b>		
1	<b>NON-CURRENT LIABILITIES</b>		
	(a) Financial Liabilities		
	(i) Borrowings	4174.17	7265.8
	(ii) Other Financial liabilities		
	(b) Provisions	19.29	19.29
	(c) Deferred tax Liabilities (Net)		0
	(d) Other non-current liabilities		
	<b>Non Current Liabilities</b>	<b>4193.46</b>	<b>7285.09</b>
2	<b>CURRENT LIABILITIES</b>		
	(a) Financial Liabilities		
	(i) Borrowings		0
	(ii) Trade payables		
	<b>Total outstanding dues of micro enterprises and small enterprises</b>	<b>15.25</b>	<b>5.24</b>
	<b>Total outstanding dues of creditors other than micro enterprises and small enter</b>	<b>46.72</b>	<b>115.7</b>
	(iii) Other Financial liabilities	1970.86	2040.39
	(b) Other Current liabilities	0.49	0.44
	(c) Provisions	102.2	107.26
	(d) Current Tax Liabilities (Net)		
	<b>Current Liabilities</b>	<b>2135.52</b>	<b>2269.02</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>9795.8</b>	<b>4800.38</b>





## KOTHARI INDUSTRIAL CORPORATION LIMITED

Standalone Cash Flow Statement for the half year ended 30th September, 2023

Rs. In Lakhs

	For the Half year ended 30th Sep 2023		For the year ended 31st March 2023	
<b>A) Cash flow from Operating Activities</b>				
PROFIT/(LOSS) BEFORE TAX		5990.63		-1747.17
ADJUSTMENTS FOR				
Depreciation and amortization expense		3.01		11.29
Finance Cost		2.09		1134.61
Creditors written back		0		0
(Profit)/Loss on sale of Property		0		0
- Provision for Expenses-Interest revised		-1125.51		-230
Provision for Doubtful Debts		0		0
Interest Income				
Discount Received		0		0
Provision for tax		0		0
Foreign Exchange Fluctuation Gain				
Provision No Longer Required		-85.33		
		-1205.74		915.90
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>		<b>4784.89</b>		<b>-831.26969</b>
ADJUSTMENTS FOR				
MOVEMENT IN WORKING CAPITAL;				
Inventories		29.46		54.45
Trade Receivables		169.06		-46.37
Other Financial Assets		-5217.22		-182.23
Short Term Provisions		0		0.00
Trade Payables		-58.97		-115.55
Financial Liabilities		-63.99		1239.67
Current Liabilities		3471.34		0.08
		-1670.33		950.06
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>3114.56</b>		<b>118.79</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>				
Sale / (Purchase) of Property, Plant and equipments, Intangibles		-4.06		-29.48
Interest Received				
Net Advances Paid				
		-4.06		-29.49
<b>NET CASH FLOW FROM INVESTING ACTIVITIES(B)</b>				
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>				
Long Term Borrowings		-3091.63		1016.22
Advances		0.00		49.80
Interest Paid		-2.09		-1134.61
<b>NET CASH FLOW FROM FINANCING ACTIVITIES(C)</b>		<b>-3093.72</b>		<b>-68.59</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS(A+B+C)</b>		<b>16.78</b>		<b>20.71</b>
<b>CASH AND CASH EQUIVALENT OPENING BALANCE</b>		<b>37.79</b>		<b>17.09</b>
EFFECT OF EXCHANGE DIFFERENCES ON RESTATEMENT OF FOREIGN CURRENCY CASH AND C		0		0.00
<b>CASH AND CASH EQUIVALENT CLOSING BALANCE</b>		<b>54.56</b>		<b>37.81</b>
<b>COMPONENTS OF CASH AND CASH EQUIVALENTS</b>				
Cash on Hand		2.51		1.28
Balances on Current Accounts		52.05		36.51
Cheques on Hand				
<b>TOTAL CASH AND CASH EQUIVALENTS</b>		<b>54.56</b>		<b>37.79</b>

Note:- The above cash flow statement has been prepared under "Indirect method " Set out in the Ind AS 7 - Cash flow statement



Note:

1. This statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended from time to time.
2. The above Audited *Consolidated* Financial results Segment Results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14<sup>th</sup> November 2023.
3. The Company is engaged in trading of Fertilizer, Mixtures, FMCG Products, Royalty and Lease Rentals.
4. Due to continues losses the net worth of the Company has eroded. The Current Liabilities exceed Current Assets. The Managing Director is arranging continuous finance through the Associate Companies for working capital and settlement of old creditors and would continue to do so. Further, the business plan envisaged by management provides for large scale expansion with injection of additional finance. In view of the foregoing, the financials have been prepared on principles applicable to a Going Concern.
5. The proceedings initiated by the Collector of Nilgiris for repossession of certain plots of land in Coonoor earmarked for public use has been challenged by the company on a Writ Petition filed before Madras High Court and the matter is pending adjudication.
6. Pursuant to an arbitration award dated 30.9.2017 relating to additional electricity dues of Caustic Soda manufactured sold by the Company in the year 1986 amounting to Rs. 2.31 Crores together with interest at 6% p.a. The Company has challenged the award before the Madras High Court which is pending adjudication. However, during the year, a compromise arrangement was made between company and SPIC whereby the company has already made a payment Rs.1.15 core during the Financial year 2022-23 and after adjusting court deposit of Rs 60 lakhs balance amount of Rs 56 lakhs to be made in Financial Year 2023-24. Out of the balance of Rs 56 lakhs, Rs 30 lakhs has been paid in the current half year ended 30-09-2023.
7. The company executed a sale deed on 14th September 2023 with M/s. Coromandel International Limited (Buyer) to sell a part of the assigned Land, Plant and machinery and building situated at Kathivakkam Village, Ennore, Chennai-600057 for a consideration of Rs. 50.28 crores. Out of a total of 45.17 acres land, 29.55 acres land has been sold to M/S. Coromandel International Limited and the remaining land is with the company. The sale deed has been signed by both parties and submitted to the Registrar which is pending only for the valuation report. As a result, the Company considers the sale as complete in all respects and hence, has recognised the profit on sale in the above results.
8. It is informed by the lender Parveen Roadways P Ltd that the sale consideration of Ennore factory setup will be kept as Security Deposit till the repayment of principal with interest as they have lein over the remaining sketch of land. They also request not to charge any interest on the loan amount if it is not paid through banking channels.
9. The figures of the previous periods have been regrouped reclassified wherever necessary.
10. The financial results are available on the website of BSE Limited and on the company's website [www.kotharis.in](http://www.kotharis.in)
11. No deferred tax or income tax has been ascertained for the half year ended 30-09-2023 as it is the practice of the Company to account for deferred tax and income tax only at year end.

For Kothari Industrial Corporation Limited



J. Rafiq Ahmed  
Managing Director  
DIN NO.02861341

Place: Chennai 600034  
Date : 14.11.2023