

August 8, 2023

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

BSE CODE –524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051.
NSE CODE:AARTIIND

Dear Sir/Madam,

Sub.: Outcome of the Board Meeting
Ref.: Regulation 30, 33 & 52(4) of SEBI
(LODR) Regulations, 2015

The Board of Directors of **Aarti Industries Limited** (“the Company”) at its meeting held today i.e. **Tuesday, August 8, 2023** inter-alia considered and approved the following:

- Audited Financial Results (Standalone and Consolidated) for the Quarter ended June 30, 2023;
- Auditor’s Report on the Financial Results (Standalone and Consolidated) for the Quarter ended June 30, 2023.

The Meeting of the Board of Directors commenced at 02:00 p.m. and concluded at 06:55 p.m.

Please take note of the same on your record.

Thanking you,

Yours faithfully,
For **AARTI INDUSTRIES LIMITED**

RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526
Encl.: as above.

AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2023

(Rs in Crs)

Sr. No.	Particulars	Standalone Result			
		3 Months Ended			Year Ended
		30th Jun 2023 (Audited)	31st Mar 2023 (Audited)	30th Jun 2022 (Audited)	31st Mar 2023 (Audited)
1	INCOME				
	Revenue from Operations (Gross)	1,561	1,809	1,749	7,226
	Less: GST Collected	157	170	144	661
	a)Revenue from Operations (Net)	1,404	1,640	1,605	6,565
	b)Other Income	0	(0)	0	0
	Total Income	1,404	1,639	1,605	6,565
2	EXPENSES				
	a)Cost of Materials Consumed	828	886	878	3,465
	b)Purchases of Stock-in-Trade	77	65	59	290
	c)Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	(59)	(4)	(12)	46
	d)Employee Benefits Expense	101	108	91	383
	e)Finance Costs	40	33	44	166
	f)Depreciation and Amortisation Expenses	89	84	72	310
	g)Other Expenses	255	333	307	1,292
	Total Expenses	1,332	1,504	1,438	5,952
3	Profit/(Loss) before Exceptional Items and Tax (1-2)	73	135	167	613
4	Exceptional Items	-	-	-	-
5	Profit/(Loss) before Tax (3-4)	73	135	167	613
6	TAX EXPENSES*				
	a)Current Year Tax	13	23	29	107
	b)Earlier Year Tax	-	(17)	-	(17)
	c)MAT Credit Utilised/(Entitlement)	(13)	(20)	(6)	(41)
	d)Deferred Tax	2	1	8	18
	Total Tax Expenses	2	(13)	30	67
7	Net Profit/(Loss) from Ordinary Activities after Tax (5-6)	71	148	137	546
8	Extraordinary Items (Net of Tax Expense)	-	-	-	-
9	Net Profit/(loss) for the period (7-8)	71	148	137	546
10	Profit/(loss) for the period attributable to				
	a)Owners of the Company	71	148	137	546
	b)Non Controlling Interest	-	-	-	-
11	Other Comprehensive Income				
	- Items that will be reclassified to Profit/Loss (arising due to Gain/Loss on Cashflow Hedges)	5	2	(21)	(35)
12	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period) (10+11)	76	150	116	511
13	Earnings per Equity share: (In Rs)				
	(1) Basic	1.96	4.09	3.78	15.06
	(2) Diluted	1.96	4.09	3.78	15.06
14	Paid-up Equity Share Capital (Face Value of Rs. 5/-each)	181	181	181	181
15	Reserve excluding Revaluation Reserves as per Balance Sheet of previous Accounting Year				4,740


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Regd. Office : Plot No. 801, 801/23, Illrd Phase, GIDC Vapi-396195, Dist- Valsad. INDIA. T : 0260-2400366.

AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2023

(Rs in Crs)

Sr. No.	Particulars	Consolidated Result			
		3 Months Ended			Year Ended
		30th Jun 2023	31st Mar 2023	30th Jun 2022	31st Mar 2023
	(Audited)	(Audited)	(Audited)	(Audited)	
1	INCOME				
	Revenue from Operations (Gross)	1,571	1,826	1,755	7,283
	Less: GST Collected	157	171	145	664
	a)Revenue from Operations (Net)	1,414	1,656	1,610	6,619
	b)Other Income	0	0	0	1
	Total Income	1,414	1,656	1,611	6,619
2	EXPENSES				
	a)Cost of Materials Consumed	827	885	877	3,462
	b)Purchases of Stock-in-Trade	84	69	61	314
	c)Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	(58)	8	(11)	66
	d)Employee Benefits Expense	101	109	91	385
	e)Finance Costs	40	33	45	168
	f)Depreciation and Amortisation Expenses	89	84	72	310
	g)Other Expenses	258	333	312	1,303
	Total Expenses	1,342	1,521	1,445	6,008
3	Profit/(Loss) before Exceptional Items and Tax (1-2)	71	135	166	611
4	Exceptional Items	-	-	-	-
5	Profit/(Loss) before Tax (3-4)	71	135	166	611
6	TAX EXPENSES*				
	a)Current Year Tax	13	23	29	107
	b)Earlier Year Tax	-	(17)	-	(17)
	c)MAT Credit Utilised/(Entitlement)	(13)	(20)	(6)	(41)
	d)Deferred Tax	2	0	8	16
	Total Tax Expenses	2	(13)	30	66
7	Net Profit/(Loss) from Ordinary Activities after Tax (5-6)	70	149	136	545
8	Extraordinary Items (Net of Tax Expense)	-	-	-	-
9	Net Profit/(loss) for the period (7-8)	70	149	136	545
10	Profit/(loss) for the period attributable to				
	a)Owners of the Company	70	149	136	545
	b)Non Controlling Interest	-	-	-	-
11	Other Comprehensive Income				
	- Items that will be reclassified to Profit/Loss (arising due to Gain/Loss on Cashflow Hedges)	6	(7)	(21)	(50)
12	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period) (10+11)	76	142	115	495
13	Earnings per Equity share: (In Rs)				
	(1) Basic	1.93	4.10	3.74	15.04
	(2) Diluted	1.93	4.10	3.74	15.04
14	Paid-up Equity Share Capital (Face Value of Rs. 5/-each)	181	181	181	181
15	Reserve excluding Revaluation Reserves as per Balance Sheet of previous Accounting Year				4,739



Notes:-

- The above results for the quarter ended June 30, 2023, have been reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on August 8, 2023.
- The Company has entered into forward contracts to hedge its exports. Mark to market gain/(loss) for such contracts as at the end of reporting period is recognised in these statements. Mark to market gain/(loss) in respect of near term contracts amounting to Rs. 1 Crs is expensed off in the P&L statement, while mark to market gain/(loss) in respect of long term contracts amounting to Rs.4 Crs is adjusted under Other Comprehensive Income. The component adjusted under Other Comprehensive Income will be appropriately treated in P&L when the underlying cash-flow impact accrues.
- The Company has further recognised revaluation gain/(loss) to the extent of Rs. 1 Crs in respect of its long term borrowings (ECBs) as at June 30, 2023 and included the same in its Finance Costs appearing above.
- The Company has retained its Long Term Issuers & Bank Facilities credit ratings of AA/Stable from CRISIL and India Ratings.
- The Company has repaid Commercial Papers on their respective due dates. The Commercial Papers (unlisted) outstanding as on June 30, 2023 was Rs. 150 Crs. The Commercial papers (Short Term Debt) has been rated by India Rating and CRISIL and assigned is A1+ rating by both the rating agencies.
- Other Disclosures:

Ratios:

Particulars	Standalone Result			
	3 Months Ended			Year Ended
	30th Jun 2023	31st Mar 2023	30th Jun 2022	31st Mar 2023
Operating Margin (%) (EBIDTA-Other Income)/(Gross Revenue)	12.93%	13.92%	16.15%	15.06%
Net Profit After Tax (in Crs)	71	148	137	546
Net Profit Margin (%) (PAT)/(Gross Revenue)	4.55%	8.18%	7.82%	7.55%
Debt Service Coverage Ratio (EBIT+Exceptional Items)/ (Interest Exp+Principal Repayments during the period)	0.72	1.35	2.02	1.49
Interest Service Coverage Ratio (Earnings before Interest and Tax/Interest Expenses for the period)	2.93	5.33	4.90	4.87
Net Worth (in Crs) (Equity Share Capital+Other Equity)	4,997	4,921	4,604	4,921
Net Debt-Equity Ratio (Total Net Debt)/(Total Equity)	0.56	0.54	0.61	0.54
Current Ratio* (Current Assets)/(Current Liabilities)	1.29	1.01	1.30	1.01
Long Term Debt to Working Capital* (Non-Current Borrowings Including Current Maturities of Non-current Borrowings)/ (Current Assets - Current Liabilities excluding current Maturities of Non-current Borrowings)	1.79	2.56	1.39	2.56
Current Liability Ratio* (Total Current Liabilities)/(Total Liabilities)	0.52	0.67	0.62	0.67
Total Debts to Total Assets (Total Debts)/(Total Assets)	0.36	0.33	0.33	0.33
Debtors Turnover Ratio (Value of Sales & Services)/ (Average Trade Receivables)	1.71	1.72	1.27	6.87
Inventory Turnover Ratio (Cost Of Goods Sold)/(Average Inventories of Finished Goods, Stock-in-Process and Stock-in-Trade)	1.10	1.29	1.40	5.17



Particulars	Consolidated Result			
	3 Months Ended			Year Ended
	30th Jun 2023	31st Mar 2023	30th Jun 2022	31st Mar 2023
Operating Margin (%) (EBIDTA-Other Income)/(Gross Revenue)	12.81%	13.79%	16.04%	14.95%
Net Profit After Tax (in Crs)	70	149	136	545
Net Profit Margin (%) (PAT)/(Gross Revenue)	4.45%	8.14%	7.72%	7.49%
Debt Service Coverage Ratio (EBIT+Exceptional Items)/(Interest Exp+Principal Repayments during the period)	0.71	1.35	2.01	1.48
Interest Service Coverage Ratio (Earnings before Interest and Tax/ Interest Expenses for the period)	2.89	5.29	4.87	4.79
Net Worth (in Crs) (Equity Share Capital+Other Equity)	4,996	4,921	4,632	4,921
Net Debt-Equity Ratio (Total Net Debt)/(Total Equity)	0.56	0.54	0.60	0.54
Current Ratio* (Current Assets)/(Current Liabilities)	1.29	1.01	1.55	1.01
Long Term Debt to Working Capital* (Non-Current Borrowings Including Current Maturities of Non-current Borrowings)/(Current Assets-Current Liabilities excluding current Maturities of Non-current Borrowings)	1.81	2.60	1.99	2.60
Current Liability Ratio* (Total Current Liabilities)/(Total Liabilities)	0.52	0.66	0.50	0.66
Total Debts to Total Assets (Total Debts)/(Total Assets)	0.36	0.33	0.35	0.33
Debtors Turnover Ratio (Value of Sales & Services)/(Average Trade Receivables)	1.78	1.79	1.55	7.17
Inventory Turnover Ratio (Cost Of Goods Sold)/(Average Inventories of Finished Goods,Stock-in- Process and Stock-in-Trade)	1.08	1.28	1.10	5.10

*Capex Bridge loans are excluded from current liabilities for the purpose of ratio calculation.

7 The figures for the previous period have been regrouped or rearranged wherever necessary.

8 The aforesaid Audited Financial Results will be uploaded on the Company's website www.aarti-industries.com and will also be available on the website of BSE Limited www.bseindia.com and the National Stock Exchange of India Limited www.nseindia.com for the benefit of the shareholders and investors.

Place: Mumbai
Date: August 8, 2023



For AARTI INDUSTRIES LIMITED


RAJENDRA V. GOGRI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00061003

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Independent Auditors' Report on Audit of Standalone Financial Results

To Board of Directors of
Aarti Industries Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone quarterly financial results of Aarti Industries Limited (“the Company”) for the quarter ended 30 June 2023, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).

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

1. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
2. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS-34”) prescribed under section 133 of the Companies Act 2013 read with relevant rules thereunder and other accounting principles generally accepted in India of the net profit and total other comprehensive income, and other financial information of the Company for quarter ended 30 June 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 together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.





Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year-to-date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the management and 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 management and the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.





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

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and the Board of Directors in terms of requirements specified under regulation 33 of the Listing Regulations.
- 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 financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial results, 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 interim standalone financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the interim condensed 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 interim condensed 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

Comparative Audited Standalone Financial Results

The comparative audited standalone financial results for quarter ended 30 June 2022 (before giving effect to scheme of arrangement) were audited by erstwhile statutory auditors, Kirtane & Pandit, LLP (FRN: 105215W/W100057), Chartered Accountants whose audit report dated 10 August 2022 had expressed an unmodified opinion on financial statements. The management had prepared recasted standalone financial statements for the quarter ended 30 June 2022 to give effect to scheme of arrangement and we had performed necessary review procedures as per SRS 4400 "Engagements to Perform Agreed-upon Procedures regarding Financial Information" issued by ICAI.

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

For GOKHALE & SATHE
CHARTERED ACCOUNTANTS
Firm Registration No.: 103264W

Tejas Parikh
Partner
Membership No. 123215
UDIN: -23123215BGQLFJ3313
Date: 8 August 2023
Place: Mumbai





Independent Auditors' Report on Audit of Consolidated Financial Results

To Board of Directors of Aarti Industries Limited

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying Statement of Consolidated Financial Results of Aarti Industries Limited (“Holding company”) and its subsidiaries (holding company and its subsidiaries together referred to as “the Group”) for the quarter ended 30 June 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 (“Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements / financial information of subsidiaries (refer other matter paras), the Statement:

1. includes the results of the following entities:
 - i. Aarti Corporate Services Limited
 - ii. Shanti Intermediates Private Limited (through its Holding Company: Aarti Corporate Services Limited)
 - iii. Nascent Chemical Industries Limited (through its Holding Company: Aarti Corporate Services Limited)
 - iv. Alchemie (Europe) Limited.
 - v. Innovative Envirocare Jhagadia Limited
 - vi. Aarti Polychem Private Limited
 - vii. Aarti Bharuch Limited
 - viii. Aarti Spechem Limited
 - ix. Augene Chemical Private Limited (w.e.f. from 18 May 2023)
2. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
3. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS-34”) prescribed under section 133 of the Companies Act 2013 read with relevant rules thereunder and other accounting principles generally accepted in India of the consolidated net profit and consolidated total other comprehensive income and other financial information of the Group for quarter ended 30 June 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 Consolidated Financial Results section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Consolidated Financial Results.

These quarterly financial results have been prepared on the basis of the interim financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' 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 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 for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.





The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

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

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors in terms of requirements specified under regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial





results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the interim consolidated financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the interim consolidated financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the interim consolidated financial results.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Other Matters

I. Comparative Audited Consolidated Financial Results

The comparative audited consolidated financial results for quarter ended 30 June 2022 (before giving effect to scheme of arrangement) were audited by erstwhile statutory auditors, Kirtane & Pandit, LLP (FRN: 105215W/W100057), Chartered Accountants whose audit report dated 10 August 2022 had expressed an unmodified opinion on financial statements. The management had prepared recasted consolidated financial statements for the quarter ended 30 June 2022 to give effect to scheme of arrangement and we had performed necessary review procedures as per SRS 4400 “Engagements to Perform Agreed-upon Procedures regarding Financial Information” issued by ICAI.

Our opinion is not modified in respect of above matter.

II. Financial Results of Subsidiaries not audited by us.

- a) The consolidated financial results include the audited financial results of 5 subsidiaries whose interim financial Results/ financial information reflects total revenues (net) of Rs. 2.40 crores and total net loss after tax Rs.0.47 crores for the quarter ended 30 June 2023 as considered in the consolidated financial results, which have been audited by





their respective independent auditors. The independent auditors' reports on interim financial statements/Financial Results/financial information of these entities have been furnished to us and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

- b) The consolidated financial results include the unaudited financial results of 1 foreign subsidiary whose interim financial Results/ financial information reflects total revenues of Rs. 15.13 crores and total net loss after tax of Rs 1.32 crores for the quarter ended 30 June 2023 as considered in the consolidated financial results. These unaudited financial statements have been furnished to us by the board of directors and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited interim financial statement. In our opinion and according to the information and explanations given to us by the Board of Directors, these interim financial statements is not material to the Group.

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

For GOKHALE & SATHE
CHARTERED ACCOUNTANTS
Firm Registration No.: 103264W

Tejas Parikh
Partner
Membership No. 123215
UDIN: -23123215BGQLFK1694
Date: 8 August 2023
Place: Mumbai

