



## Texmaco Infrastructure & Holdings Limited

**TEXINFRA**

12<sup>th</sup> May, 2023

National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400051  
Symbol -TEXINFRA

BSE Limited  
P. J. Towers,  
Dalal Street,  
Mumbai – 400001  
Scrip Code - 505400

Dear Sirs,

We write to inform you that the Board of Directors of the Company at its Meeting held today has *inter-alia*, approved :

- i. the Audited Financial Results (Standalone & Consolidated) of the Company for the quarter and year ended 31<sup>st</sup> March, 2023 which are enclosed along with the Auditor's Report (Standalone & Consolidated) with unmodified opinion on the said Financial Results – marked as **Annexure -A**.
- ii. recommendation of dividend of 15 (Fifteen) % i.e. Re. 0.15/- per fully paid-up Equity Share of Re. 1/- each. The Dividend on Equity Shares on approval at the Annual General Meeting ('AGM') will be credited / dispatched to the Members on or before 30 (thirty) days from the date of AGM.
- iii. appointment of Mr. Kishor Shah (DIN: 00170502) and Ms. Ranjana Tibrawalla (DIN: 00542746) as an Additional Directors (designated as Independent Directors of the Company), w.e.f. 12<sup>th</sup> May, 2023 for a period of 5 (five) years each as per the terms & conditions as recommended by the Nomination and Remuneration Committee and in accordance with the provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & subject to the approval of the shareholders.  
Mr. Shah and Ms. Tibrawalla are not related to any of the Director(s) or Key Managerial Personnel(s) or Promoter(s) / Promoter group of the Company. Further, Mr. Shah and Ms. Tibrawalla are not debarred from holding Directorship by virtue of any SEBI order or any other Authority.
- iv. appointment of Mr. Prakash Chandra Kejriwal (DIN: 00964460) as the Non-Executive Director of the Company w.e.f. 12<sup>th</sup> May, 2023 for a period of 5 (five) years, subject to the approval of the shareholders.  
Mr. Kejriwal is not related to any of the Director(s) or Key Managerial Personnel(s) or Promoter(s) / Promoter group of the Company. Further, Mr. Kejriwal is not debarred from holding Directorship by virtue of any SEBI Circular/ Order or any other Authority.

Regd. Office : Belgharia , Kolkata 700056 . Ph +91 033 2569 1500 . Fax 2541 1722 / 2448

Email : [texmail@texmaco.in](mailto:texmail@texmaco.in) Website : [www.texinfra.in](http://www.texinfra.in)

CIN: L70101WB1939PLC009800





## Texmaco Infrastructure & Holdings Limited

**TEXINFRA**

- v. appointment of Ms. Neha Singh (ICSI Membership No. F10596), a Member of the Institute of Company Secretaries of India as Company Secretary & Compliance Officer of the Company w.e.f. 12<sup>th</sup> May, 2023.

The brief profiles of Messrs Kishor Shah, Prakash Chandra Kejriwal, Ms. Ranjana Tibrawalla and Ms. Neha Singh are enclosed herewith- marked as **Annexure -B**.

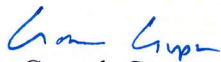
The Meeting commenced at 3:30 p.m. and concluded at 5:15 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Texmaco Infrastructure & Holdings Limited**

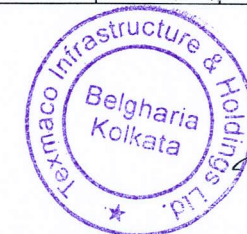


Ganesh Gupta

Chief Financial Officer



Sr. No.	Particulars	STANDALONE					CONSOLIDATED				
		Quarter ended			Year ended		Quarter ended			Year ended	
		31-Mar-2023 (Audited)	31-Dec-2022 (Unaudited)	31-Mar-2022 (Audited)	31-Mar-2023 (Audited)	31-Mar-2022 (Audited)	31-Mar-2023 (Audited)	31-Dec-2022 (Unaudited)	31-Mar-2022 (Audited)	31-Mar-2023 (Audited)	31-Mar-2022 (Audited)
1	<b>Income</b>										
	(a) Revenue from Operations	251.29	240.09	684.50	1,042.52	1,347.86	421.18	400.05	829.44	1,652.76	1,911.34
	(b) Other Income	220.44	208.85	235.01	925.65	1,330.62	209.63	198.20	193.78	883.17	1,148.95
	<b>Total Income</b>	<b>471.73</b>	<b>448.94</b>	<b>919.51</b>	<b>1,968.17</b>	<b>2,678.48</b>	<b>630.81</b>	<b>598.25</b>	<b>1,023.22</b>	<b>2,535.93</b>	<b>3,060.29</b>
2	<b>Expenses</b>										
	(a) Purchase of products for sale	79.00	--	505.68	79.00	505.68	79.00	--	505.68	79.00	505.68
	(a) Employee Benefits Expense	106.23	94.14	120.77	436.63	434.97	285.89	251.90	272.70	1,066.86	1,019.36
	(b) Finance Costs	62.64	61.13	60.93	235.92	247.54	54.79	52.88	55.93	205.07	233.67
	(c) Depreciation and Amortisation Expenses	62.20	61.07	74.07	258.75	293.51	62.46	61.33	74.33	259.79	294.55
	(d) Other Expenses	158.17	147.03	144.08	625.79	1,056.25	159.07	172.59	144.19	646.46	1,118.18
	<b>Total Expenses</b>	<b>468.24</b>	<b>363.37</b>	<b>905.53</b>	<b>1,636.09</b>	<b>2,537.95</b>	<b>641.21</b>	<b>538.70</b>	<b>1,052.83</b>	<b>2,257.18</b>	<b>3,171.44</b>
3	<b>Profit/(Loss) before Exceptional Items &amp; Tax (1-2)</b>	<b>3.49</b>	<b>85.57</b>	<b>13.98</b>	<b>332.08</b>	<b>140.53</b>	<b>(10.40)</b>	<b>59.55</b>	<b>(29.61)</b>	<b>278.75</b>	<b>(111.15)</b>
4	Exceptional item	--	--	--	--	--	--	--	--	--	(8,977.51)
5	<b>Profit/(Loss) before Tax (3-4)</b>	<b>3.49</b>	<b>85.57</b>	<b>13.98</b>	<b>332.08</b>	<b>140.53</b>	<b>(10.40)</b>	<b>59.55</b>	<b>(29.61)</b>	<b>278.75</b>	<b>(9,088.66)</b>
6	<b>Tax Expense / (benefit)</b>										
	(a) Current Tax including Tax related to earlier years	--	57.00	4.00	88.00	106.00	0.17	60.85	4.31	101.47	148.84
	(b) Deferred Tax charge / (credit)	(27.75)	(3.79)	(23.27)	(115.32)	(124.80)	(20.82)	(6.62)	(19.18)	(131.05)	(127.86)
	<b>Net Tax Expense / (benefit)</b>	<b>(27.75)</b>	<b>53.21</b>	<b>(19.27)</b>	<b>(27.32)</b>	<b>(18.80)</b>	<b>(20.65)</b>	<b>54.23</b>	<b>(14.87)</b>	<b>(29.58)</b>	<b>20.98</b>
7	<b>Net Profit/(Loss) after tax (5-6)</b>	<b>31.24</b>	<b>32.36</b>	<b>33.25</b>	<b>359.40</b>	<b>159.33</b>	<b>10.25</b>	<b>5.32</b>	<b>(14.74)</b>	<b>308.33</b>	<b>(9,109.64)</b>
8	<b>Share in Profit/(Loss) after tax from Associates (Net)</b>	--	--	--	--	--	--	--	--	--	485.95
9	<b>Net Profit / (Loss) after tax and share in profit / (loss) of associates (7+8)</b>	<b>31.24</b>	<b>32.36</b>	<b>33.25</b>	<b>359.40</b>	<b>159.33</b>	<b>10.25</b>	<b>5.32</b>	<b>(14.74)</b>	<b>308.33</b>	<b>(8,623.69)</b>
10	<b>Profit/(loss) for the period Attributable to:</b>	--	--	--	--	--	<b>10.25</b>	<b>5.32</b>	<b>(14.74)</b>	<b>308.33</b>	<b>(8,623.69)</b>
	Owners of the Parent	--	--	--	--	--	12.31	10.10	(14.99)	310.18	(8,624.72)
	Non-Controlling Interest	--	--	--	--	--	(2.06)	(4.78)	0.25	(1.85)	1.03
11	<b>Other comprehensive income</b>	<b>(13,635.97)</b>	<b>2,672.68</b>	<b>7,689.58</b>	<b>(3,265.95)</b>	<b>30,439.31</b>	<b>(13,628.52)</b>	<b>2,672.67</b>	<b>7,689.93</b>	<b>(3,258.50)</b>	<b>12,810.47</b>
	Items that will not be reclassified to profit or loss (net of taxes)	(13,647.34)	2,573.23	7,385.83	(3,568.30)	29,942.61	(13,639.90)	2,573.22	7,386.18	(3,560.86)	12,336.94
	Items that will be reclassified to profit or loss	11.37	99.45	303.75	302.35	496.70	11.38	99.45	303.75	302.36	473.53
12	<b>Total Comprehensive Income:</b>	<b>(13,604.73)</b>	<b>2,705.04</b>	<b>7,722.83</b>	<b>(2,906.55)</b>	<b>30,598.64</b>	<b>(13,618.27)</b>	<b>2,677.99</b>	<b>7,675.19</b>	<b>(2,950.17)</b>	<b>4,186.78</b>
	Owners of the Parent	--	--	--	--	--	(13,616.21)	2,682.77	7,674.94	(2,948.32)	4,185.75
	Non-Controlling Interest	--	--	--	--	--	(2.06)	(4.78)	0.25	(1.85)	1.03
13	<b>Paid up Equity Share Capital (Face Value Re.1/- Per Share)</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>	<b>1,274.28</b>
14	<b>Other Equity</b>				<b>62,901.92</b>	<b>65,904.04</b>				<b>62,342.59</b>	<b>65,386.48</b>
15	<b>Earnings per Share (of Re.1/- each) (Not Annualised):</b>										
	(a) Basic	0.02	0.03	0.03	0.28	0.13	0.01	0.01	(0.01)	0.24	(6.77)
	(b) Diluted	0.02	0.03	0.03	0.28	0.13	0.01	0.01	(0.01)	0.24	(6.77)




## Segment Revenue, Results, Assets and Liabilities

Sr. No.	Particulars	STANDALONE					CONSOLIDATED				
		Quarter ended			Year ended		Quarter ended			Year ended	
		31-Mar-2023	31-Dec-2022	31-Mar-2022	31-Mar-2023	31-Mar-2022	31-Mar-2023	31-Dec-2022	31-Mar-2022	31-Mar-2023	31-Mar-2022
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
<b>1</b>	<b>SEGMENT REVENUE (Gross)</b>										
a)	Real Estate	162.84	176.39	145.91	664.63	466.34	171.09	184.64	150.91	695.88	480.34
b)	Mini Hydro	6.66	63.70	13.63	296.10	344.35	6.66	63.70	13.63	296.10	344.35
c)	Trading Goods	81.79	-	521.16	81.79	521.16	81.79	-	521.16	81.79	521.16
d)	Job Work Services	--	-	--	--	--	177.97	167.59	151.76	640.55	590.92
e)	Other-Unallocated	--	-	3.80	--	16.01	--	-	3.80	--	16.01
	<b>Total</b>	251.29	240.09	684.50	1,042.52	1,347.86	437.51	415.93	841.26	1,714.32	1,952.78
	Less : Inter Segment Revenue	--	--	--	--	--	(16.33)	(15.88)	(11.82)	(61.56)	(41.44)
	<b>Net Sales/Income from operation</b>	251.29	240.09	684.50	1,042.52	1,347.86	421.18	400.05	829.44	1,652.76	1,911.34
<b>2</b>	<b>SEGMENT RESULTS</b>										
	Profit before Interest & Tax										
a)	Real Estate	(17.07)	17.16	8.25	(8.54)	(187.11)	(46.93)	8.91	16.21	(52.69)	(188.08)
b)	Mini Hydro	(66.90)	(16.02)	(77.22)	(37.95)	15.56	(66.90)	(16.02)	(77.22)	(37.95)	15.56
c)	Trading Goods	2.83	--	15.49	2.83	15.49	2.83	--	15.49	2.83	15.49
d)	Job Work Services	--	--	--	--	--	(2.51)	9.54	4.32	8.66	144.75
e)	Unallocable	(0.86)	(16.31)	(61.04)	(12.84)	(272.45)	(0.86)	(16.31)	(99.86)	(12.84)	(593.23)
	<b>Total</b>	(82.00)	(15.17)	(114.52)	(56.50)	(428.51)	(114.37)	(13.88)	(141.06)	(91.99)	(605.51)
	Add/ (Less) : Interest (Net)	85.49	100.74	128.50	388.58	569.04	103.97	73.43	111.45	370.74	494.36
	<b>Total Profit before Tax</b>	3.49	85.57	13.98	332.08	140.53	(10.40)	59.55	(29.61)	278.75	(111.15)
<b>3</b>	<b>SEGMENT ASSETS</b>										
a)	Real Estate	11,358.11	11,396.47	11,702.87	11,358.11	11,702.87	10,875.42	10,985.93	11,339.64	10,875.42	11,339.64
b)	Mini Hydro	851.93	879.56	908.42	851.93	908.42	851.93	879.56	908.42	851.93	908.42
c)	Trading Goods	3.27	--	32.68	3.27	32.68	3.27	--	32.68	3.27	32.68
d)	Job Work Services	--	--	--	--	--	909.47	858.64	767.97	909.47	767.97
e)	Unallocable	55,855.66	69,414.89	58,504.32	55,855.66	58,504.32	55,296.10	68,855.33	57,978.87	55,296.10	57,978.87
	<b>Total</b>	68,068.97	81,690.92	71,148.29	68,068.97	71,148.29	67,936.19	81,579.46	71,027.58	67,936.19	71,027.58
<b>4</b>	<b>SEGMENT LIABILITIES</b>										
a)	Real Estate	2,691.00	2,693.25	2,839.34	2,691.00	2,839.34	2,696.98	2,729.22	2,845.27	2,696.98	2,845.27
b)	Mini Hydro	335.64	345.16	360.68	335.64	360.68	335.64	345.16	360.68	335.64	360.68
c)	Trading Goods	--	--	87.26	--	87.26	--	--	87.26	--	87.26
d)	Job Work Services	--	--	--	--	--	344.65	322.44	313.16	344.65	313.16
e)	Unallocable	866.13	871.58	682.69	866.13	682.69	866.13	871.58	682.69	866.13	682.69
	<b>Total</b>	3,892.77	3,909.99	3,969.97	3,892.77	3,969.97	4,243.40	4,268.40	4,289.06	4,243.40	4,289.06



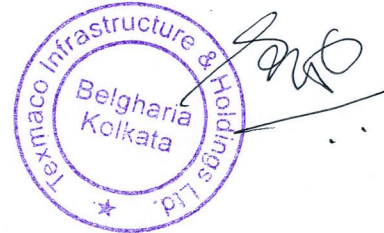

## STATEMENT OF ASSETS AND LIABILITIES

Rs. in Lakhs

Statement of Assets & Liabilities	Standalone		Consolidated	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
	(Audited)	(Audited)	(Audited)	(Audited)
<b>ASSETS</b>				
<b>1. Non-current assets</b>				
(a) Property, plant and equipment	6,344.19	6,450.10	6,344.20	6,450.11
(b) Capital work-in-progress	634.85	633.24	1,539.17	1,537.56
(c) Right of Use Assets	944.82	706.85	1,033.38	796.45
(d) Investment property	5,906.14	6,028.95	5,906.14	6,028.95
(e) Other Intangible Assets	17.73	24.47	17.73	24.47
(f) Financial assets				
(i) Investments	44,080.20	47,687.30	43,575.99	47,127.78
(ii) Loans	905.25	905.25	390.78	390.78
(iii) Others	9.53	9.71	9.53	9.71
(g) Deferred tax assets (Net)	1,149.58	693.73	1,206.04	736.96
(h) Other Non current Assets	69.00	68.56	69.47	69.03
	60,061.29	63,208.16	60,092.43	63,171.80
<b>2. Current assets</b>				
(a) Inventories	6.54	6.74	6.54	6.74
(b) Financial assets				
(i) Investments	1,729.23	917.63	1,816.52	1,078.73
(ii) Trade receivables	35.11	118.92	102.59	170.60
(iii) Cash and cash equivalents	116.59	159.28	161.73	182.92
(iv) Bank balances other than (iii) above	9.73	11.21	9.73	11.21
(v) Loans	4,026.82	4,686.83	4,024.82	4,684.83
(vi) Others	1,611.89	1,474.72	1,232.08	1,140.00
(c) Current tax assets (Net)	222.74	281.11	237.96	292.28
(d) Other current assets	249.03	283.69	251.79	288.47
	8,007.68	7,940.13	7,843.76	7,855.78
<b>TOTAL ASSETS</b>	<b>68,068.97</b>	<b>71,148.29</b>	<b>67,936.19</b>	<b>71,027.58</b>
<b>EQUITY AND LIABILITIES</b>				
<b>1. EQUITY</b>				
(a) Equity share capital	1,274.28	1,274.28	1,274.28	1,274.28
(b) Other equity	62,901.92	65,904.04	62,342.59	65,386.48
	64,176.20	67,178.32	63,616.87	66,660.76
<b>Non controlling interest</b>	-	-	75.92	77.76
	64,176.20	67,178.32	63,692.79	66,738.52



<b>2 . LIABILITIES</b>				
<b>A. Non-current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	2,097.96	2,221.51	2,097.96	2,221.51
(i)(a) Lease Liabilities	674.01	445.17	674.01	445.17
(ii) Other financial liabilities	0.07	2.54	0.14	240.47
(b) Provisions	47.69	51.13	237.62	221.90
(c) Other non current liabilities	663.24	677.73	663.24	440.16
	<b>3,482.97</b>	<b>3,398.08</b>	<b>3,672.97</b>	<b>3,569.21</b>
<b>B. Current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	137.27	151.86	137.27	151.86
(i)(a) Lease Liabilities	68.49	47.49	68.49	47.49
(ii) Trade payables				
- Dues to Micro and Small enterprises (MSME)	-	-	-	-
- Dues to creditors other than MSME	66.11	168.35	110.20	212.81
(iii) Other financial liabilities	96.97	91.62	168.56	155.26
(b ) Provisions	3.15	17.08	14.55	28.47
(c) Other current liabilities	37.81	95.49	71.36	123.96
	<b>409.80</b>	<b>571.89</b>	<b>570.43</b>	<b>719.85</b>
<b>TOTAL - EQUITY &amp; LIABILITIES</b>	<b>68,068.97</b>	<b>71,148.29</b>	<b>67,936.19</b>	<b>71,027.58</b>



**Cash Flow Statement**

Rs. In lakh

Particulars	Standalone		Consolidated	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022	For the year ended 31st March, 2023	For the year ended 31st March, 2022
	(Audited)	(Audited)	(Audited)	(Audited)
<b>Cash Flows From Operating Activities:</b>				
Net Profit before Taxation & Exceptional Items	332.08	140.53	278.75	(111.15)
Adjustments for:				
Depreciation	258.75	293.51	259.79	294.55
Interest Paid	235.92	247.54	205.07	233.67
Provision and Excess Liabilities Written Back	(4.44)	(0.02)	(4.44)	(0.02)
Interest Received	(624.50)	(816.58)	(575.81)	(728.03)
Income From Investments	(204.99)	(228.10)	(204.99)	(169.60)
Profit on Sale/Fair value of Investments (Net)	(78.27)	(8.27)	(84.46)	(14.56)
Profit on Sale of Investments-Long Term (Net)	-	(250.71)	0.00	(209.80)
Subsidy transferred to revenue based on assets life	(8.67)	(8.67)	(8.67)	(8.67)
Loss/(Profit) on Sale of Property, plant & equipments (Net)	(1.13)	(16.79)	(1.13)	(16.79)
Loan written off	-	436.06	0.00	436.06
Sundry debit balance adjusted/written off	-	0.61	-	69.46
	(427.33)	(351.42)	(414.64)	(113.73)
<b>Operating Profit before Working Capital Changes &amp; Exceptional</b>	(95.25)	(210.89)	(135.89)	(224.88)
(Increase)/Decrease in Trade & Other Receivables	118.05	(170.48)	104.29	28.65
(Increase)/Decrease in Inventories	0.20	(0.08)	0.20	(0.08)
Increase/(Decrease) in Trade Payables & Other Liabilities	(173.06)	(24.22)	(131.56)	(0.17)
	(54.81)	(194.78)	(27.07)	28.40
<b>Cash Generated from Operations</b>	(150.06)	(405.67)	(162.96)	(196.48)
Direct Taxes Paid	(29.63)	(114.93)	(47.15)	(146.55)
Cash Flow before Exceptional Items	(179.69)	(520.60)	(210.11)	(343.03)
Exceptional Items	-	-	-	-
<b>Net Cash used in Operating Activities</b>	(179.69)	(520.60)	(210.11)	(343.03)
<b>Cash Flows From Investing Activities</b>				
Purchase of Property, Plant & Equipments	(23.51)	(143.03)	(23.51)	(143.03)
Sale of Property, Plant & Equipments	17.52	39.76	17.52	39.76
Purchase of Investments	(2345.00)	(2274.79)	(2345.00)	(2671.48)
Sale of Investment in Associates	-	-	-	402.00
Sale of Investment in Others	1611.67	1369.27	1636.35	1443.28
Loan to Subsidiaries/ Body Corporates	660.00	1028.54	660.00	683.94
Bank Deposits (Includes having original maturity more than three months)	201.65	(0.18)	201.65	(0.18)
Interest Received	287.33	961.10	283.73	1,096.12
Dividend Received	204.99	236.02	204.99	177.52
<b>Net Cash from Investing Activities</b>	614.65	1216.69	635.73	1027.93
<b>Cash Flows From Financing Activities</b>				
Receipt/(Payment) of Long Term Borrowings	(123.55)	306.31	(123.55)	306.31
Receipt/(Payment) of Short Term Borrowings	(14.59)	(419.69)	(14.59)	(419.69)
Interest Paid	(242.46)	(243.69)	(211.62)	(230.01)
Dividend & Dividend Tax Paid	(97.05)	(254.67)	(97.05)	(254.67)
<b>Net Cash used in Financing Activities</b>	(477.65)	(611.74)	(446.81)	(598.06)
<b>Net Decrease in Cash and Cash Equivalents</b>	(42.69)	84.35	(21.19)	86.84
Cash And Cash Equivalents at the beginning of the period	159.28	74.93	182.92	96.08
Cash and Cash Equivalents at the end of the period	116.59	159.28	161.73	182.92



## Notes:

1. (i) The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their Meetings held on 12th May, 2023.
- (ii) The above Results for the current quarter and year ended 31st March, 2023 have been audited by the Statutory Auditors as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (iii) The above results have been prepared in accordance with the Ind-AS.
2. The Board of Directors has recommended a dividend of 15% i.e. Rs.0.15 paise per equity share of face value of Re.1 each, subject to approval by shareholders of the Company.
3. Figures for the quarter ended 31st March, 2023 and 31st March, 2022 are the balancing figures between audited figures in respect of full financial year and the published year to date figures upto the third quarter of the relevant financial year, which were subjected to a Limited Review.
4. Previous period's figures have been re-grouped/ re-arranged wherever necessary.

## Registered Office :

Belgharia, Kolkata -700 056  
Phone No. +91-33-25691500  
Fax No. +91-33-25412448  
Website : www.texinfra.in

Place : Kolkata

Dated : 12th May, 2023



  
S.K. Poddar  
Chairman  
DIN : 00008654



**INDEPENDENT AUDITOR'S REPORT  
TO THE BOARD OF DIRECTORS OF  
TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED**

**Report on the Audit of the Standalone Financial Results**

**Opinion**

1. We have audited the accompanying statement of standalone financial results (the "Statement") of TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED ("the Company") for the quarter and year ended March 31, 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").
2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
  - i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the profit and other comprehensive loss and other financial information for the quarter and year ended March 31, 2023.

**Basis for Opinion**

3. 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**

4. 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 profit and other comprehensive loss 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.

5. 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.
6. 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**

7. 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.
8. 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 Board of Directors.
  - 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 standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.



9. 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.
10. 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**

11. The Financial Results include the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.



For L. B. Jha & Co.  
Chartered Accountants  
Firm Registration No.: 301088E

A handwritten signature in blue ink, appearing to read "D.N. Roy".

(D.N. Roy)

Partner

Membership No.: 300389  
UDIN: 23300389BGWCHF3902

Place: Kolkata  
Date: 12<sup>th</sup> May, 2023

SA/T/7R

**INDEPENDENT AUDITOR'S REPORT  
TO THE BOARD OF DIRECTORS OF  
TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED**

**Report on the Audit of Consolidated Financial Results**

**Opinion**

1. We have audited the accompanying statement of consolidated financial results of TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED (“Holding Company”) and its subsidiaries (Holding Company and its subsidiaries together referred to as “the Group”), and its associate for the quarter and year ended March 31, 2023, (“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”).
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements and financial information of the subsidiaries and associate, the statement:

(i) includes the annual financial results of the following entities:

Sl. No.	Name of the entity	Nature of relationship
1	Valley View Landholdings Private Limited	Wholly owned Subsidiary
2	Macfarlane & Company Limited	Subsidiary
3	High Quality Steels Limited	Wholly owned Subsidiary
4	Topflow Buildcon Private Limited	Step down subsidiary
5	Startree Enclave Private Limited	Step down subsidiary
6	Snowblue Conclave Private Limited	Step down subsidiary
7	Lionel India Limited	Associate

(ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(iii) give a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the profit and other comprehensive loss and other financial information of the Group for the quarter and year ended March 31, 2023.



**Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (“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 and its associate 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 Matter” paragraph below, is sufficient and appropriate to provide a basis for our opinion.

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

4. These Consolidated financial results have been prepared on the basis of the consolidated annual 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 loss and other comprehensive loss and other financial information of the Group including its associate in accordance with 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 associate 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 associate 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.
5. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and its associate 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.
6. The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associate.

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

7. 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.

8. 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. 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.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - 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 and its associate 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 and its associates 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 and its associate 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.
9. 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.
10. 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**

11. The Consolidated Financial Results include the audited Financial Results of three subsidiary and three step down subsidiaries, whose Financial Statements reflect Group's share of total assets of Rs. 1,880.62 lakhs as at March 31, 2023, Group's share of total revenue of Rs. 198.36 lakhs and Rs. 722.39 lakhs and Group's share of total net profit/(loss) after tax of Rs. (20.99) lakhs and Rs. (51.07) lakhs, total comprehensive income/(loss) of Rs. (13.54) lakhs and Rs. (43.62) lakhs for the quarter ended and for the year ended March 31, 2023 respectively, and Cash flows (net) of Rs. 21.5 lakhs for the year ended March 31, 2023 as considered in the consolidated Financial Results, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements 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.
12. The Consolidated Financial Results include the unaudited financial results of one associate whose Financial Statements reflect Group's share of total net profit after tax of Rs. Nil and Nil total comprehensive income of Rs. Nil and Rs. Nil for the quarter ended and for the year ended March 31, 2023 respectively This financial result is unaudited and have been furnished to us by the Holding Company's Management and our opinion on the Consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of this entity is based solely on such unaudited Financial Results certified by the Management as stated above. Any adjustment upon audit by the respective auditors to the unaudited Financial Results could have consequential effects on the Consolidated Financial Results. In our opinion and according to the information and explanations given to us by the Holding Company's Management, these Financial Results are not material to the Group.

Our opinion on the Consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors.

13. The Financial Results include the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Place: Kolkata  
Date: 12<sup>th</sup> May, 2023



For L. B. Jha & Co.  
Chartered Accountants  
Firm Registration No: 301088E

(D.N. Roy)  
Partner

Membership No. 300389  
UDIN: 23300389BGWCHG6078



**Brief profile of Mr. Kishor Shah**

Mr. Kishor Shah, 66 years of age, is Commerce Graduate and a Qualified Chartered Accountant, Company Secretary and Cost and Management Accountant, U.K. With over four decades of varied corporate experience, Mr. Shah effectively handled diverse roles in Compliance, Finance, Investment Banking, Capital Markets, etc. He has worked with Bata India; Shaw Wallace & Co, Copwud Orient watches Ltd and few other renowned companies. He is also the author of various books relating to stock market investments, computer data processing, etc.

Currently, Mr. Shah is the Managing Director of SMIFS Capital Markets Limited and holds directorships in few other companies.

**Brief profile of Mr. Prakash Chandra Kejriwal**

Mr. Prakash Chandra Kejriwal, 54 years of age, is a fellow member of The Institute of Chartered Accountants of India and is an All-India Rank Holder with more than 30 years of experience. He has held leadership positions in various companies of erstwhile K K Birla Group and handled roles in finance & accounts, commercial, legal & administration, budgeting, cost control, etc. He is currently associated with Texmaco Rail & Engineering Limited as the Chief Finance Officer for its Rail EPC business for approx. 8 years. He is also on the Board of some of the associate companies of the Adventz Group.

**Brief profile of Ms. Ranjana Tibrawalla**

Ms. Ranjana Tibrawalla, 73 years of age, has been involved in Human Resource Management activities and helping various NGO's in Education. She has even taught in Loreto College Women Cell for empowering women from weaker sections of society under Beti Bachao Beti Padhao Program of Govt. of India.

**Brief profile of Ms. Neha Singh**

Ms. Neha Singh is a Qualified Company Secretary having an overall work experience of more than 9 years in areas of Corporate Laws and SEBI related matters. She was earlier associated with Gillanders Arbuthnot & Company Limited as Assistant Company Secretary and Texmaco Rail & Engineering Limited as Executive - Secretarial.

