



SINCE 1974

JYOTI STRUCTURES LIMITED

Corporate Office: Valecha Chambers
6th Floor, New Link Road Oshiwara
Andheri (West) Mumbai -400053
Corporate Identity No: L45200MH1974PLC017494

Ref: JSL/HO/CS/GEN/23-24/204

Date: May 29, 2023

BSE Limited, Phiroze Jeejeeboy Towers, Dalal Street, Fort, Mumbai 400 001. BSE Scrip Code: 513250	National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051. NSE Scrip Symbol: JYOTISTRUC
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Dear Sir/Madam,

Sub: Outcome of Board Meeting held on May 29, 2023

Pursuant to Regulation 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at their meeting held today, i.e., May 29, 2023 through MS Team (Audio/Video Conferencing) has inter alia considered and approved the following:

- 1) Audited Standalone & Consolidated Financial Statements together with its Audit Report for the Quarter and Year ended on 31st March, 2023.
- 2) Standalone & Consolidated Audited Financial Results together with its Audit Report including Balance Sheet, Profit & Loss account, Cash flow statement together with notes to accounts for the Quarter and Financial Year ended on 31st March, 2023.
- 3) Related Party Transactions as per regulation 23 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the half year period from 1st October,2022 to 31st March, 2023.
- 4) Reconstitution of Audit Committee, Nomination and Remuneration Committee and Risk Management Committee.
- 5) Continuation of directorship of Dr. Rajendra Prasad Singh (DIN: 00004812), as Non-executive Independent Director in terms of Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 6) Continuation of directorship of Dr. Govind Prasad Saha (DIN:09256986), as Non-executive Independent Director in terms of Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 7) Re-appointment of Secretarial Auditor for the F.Y. 2022-23.

The Meeting of the Board commenced at 06.15 PM hr IST and concluded at 09.55 PM hr IST.

Kindly acknowledge the receipt and update the same in your records.

Thanking You.

Yours faithfully,

For **Jyoti Structures Limited**

Sonali K. Gaikwad
Company Secretary
ACS 31201

JYOTI STRUCTURES LIMITED

Regd. Office: "Valecha Chambers", 6th Floor, New Link Road,
Oshiwara, Andheri (West), Mumbai - 400 053. Corporate Identity Number: L45200MH1974PLC017494
Tel : 4091 5000 Fax : 40915014/15, e-mail : investor@jstl.co.in , Website : www.jyotisttructures.in

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31, 2023

(INR in Lacs)

Sr. No.	Particulars	Quarter Ended			Year Ended	Year Ended
		31/03/2023 (Un-Audited)	31/12/2022 (Un-Audited)	31/03/2022 (Un-Audited)	31/03/2023 (Audited)	31/03/2022 (Audited)
1	Revenue from operations	15,583.09	4,386.43	216.55	22,923.12	438.87
2	Other Income	79.88	15.05	98.73	184.30	105.27
3	Total Income (1+2)	15,662.97	4,401.48	315.28	23,107.42	544.14
4	Expenses					
	(a) Cost of materials consumed	9,035.86	3,544.14	135.98	15,286.87	266.33
	(b) Changes in inventories of finished goods, work-in-progress	(526.15)	(1,126.16)	287.74	(2,507.19)	436.34
	(c) Erection and sub-contracting expenses	4,059.95	1,532.10	316.16	6,460.78	1,512.19
	(d) Employee benefits expense	927.06	692.27	250.93	2,560.99	435.17
	(e) Finance costs	22.79	9.28	-	37.80	-
	(f) Depreciation and amortisation expense	157.18	145.09	131.71	540.95	707.75
	(g) Other expenses	1,431.08	151.85	1,011.37	1,132.93	1,450.48
	Total expenses	15,107.77	4,948.57	2,133.89	23,513.13	4,808.26
5	Profit / (Loss) before exceptional items and tax (3-4)	555.20	(547.09)	(1,818.61)	(405.71)	(4,264.12)
6	Exceptional items	-	-	-	-	-
7	Profit / (Loss) before tax (4-5)	555.20	(547.09)	(1,818.61)	(405.71)	(4,264.12)
8	Tax expense					
	(i) Current Tax	-	-	-	-	-
	(ii) Deferred Tax	-	-	-	-	-
9	Profit / (Loss) for the period	555.20	(547.09)	(1,818.61)	(405.71)	(4,264.12)
10	Other Comprehensive Income for the period					
	(a) Items that will not be reclassified to profit or loss	(92.79)	-	(1.23)	(92.79)	(13.51)
	(b) Items that will be reclassified to profit or loss	(0.69)	1.93	(0.75)	2.83	9.44
11	Total Other Comprehensive Income for the period	(93.48)	1.93	(1.98)	(89.95)	(4.07)
12	Total Comprehensive Income for the period (9+11)	461.72	(545.16)	(1,820.59)	(495.66)	(4,268.19)
13	Paid-up equity share capital (face value Rs. 2/- each)	12,690.55	12,690.55	12,690.55	12,690.55	12,690.55
14	Instruments Entirely Equity In Nature	2,800.00	2,800.00	2,800.00	2,800.00	2,800.00
15	Other Equity as shown in the Audited Balance Sheet				(9,840.18)	2,566.73
16	Earnings per share					
	(a) Basic earnings/ (loss) per share (in INR)	0.09	(0.09)	(0.58)	(0.064)	(1.35)
	(b) Diluted earnings/ (loss) per share (in INR)	0.08	(0.08)	(0.53)	(0.058)	(1.25)

Sr. No Notes

1)	The above results have been reviewed by Audit Committee and approved by the Board of Directors at their meetings held on 27th May, 2023 and 29th May, 2023 respectively. The statutory auditors of the Company have carried out the Audit of the above Standalone Financial results for the year ended March 31, 2023.
2)	The above results of the Company have been prepared in accordance 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 and other accounting principles generally accepted in India
3)	Other Expenses is net of Foreign Exchange Gains and net of provisions in respective quarters, as applicable.
4)	The Company is in the business of execution of projects related to power transmission and as such there are no separate reportable operating segments as defined by Ind AS 108 - "Operating Segments".
5)	Dr. Rajendra P Singh Chairperson has authorised Mr. Ramamirtham Kannan (DIN: 00227980) & Mrs. Monika Akhil Chaturvedi (DIN : 02193359) to sign Standalone Financial Result for the quarter and year ended 31 March, 2023.
6)	Previous period figures have been re-arranged, re-grouped, re-calculated and re-classified, wherever necessary.

By Order of the Board of Directors

For Jyoti Structures Limited



Ramamirtham Kannan *Monika Akhil Chaturvedi*

Ramamirtham Kannan
Independent Director
DIN : 00227980

Monika Akhil Chaturvedi
Independent Director
DIN : 02193359

Place : Mumbai
Date : 29th May, 2023

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JYOTI STRUCTURES LIMITED
STANDALONE BALANCE SHEET AS AT MARCH 31, 2023

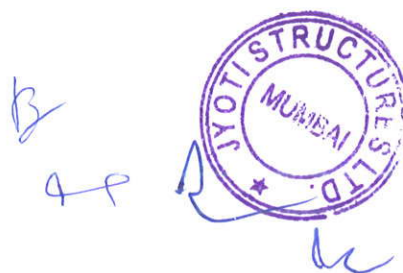
Particulars	As at 31/Mar/2023 Rs. In Lacs	As at 31/Mar/2022 Rs. In Lacs
ASSETS		
1) NON CURRENT ASSETS		
a) Property, Plant and Equipment	3,140.50	2,642.26
b) Intangible Assets	9.18	9.05
	3,149.68	2,651.30
c) Financial Assets		
i) Investment in Subsidiaries and Joint Venture	667.04	667.04
ii) Investments	68.00	65.17
iii) Other Financial Assets	408.47	499.80
	1,143.51	1,232.01
TOTAL NON CURRENT ASSETS	4,293.19	3,883.31
2) CURRENT ASSETS		
a) Inventories	7,261.22	2,469.12
b) Financial Assets		
i) Trade Receivables	1,99,043.44	1,89,123.42
ii) Cash and Cash Equivalents	3,030.50	8,354.18
iii) Bank Balances other than (ii) above	163.14	156.86
iv) Other Current Financial Assets	6,911.43	6,199.86
v) Current Tax Assets (Net)	264.48	478.58
	2,09,412.99	2,04,312.90
c) Other Current Assets	7,520.37	8,016.86
TOTAL CURRENT ASSETS	2,24,194.58	2,14,798.87
TOTAL ASSETS	2,28,487.77	2,18,682.18
EQUITY AND LIABILITIES		
1) EQUITY		
a) Equity Share Capital	12,690.55	12,690.55
b) Instruments Entirely Equity In Nature	2,800.00	2,800.00
c) Other Equity	(9,840.18)	2,566.73
TOTAL EQUITY	5,650.37	18,057.28
2) LIABILITIES		
A NON CURRENT LIABILITIES		
a) FINANCIAL LIABILITIES		
i) Long Term Borrowings	1,72,914.60	1,65,048.03
ii) Other Non Current Liabilities	15,843.00	22,337.00
iii) Long Term Provisions	86.45	13.44
iv) Deferred Tax Liabilities (Net)	-	-
TOTAL NON CURRENT LIABILITIES	1,88,844.05	1,87,398.47
B CURRENT LIABILITIES		
a) Financial Liabilities		
i) Short Term Borrowings	7,366.34	4,000.00
ii) Trade Payables	12,414.63	5,614.75
iii) Other Current Financial Liabilities	7,252.61	2,995.58
	27,033.58	12,610.33
b) Other Current Liabilities	6,939.92	616.02
c) Short Term Provisions	19.85	0.07
TOTAL CURRENT LIABILITIES	33,993.35	13,226.42
TOTAL EQUITY AND LIABILITIES	2,28,487.77	2,18,682.18



JYOTI STRUCTURES LIMITED

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2023

PARTICULARS	Year Ended 31/Mar/2023 Rs. in Lacs	Year Ended 31/Mar/2022 Rs. in Lacs
I CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) Before Taxes [A]	(405.72)	(4,264.12)
ADJUSTMENTS FOR:		
i) Depreciation and Amortisation	540.95	707.75
ii) (Gain)/Loss on Sale of Property, Plant and Equipment (Net) / Loss on Asset Disposal	150.86	(1.43)
iii) Interest Received	(137.54)	(104.78)
iv) Finance Costs	37.80	-
v) Net (gain)/loss on foreign currency transactions and translation	(1,202.57)	(665.53)
vi) Remeasurements of the defined benefit plans	(92.79)	(13.51)
vii) Allowance for bad and doubtful debts (expected credit loss allowance) (Net of Bad debts Written Off)	150.00	600.00
[B]	(553.28)	522.50
Operating Profit before Working Capital changes [A+B] = [C]	(959.00)	(3,741.62)
ADJUSTMENTS FOR :		
i) Inventories; Trade Receivable & Other Receivable, financial assets, Other Current Assets	(13,620.15)	2,034.98
ii) Current Liabilities and Provisions	10,979.59	(8,247.52)
[D]	(2,640.56)	(6,212.54)
Cash Generated from Operations [C+D] = [E]	(3,599.56)	(9,954.16)
i) Income Taxes Paid	-	-
[F]	-	-
Net Cash (used in) / generated from Operating Activities [I] [E+F] = [G]	(3,599.56)	(9,954.16)
II CASH FLOW FROM INVESTING ACTIVITIES		
i) Proceeds from Sale of Property, Plant and Equipment	41.92	-
ii) Capital expenditure on Property, Plant and Equipment & Intangible Assets [After adjustment of (Increase)/Decrease in Capital Work-in-Progress and advances for capital expenditure]	(1,232.11)	(122.40)
iii) Interest Received	137.54	104.78
Net Cash (used in) / generated from Investing Activities [II]	(1,052.65)	(17.62)
III CASH FLOW FROM FINANCING ACTIVITIES		
i) Proceeds from Issue of Equity Share (inclusive of Share Premium)	-	17,000.00
ii) Repayment of Short Term Borrowings	(633.66)	-
iii) Finance Costs Paid	(37.80)	-
Net Cash (used in) / generated from Financing Activities [III]	(671.47)	17,000.00
Net Increase/(Decrease) in Cash and Cash Equivalents [I + II + III]	(5,323.68)	7,028.22
Cash and Cash Equivalents at the beginning of the year	8,354.18	1,325.96
Cash and Cash Equivalents at the end of the year*	3,030.50	8,354.18
*Cash and Cash Equivalents comprises of :		
Particulars	Year Ended 31/Mar/2023 Rs. in Lacs	Year Ended 31/Mar/2022 Rs. in Lacs
a) Balances with Banks	3,030.32	8,353.56
b) Cash On Hand	0.18	0.62
Total	3,030.50	8,354.18





G. P. Sharma & Co. LLP

Chartered Accountants

Independent Auditor's Report on Standalone Financial Results of pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended)

To
The Board of Directors
Jyoti Structures Limited

Opinion

1. We have audited the accompanying standalone annual financial results ('the statement') of **Jyoti Structures Limited** (the "Company") for the year ended **31st March, 2023**, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 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) presents financial statements in accordance with requirements of Regulation 33 of the Listing Regulations; and
 - (ii) gives a true and fair in the conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standard ("Ind AS") specified under Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the Standalone net profit after tax and other comprehensive income and other financial information of the Company for the year ended 31 March 2023

Emphasis of Matter

- **Approved Resolution Plan - Interlocutory Application**

Pursuant to the Company effectuating of certain steps under the Approved Resolution Plan, the Implementation Impact was reflected in March 2022 Financials. Reliance was placed Management Representation regarding the existence and valuation of all the Assets (viz. Fixed Assets, Investments, Trade Receivables, Stock, Bank Accounts, Other Assets, and Receivable from Related Parties) & Liabilities (viz. Provisions, Borrowings, Statutory & Other Liabilities) post the Implementation. **Kindly refer Annexure A.**

With regard to the due dates of repayments to various stakeholders during the year, a key extract from the Resolution Plan is reproduced below:

Extract of Section VII – Other Stipulations for the Final Resolution Plan (Refer Clause B) :

"B. The Company will need roll-over of BG/LC Limits as described in paragraph C.2 (b) of Section I and paragraph F of section VI. This will ensure growth of revenue and margins. Which are crucial for meeting debt repayment commitments. BG limits will be allowed to be used as LCs as per the business needs. No fresh limits are being sought."



Interlocutory Application has been filed by the Company before the Hon'ble NCLT, Mumbai Bench, seeking exclusion of timelines for various actions under the Approved Resolution Plan on account of delay by MIDC for giving approval execution of tripartite agreement and non-release of Non Fund based limits by the lenders. The Hon'ble NCLT has been not passed any order till date.

- **Trade Receivables**

The Company has initiated reconciliation process with Trade Receivables totaling to Rs. 1,99,043.44 (Previous Year Rs. 1,89,123.42 Lacs) constituting 87.10 % of the Total Assets to determine the continuation of contracts, details of work in progress with age, stage of completion, progress billing, disputed and undisputed dues. The reconciliation is under process. The Company has made a provision of Rs. 150 Lacs (Previous Year Rs. 600 Lacs) totaling to Rs. 750 Lacs as at March 31, 2023 as provision for estimated credit loss. We have relied on the Management Representations on the carrying amounts and provision for expected credit loss as at March 31, 2023.

- **Overseas Branches**

The Standalone Financial Statements include out of the total fourteen branches

A. Unaudited Management reported amounts for the year ended March 31, 2023 of the seven branches. The financial statements include the assets, liabilities, income and expenditure in respect of branches are subject to changes on completion of audit. In the absence of details, we are unable to comment on the impact, it may have on the standalone financial statements. We have relied on the information provided by the Company.

A summary table is reproduced below of the seven branches.

Particulars	Branches (Rs. in Lacs)
Total Income	-
Total Expenditure	-211.65
Other Comprehensive Income	-1.28
Total Profit/(Loss) including Other Comprehensive Income	-212.93
Total Assets	8,181.30
Fixed Assets	36.87
Trade Receivable	6,734.92
Bank Balances	50.55
Inventories	280.02
Balances from Revenue Authorities	1,078.94
Other Assets	-
Total Liabilities	8,394.23
Sundry Creditors	-
Statutory Liabilities	1,907.27
Other Liabilities	6,486.96

B. During the year, the Company has written off Assets and Liabilities pertaining to the Seven Branches resulting in Loss of Rs 30.81 Lacs in Statement of Profit and Loss.



- **Overseas Subsidiaries**

Audited financial statements of the overseas subsidiaries as mentioned below are not available as at reporting date. Consequently, we are unable to comment upon the impact if any, on impairment of Investments. The Management believes that impairment is not required at the reporting date. We have relied on Management Representation regarding the same.

Particulars	Amount
Jyoti Projects FZE	Rs. 317.04 Lacs
Jyoti Structures Africa (Pty.) Limited	Rs. 419/-

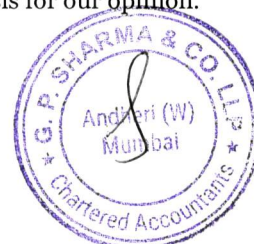
- **Related Parties Dues**

Dues from related parties as shown below. Audited financial statements of Overseas Subsidiaries (Including step down subsidiaries), Joint Ventures are not available as at reporting date. Consequently, we are unable to comment upon the impact if any, on impairment of balances. The Management believes that impairment is not required at the reporting date and the balances are recoverable in full. We have relied on Management Representation regarding the same.

Particulars	Amount (in Lacs)
Indian Subsidiaries:	
Jyoti Energy Limited	43.88
JSL Corporate Services Limited	(463.09)
Overseas Subsidiaries (Including Step Down Subsidiaries) :	
Jyoti Structures FZE	(1600.18)
JSL FZE Namibia	420.73
JSL FZE Nigeria	30.54
Jyoti Structures Africa (Pty.) Limited	5971.03
Jyoti Structures Kenya Ltd.	(238.42)
Joint Ventures	
Gulf Jyoti International LLC	819.19

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our Responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Statement* 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of our financial results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.



Responsibilities of Management's and those charged with Governance for the Statement

This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the Ind AS specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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.

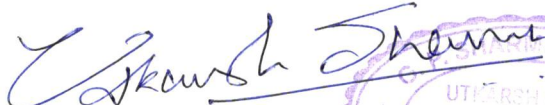


- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. 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 Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation. 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 Matter

The Statement includes the financial results for the quarter ended 31st March, 2023 being the balancing figure between the audited figures in respect of the full financial year ended 31st March, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us.

For G. P. Sharma & Co. LLP
Chartered Accountants
Firm Registration No.: 109957W/W100247



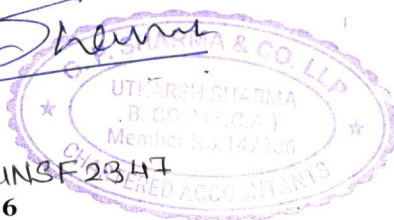
CA. Utkarsh Sharma
Partner

UDIN: 231479068GUNS F2347

Membership No: 147906

Place: Mumbai

Date: May 29, 2023



Annexure A - Corporate Insolvency Resolution Process <CIRP> – Resolution Plan

We draw your attention to the following impact of Resolution Plan's Implementation as determined by us basis the extracts of Resolution Plan submitted to us for the Previous Year (FY 2021-22)

- a. **Equity:-** The Company has issued 4,250 Lacs equity shares at Rs. 4 per share totalling to Rs. 17,000 Lacs to Resolution Plan's Investors. Further, Assenting Secured Financial Creditors have been issued 1,000 Lacs shares at Rs. 4 per share totalling to Rs. 4,000 Lacs in order to convert portion of their debt.
- b. **Compulsory Convertible Preference Shares :-** 700 Lacs Compulsorily Convertible Preference Shares have been issued to Aion and Apollo Group at Rs 4 per share.
- c. **Non Convertible Debentures & Restatement:-** Assenting Secured Financial Creditors have been issued Non-Convertible Debentures and the face value of the Debentures is Rs. 1,48,332 Lacs as on November 09, 2021. Following Restatement has been done by the Company: -

Particulars	Restated Amount (Rs in Lacs)
Assenting Financial Creditors (Face Value of NCD as on 9 th Nov 21)	1,48,332
Dissenting Financial Creditors	20,275
Unsecured Financial Creditors	1,000
Workmen & Other Employee Dues	14,700
Operational Creditors	11,500
Statutory Liabilities	1,100

Pursuant to the above, the Company has transferred the balance outstanding liabilities to Retained Earnings as "Resolution Plan Recast".

- d. **Overseas Branches:-**The Company has written back certain liabilities of the overseas branches as per the Resolution Plan and is in midst of determining the existence, and valuation of its assets of all branches.

For G P Sharma & Co LLP.

Chartered Accountants

Firm's registration number: 100957W/W100247



CA Utkarsh Sharma

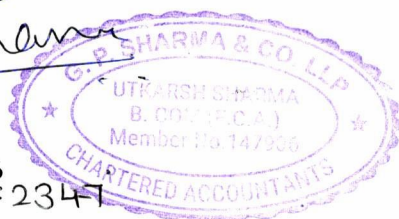
Partner

Membership number: 147906

UDIN: 23147906BGUNSF2347

Place: Mumbai

Date: May 29, 2023



JYOTI STRUCTURES LIMITED

Regd. Office: "Valecha Chambers", 6th Floor, New Link Road,
Oshiwara, Andheri (West), Mumbai - 400 053. Corporate Identity Number: L45200MH1974PLC017494
Tel : 4091 5000 Fax : 40915014/15, e-mail : investor@jstl.co.in, Website: www.jyotisttructures.in

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31,2023

(INR in Lacs)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31/03/2023	31-12-2022	31/03/2022	31-03-2023	31-03-2022
		Un-Audited	Un-Audited	Un-Audited	Audited	Audited
1	Income					
	(a) Revenue from operations	15,583.09	4,386.43	216.56	22,923.12	438.87
	(b) Other Income	79.88	15.05	98.72	184.30	105.27
	Total Revenue	15,662.97	4,401.48	315.28	23,107.42	544.14
2	Expenses					
	(a) Cost of materials consumed	9,035.86	3,544.14	82.76	15,286.87	266.34
	(b) Change in inventories of finished goods, work-in-progress and stock-in-trade	(526.15)	(1,126.16)	287.74	(2,507.19)	436.34
	(c) Erection and sub-contracting expenses	4,059.95	1,532.10	316.16	6,460.78	1,512.19
	(d) Employee benefit expenses	927.06	692.27	250.93	2,560.99	435.17
	(e) Finance cost	22.79	9.28	-	37.80	-
	(f) Depreciation and amortization expense	157.29	145.19	105.82	541.37	728.46
	(g) Other expenses	1,431.56	152.41	1,025.27	1,134.04	1,412.83
	Total Expenses	15,108.36	4,949.23	2,068.68	23,514.66	4,791.33
3	Profit / (Loss) before exceptional items and tax (1-2)	554.61	(547.75)	(1,753.40)	(407.24)	(4,247.19)
4	Exceptional items	-	-	-	-	-
5	Profit / (Loss) before tax(3-4)	554.61	(547.75)	(1,753.40)	(407.24)	(4,247.19)
6	Tax expense					
	(i) Current Tax	-	-	-	-	-
	(ii) Deferred Tax	-	-	-	-	-
7	Profit/ (Loss) for the period (5-6)	554.61	(547.75)	(1,753.40)	(407.24)	(4,247.19)
8	Other Comprehensive Income					
	A. Items that will not be reclassified to profit or loss	(92.79)	-	(1.23)	(92.79)	(13.51)
	B. Items that will be reclassified to profit or loss	(0.70)	1.93	(0.75)	2.83	9.44
9	Total Comprehensive Income for the period comprising profit/(loss) and other comprehensive income for the period (7+8)	461.12	(545.82)	(1,755.38)	(497.20)	(4,251.26)
10	Net Profit Attributable to owners	554.60	(547.75)	(1,753.40)	(407.25)	(4,252.74)
11	Net Profit Attributable to non controlling Interest (NCI)	-	-	19.44	-	5.55
12	Other Comprehensive Income Attributable to owners	(93.48)	1.93	(1.98)	(89.95)	(4.07)
13	Total Comprehensive Income Attributable to owners	461.12	(545.82)	(1,772.84)	(497.20)	(4,256.81)
14	Total Comprehensive Income Attributable to non controlling Interest (NCI)	-	-	19.44	-	5.55
15	Paid-up equity share capital, face value of INR 2/- each	12,690.55	12,690.55	12,690.55	12,690.55	12,690.55
	Face Value of Equity Share Capital	2.00	2.00	2.00	2.00	2.00
16	Instruments Entirely Equity In Nature	2,800.00	2,800.00	2,800.00	2,800.00	2,800.00
17	Other Equity as shown in the Audited Balance Sheet	-	-	-	(12,955.17)	(302.82)
18	Earnings per share					
	(a) Basic earnings/ (loss) per share (In INR)	0.07	(0.09)	(0.56)	(0.06)	(1.35)
	(b) Diluted earnings/ (loss) per share (In INR)	0.07	(0.08)	(0.52)	(0.06)	(1.24)

Sr. No. Notes

- 1) The above results have been reviewed by Audit Committee and approved by the Board of Directors at their meetings held on 27th May, 2023 and 29th May, 2023 respectively. The statutory auditors of the Company have carried out the Audit of the above Consolidated Financial results for the year ended March 31, 2023.
- 2) The above consolidated results includes two unaudited subsidiaries (including three step down subsidiaries) for the Quarter and Year ended March 31st, 2023. Further the details of one subsidiary (including two step down subsidiaries) and one joint venture are not available, hence the same have not been considered in the above financials.
- 3) The above results of the Company have been prepared in accordance 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 and other accounting principles generally accepted in India.
- 4) Other Expenses is net of Foreign Exchange Gains and net of provisions in respective quarters, as applicable.
- 5) The Company is in the business of execution of projects related to power transmission and as such there are no separate reportable operating segments as defined by Ind AS 108 - "Operating Segments".
- 6) Dr. Rajendra P Singh Chairperson has authorised Mr. Ramamirtham Kannan (DIN: 00227980) & Mrs. Monica Akhil Chaturvedi (DIN : 02193359) to sign Standalone Financial Result for the quarter and year ended 31 March, 2023.
- 7) Previous period figures have been re-arranged, re-grouped, re-calculated and re-classified, wherever necessary.

By Order of the Board of Directors

For Jyoti Structures Limited



Ramamirtham Kannan
Ramamirtham Kannan
Independent Director
DIN : 00227980

Monica Akhil Chaturvedi
Monica Akhil Chaturvedi
Independent Director
DIN : 02193359

Place : Mumbai
Date : May 29, 2023

AP B

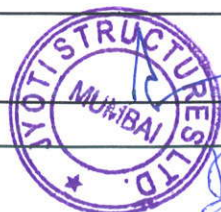
JYOTI STRUCTURES LIMITED
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2023

PARTICULARS	As at 31/Mar/2023 Rs. in Lacs	As at 31/Mar/2022 Rs. in Lacs
ASSETS		
1) NON CURRENT ASSETS		
a) Property, Plant and Equipment	3,168.33	2,670.49
b) Intangible Assets	14.07	14.04
	3,182.40	2,684.53
c) Financial Assets		
i) Investment in Subsidiaries and Joint Venture	68.00	65.17
ii) Other Financial Assets	408.47	499.80
	476.47	564.97
TOTAL NON CURRENT ASSETS	3,658.87	3,249.50
2) CURRENT ASSETS		
a) Inventories	7,261.23	2,469.12
b) Financial Assets		
i) Trade Receivables	1,99,878.82	1,90,043.92
ii) Cash and Cash Equivalents	3,061.92	8,387.84
iii) Bank Balances other than (ii) above	163.14	156.86
iv) Other Current Financial Assets	6,635.28	6,395.37
v) Current Tax Assets (Net)	264.46	478.58
	2,10,003.62	2,05,462.57
c) Other Current Assets	7,618.29	8,121.23
TOTAL CURRENT ASSETS	2,24,883.14	2,16,052.92
TOTAL	2,28,541.98	2,19,302.42
EQUITY AND LIABILITIES		
1) EQUITY		
a) Equity Share Capital	12,690.55	12,690.55
b) Instruments Entirely Equity In Nature	2,800.00	2,800.00
c) Other Equity	(12,955.17)	(302.82)
Equity attributable to owners	2,535.38	15,187.73
d) Non controlling Interest	4.69	4.69
	2,540.07	15,192.42
2) LIABILITIES		
A NON CURRENT LIABILITIES		
a) Long Term Borrowings	1,72,914.60	1,65,048.03
b) Operational Creditors	15,843.00	22,601.78
c) Long Term Provisions	95.64	21.90
d) Deferred Tax Liabilities (Net)	(24.59)	(22.61)
TOTAL NON CURRENT LIABILITIES	1,88,828.65	1,87,649.10
B CURRENT LIABILITIES		
a) Financial Liabilities		
i) Short Term Borrowings	7,415.71	4,052.34
ii) Trade Payables	15,010.29	8,282.32
iii) Other Current Financial Liabilities	7,673.47	3,382.13
	30,099.47	15,716.79
b) Other Current Liabilities	7,053.94	744.04
c) Short Term Provisions	19.85	0.07
TOTAL CURRENT LIABILITIES	37,173.26	16,460.90
TOTAL	2,28,541.98	2,19,302.42



JYOTI STRUCTURES LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2023

PARTICULARS		Year Ended 31/Mar/2023 Rs. in Lacs	Year Ended 31/Mar/2022 Rs. in Lacs
I	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit/(Loss) Before Taxes [A]	(407.24)	(4,247.18)
	ADJUSTMENTS FOR		
	i) Depreciation and Amortisation	541.37	728.46
	ii) Finance Cost	37.80	-
	iii) Interest Received	(137.54)	(104.78)
	iv) Net (gain)/loss on foreign currency transactions and translation	(1,202.57)	(665.53)
	v) Remeasurements of the defined benefit plans	(92.79)	(13.51)
	vi) Allowance for bad and doubtful debts (expected credit loss allowance) (Net of Bad debts Written Off)	150.00	600.00
	vii) Profit on sale of assets	-	(1.43)
	[B]	(703.72)	543.22
	Operating Profit before Working Capital changes [A+B] = [C]	(1,110.96)	(3,703.96)
	ADJUSTMENTS FOR		
	i) Trade Receivable & Other Receivable, financial assets, Other Current Assets (Net of Write back of Provisions)	(14,217.62)	(72,602.49)
	ii) Current Liabilities and Provisions (Net of Write Off)	10,942.20	66,351.94
	[D]	(3,275.42)	(6,250.55)
	Cash Generated from Operations [C+D] = [E]	(4,386.38)	(9,954.51)
	i) Direct Taxes Paid (Net)	-	-
	[F]	-	-
	Net Cash (used in) / from Operating Activities [I] [E+F] = [G]	(4,386.38)	(9,954.51)
II	CASH FLOW FROM INVESTING ACTIVITIES		
	i) Purchase of Property, Plant and Equipment [After adjustment of (Increase)/Decrease in Capital Work-in-Progress and Receipts from Sale]	(1,039.29)	(122.12)
	ii) Interest Received	137.54	104.78
	Net Cash (used in) / from Investing Activities [II]	(901.75)	(17.35)
III	CASH FLOW FROM FINANCING ACTIVITIES		
	i) Proceeds from Issue of Equity Share (inclusive of Share Premium)	-	17,000.00
	ii) Finance Cost	(37.80)	-
	Net Cash (used in) / from Financing Activities [III]	(37.80)	17,000.00
	Net Increase/(Decrease) in Cash and Cash Equivalents [I + II + III]	(5,325.93)	7,028.12
	Cash and Cash Equivalents at the beginning of the year	8,387.83	1,359.73
	Cash and Cash Equivalents at the end of the year *	3,061.92	8,387.84
* Cash and Cash Equivalents comprise of :			
	Particulars	Year Ended 31/Mar/2023 Rs. in Lacs	Year Ended 31/Mar/2022 Rs. in Lacs
	a) Balances with Banks	3,060.99	8,386.53
	b) Cash On Hand	0.93	1.31
	Total	3,061.92	8,387.84





G. P. Sharma & Co. LLP

Chartered Accountants

Independent Auditor's Report on the Consolidated Annual Financial Results of the Company pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended)

To
The Board Of Directors
Jyoti Structures Limited

Opinion

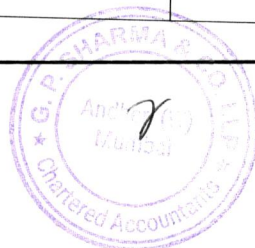
1. We have audited the accompanying consolidated annual financial results ('the Statement') of **Jyoti Structures Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the year ended **31st March, 2023**, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 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 the reports of other auditors, as applicable, on separate audited financial statements / financial information of the subsidiaries and associates, as referred to in Other Matters paragraph below, the statement:

- Includes the financial results of the entities listed below
- presents financial results in accordance with requirements of Regulation 33 of the Listing Regulations; and
- gives a true and fair in the conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standard ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the Consolidated net profit after tax and other comprehensive income and other financial information of the Company for the year ended 31 March 2023

1. The Statement includes the results of the following entities

	Subsidiaries (including step down subsidiaries)	%	Audited/Management Certified	Country
1	JSL corporate Services Ltd.	100	Audited by us	India
2	Jyoti Energy Ltd.	100	Audited by us	India
3	Jyoti Structures Africa (Pty) Ltd.	70	Management Certified	South Africa
4	Jyoti Structures FZE	100		United Emirates
Subsidiaries of Jyoti Structures FZE				
1	Jyoti Structures Nigeria Ltd.	100		Nigeria
2	Jyoti Structures Kenya Ltd.	100	Kenya	
3	Jyoti Structures Namibia (Pty) Ltd.	70	Namibia	
Branches				
1	JSL Bhutan I			



	Subsidiaries (including step down subsidiaries)	%	Audited/Management Certified	Country
2	JSL Georgia		Management Certified	
3	JSL Kenya			
4	JSL South Africa			
5	JSL Tanzania			
6	JSL Tunisia			
7	JSL Uganda			

2. The Statement does not includes the results of the following entities. According to the information and explanations given to us by the Management, the financial information / financial results are not material to the Group. We have relied on the Management for the same.

	Subsidiaries (including step down subsidiaries)	%	Country
1	Jyoti International Inc	100	United States of America
2	Jyoti America LLC	100	United States of America
3	Jyoti Structures Canada Limited	100	Canada
	Joint Venture Companies		
1	Gulf Jyoti International LLC	30	United Arab Emirates
2	GJIL Tunisie Sarl	49	United Arab Emirates

Emphasis of Matter

• Approved Resolution Plan - Interlocutory Application

Pursuant to the Company effectuating of certain steps under the Approved Resolution Plan, the Implementation Impact was reflected in March 2022 Financials. Reliance was placed Management Representation regarding the existence and valuation of all the Assets (viz. Fixed Assets, Investments, Trade Receivables, Stock, Bank Accounts, Other Assets, and Receivable from Related Parties) & Liabilities (viz. Provisions, Borrowings, Statutory & Other Liabilities) post the Implementation. **Kindly refer Annexure A.** With regard to the due dates of repayments to various stakeholders during the year, a key extract from the Resolution Plan is reproduced below:

Extract of Section VII – Other Stipulations for the Final Resolution Plan (Refer Clause B) :

“B. The Company will need roll-over of BG/LC Limits as described in paragraph C.2 (b) of Section I and paragraph F of section VI. This will ensure growth of revenue and margins. Which are crucial for meeting debt repayment commitments. BG limits will be allowed to be used as LCs as per the business needs. No fresh limits are being sought.”

Interlocutory Application has been filed by the Company before the Hon’ble NCLT, Mumbai Bench, seeking exclusion of timelines for various actions under the Approved Resolution Plan on account of delay by MIDC for giving approval execution of tripartite agreement and non-release of Non Fund based limits by the lenders. The Hon’ble NCLT has been not passed any order till date.



- **Trade Receivables**

The Company has initiated reconciliation process with Trade Receivables totaling to Rs. 1,99,878.82 (Previous Year Rs. 1,90,043.92 Lacs) constituting 87.46 % of the Total Assets to determine the continuation of contracts, details of work in progress with age, stage of completion, progress billing, disputed and undisputed dues. The reconciliation is under process. The Company has made a provision of Rs. 150 Lacs (Previous Year Rs. 600 Lacs) totaling to Rs. 750 Lacs as at March 31, 2023 as provision for estimated credit loss. We have relied on the Management Representations on the carrying amounts and provision for expected credit loss as at March 31, 2023.

- **Overseas Branches**

The Consolidated Financial Statements include out of the total fourteen branches of Holding Company :

A. Unaudited Management reported amounts for the year ended March 31, 2023 of the seven branches. The financial statements include the assets, liabilities, income and expenditure in respect of branches are subject to changes on completion of audit. In the absence of details, we are unable to comment on the impact, it may have on the standalone financial statements. We have relied on the information provided by the Company.

A summary table is reproduced below of the seven branches.

Particulars	Branches (Rs. in Lacs)
Total Income	-
Total Expenditure	-211.65
Other Comprehensive Income	-1.28
Total Profit/(Loss) including Other Comprehensive Income	-212.93
Total Assets	8,181.30
Fixed Assets	36.87
Trade Receivable	6,734.92
Bank Balances	50.55
Inventories	280.02
Balances from Revenue Authorities	1,078.94
Other Assets	-
Total Liabilities	8,394.23
Sundry Creditors	-
Statutory Liabilities	1,907.27
Other Liabilities	6,486.96

B. During the year, the Company has written off Assets and Liabilities pertaining to the Seven Branches resulting in Loss of Rs 30.81 Lacs in Statement of Profit and Loss.

- **Related Parties Dues**

Dues from related parties as shown below. Audited financial statements of Overseas Subsidiaries (Including step down subsidiaries), Joint Ventures are not available as at reporting date. Consequently, we are unable to comment upon the impact if any, on impairment of balances. The Management believes that impairment is not required at the reporting date and the balances are recoverable in full. We have relied on Management Representation regarding the same.



Particulars	Amount (in Lacs)
Joint Ventures	
Gulf Jyoti International LLC	819.19

Basis for Opinion

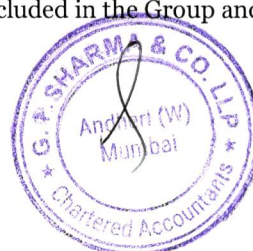
We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our Responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of our financial results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by the other auditors in the terms of their reports referred to in paragraph Other Matter below, to the extent applicable is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management's and those charged with Governance for the Results

The Statement, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net profit/loss and other comprehensive income and other financial information of the Group including its associates in accordance with the Ind AS prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of statement. Further, in terms of the provisions of the Act, the respective Board of Directors of the companies included in the Group and its associates, covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results, that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial results have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group and its associates 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/ management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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



Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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 Holding 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 Group and its associates 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 Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information/ financial statement of the entities within the Group and its associates, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement, of which we are independent auditors. For the other entities included in the statement, which have been audited by the 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the statement, 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 SEBI Circular CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.

Other Matter

The consolidated annual financial results includes the financial results of subsidiaries located outside Indian which are unaudited and management certified, whose financial results reflect total assets of Rs. 272.78 Lacs as at March 31, 2023 and total revenue of Rs. *NIL, total net Loss after tax of Rs. NIL and Rs. NIL total comprehensive loss for the year ended March 31, 2023 as considered in the consolidated financial results. According to the information and explanations given to us by the Management, these financial statements / financial information / financial results are not material to the Group. Our conclusion on the Statement is not modified in respect of the above matter.

The Statement includes the consolidated financial results for the quarter ended 31st March, 2023 being the balancing figure between the audited consolidated figures in respect of the full financial year ended 31st March, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us.

For G. P. Sharma & Co. LLP
Chartered Accountants
Firm Registration No.: 109957W/W100247



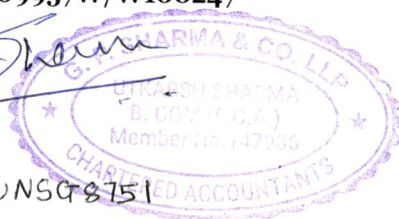
CA. Utkarsh Sharma
Partner

UDIN: 23147906BGUNSG8751

Membership No: 147906

Place: Mumbai

Date: May 29, 2023



Annexure A - Corporate Insolvency Resolution Process < CIRP > – Resolution Plan

We draw your attention to the following impact of Resolution Plan's Implementation as determined by us basis the extracts of Resolution Plan submitted to us for the Previous Year (FY 2021-22)

- a. **Equity**:- The Company has issued 4,250 Lacs equity shares at Rs. 4 per share totalling to Rs. 17,000 Lacs to Resolution Plan's Investors. Further, Assenting Secured Financial Creditors have been issued 1,000 Lacs shares at Rs. 4 per share totalling to Rs. 4,000 Lacs in order to convert portion of their debt.
- b. **Compulsory Convertible Preference Shares** :- 700 Lacs Compulsorily Convertible Preference Shares have been issued to Aion and Apollo Group at Rs 4 per share.
- c. **Non Convertible Debentures & Restatement**:- Assenting Secured Financial Creditors have been issued Non-Convertible Debentures and the face value of the Debentures is Rs. 1,48,332 Lacs as on November 09, 2021.

Following Restatement has been done by the Company: -

Particulars	Restated Amount (Rs in Lacs)
Assenting Financial Creditors (Face Value of NCD as on 9 th Nov 21)	1,48,332
Dissenting Financial Creditors	20,275
Unsecured Financial Creditors	1,000
Workmen & Other Employee Dues	14,700
Operational Creditors	11,500
Statutory Liabilities	1,100

Pursuant to the above, the Holding Company has transferred the balance outstanding liabilities to Retained Earnings as "Resolution Plan Recast".

- d. **Overseas Branches**:-The Company has written back certain liabilities of the overseas branches as per the Resolution Plan and is in midst of determining the existence, and valuation of its assets of all branches.

For G P Sharma & Co LLP.

Chartered Accountants

Firm's registration number: 100957W/W100247

CA Utkarsh Sharma

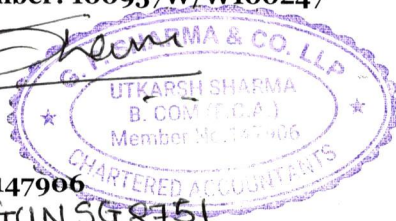
Partner

Membership number: 147906

UDIN: 2314790686UN568751

Place: Mumbai

Date: May 29, 2023





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JYOTI STRUCTURES LIMITED

Corporate Office: Valecha Chambers
6th Floor, New Link Road Oshiwara
Andheri (West) Mumbai -400053
Corporate Identity No: L45200MH1974PLC017494

Ref: JSL/HO/CS/GEN/22-23/217

Date: May 29, 2023

BSE Limited, Phiroze Jeejeeboy Towers, Dalal Street, Fort, Mumbai 400 001. BSE Scrip Code: 513250	National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051. NSE Scrip Symbol: JYOTISTRUC
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Dear Sir/Madam,

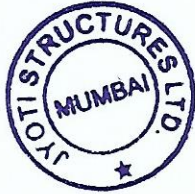
Sub: Declaration regarding Statutory Audit Report with Unmodified Opinion on Audited Financial Results (Standalone & Consolidated) for the Financial Year ended March 31, 2023.

Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016, we hereby declare that the Statutory Auditors of the Company i.e. G.P. Sharma & Co., LLP, Chartered Accountants, have issued the Audit report on Standalone and Consolidated Audited Financial Statements of the Company for the Financial year ended 31st March, 2023 with unmodified opinion.

Kindly take the above on your record.

Thanking You.
Yours faithfully,
For **Jyoti Structures Limited**

Kumar V. Balan
Chief Financial Officer



2	Jyoti Structures Limited	AAACJ2499R	Mr. Kannan Ramamirtham	AGSPR9323B	Independent Director	Any other transaction	Director's Sitting Fees	2.60										
3	Jyoti Structures Limited	AAACJ2499R	Mr. Abhinav Rishi Angirish	ADNPA1057D	Non Executive Director	Any other transaction	Director's Sitting Fees	1.98										
4	Jyoti Structures Limited	AAACJ2499R	Mr. Mathew Cyriac	AAJPC6673Q	Non Executive Director	Any other transaction	Director's Sitting Fees	1.80										
5	Jyoti Structures Limited	AAACJ2499R	Mrs. Monica Akhil Chaturvedi	AACPC2707N	Independent Director	Any other transaction	Director's Sitting Fees	1.83										
6	Jyoti Structures Limited	AAACJ2499R	Mr. Govind Prasad Saha	BKCPS5736G	Independent Director	Any other transaction	Director's Sitting Fees	2.35										
7	Jyoti Structures Limited	AAACJ2499R	Ms. Sonali K Gaikwad	APUPG2394A	Company Secretary	Any other transaction	Salary	7.86										
8	Jyoti Structures Limited	AAACJ2499R	Mr. Abdul Hameed Khan	AJPPK3193A	CEO	Any other transaction	Salary	34.32										
9	Jyoti Structures Limited	AAACJ2499R	Mr. Kumar Balan	AEAPB4078D	CFO	Any other transaction	Salary	25.57										
10	Jyoti Structures Limited	AAACJ2499R	Mr. Rajendra Prasad Singh	AAAPS6397N	Director	Any other transaction	Professional Fees	82.40										
11	Jyoti Structures Limited	AAACJ2499R	Gulf Jyoti International LLC			Joint Ventures	Outstanding balances [Net of	-	819.19*	819.19*								

							receivables/ (payables)] at end of the year											
Total (of Note 6b)																		

Notes:

1. *This is outstanding balance at the end of the year

For **Jyoti Structures Limited**

Sonali K. Gaikwad
Company Secretary
ACS 31201



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JYOTI STRUCTURES LIMITED

Point No. 4

The reconstituted the Committees of the Board as detailed below:

1. Audit Committee consists of the following members:

1. Dr. Govind P. Saha, Independent Director (Chairperson of the Committee)
2. Mrs. Monica Chaturvedi, Independent Director
3. Mr. Mathew Cyriac, Non-Executive Director

2. Nomination and Remuneration Committee consists of the following members:

1. Mrs. Monica Chaturvedi, Independent Director (Chairperson of the Committee)
2. Dr. Govind P. Saha, Independent Director
3. Mr. Abhinav Angirish, Non-Executive Director

3. Nomination and Remuneration Committee consists of the following members:

1. Dr. Rajendra P. Singh, Independent Director (Chairperson of the Committee)
2. Dr. Govind P. Saha, Independent Director
3. Mrs. Monica Chaturvedi, Independent Director

For Jyoti Structures Limited

Sonali K. Gaikwad
Company Secretary
ACS 31201



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JYOTI STRUCTURES LIMITED

Point No. 5 & 6

The details as per the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 is given in **Annexure-I**

A. Dr. Rajendra Prasad Singh (DIN: 00004812)

Reason for change viz. appointment, resignation, removal, death or otherwise;	No Change. The Board of Directors approved and recommend to the members, the continuation of directorship of Dr. Rajendra Prasad Singh (DIN: 00004812) as a Non-executive, Independent Director of the Company on attaining the age of 75 year
Date of appointment/cessation (as applicable) &;	Not Applicable
Brief Profile	<p>Dr. Rajendra Prasad Singh is the former longest serving Chairman and Managing Director of Power Grid Corporation of India Ltd., a Government of India enterprise holding Maha Navratna status. It is India's largest electric power transmission utility. Dr. R.P. Singh is known for his contributions in the Indian power sector, particularly establishment of the national power transmission grid and modern load dispatch centers. Dr. R.P. Singh was responsible for restoration and normalization of power grid during various natural calamity emergencies in India.</p> <p>Dr. Singh is the recipient of many national and international awards including from the World Bank, Electric 'Power Research Institute, USA and the SCOPE Excellence Award. He is also a member of the board of directors of a number of top corporates in India, including Azure Power.</p> <p>Dr. Singh is a respected author and has published two books. He holds a post-graduate degree in Mechanical Engineering from Banaras Hindu University. In recognition of his contributions, he was conferred with the Degree of Doctor of Science by Banaras Hindu University in 2007.</p>
Disclosure of relationships between directors (in case of appointment of a director)	None



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JYOTI STRUCTURES LIMITED

B. Dr. Govind Prasad Saha (DIN:09256986)

Reason for change viz. appointment, resignation, removal, death or otherwise;	No Change. The Board of Directors approved and recommend to the members, the continuation of directorship of Dr. Govind Prasad Saha (DIN:09256986) as a Non-executive, Independent Director of the Company on attaining the age of 75 year
Date of appointment/cessation (as applicable) &;	Not Applicable
Brief Profile	<p>Dr. Govind Prasad Saha has been a High Level Energy Sector Advisor to the Millennium Challenge Account which focuses on US investment and financial support to African utilities for 5 years. His role has included strategic and policy advisory in power sector reform, IPP Program and regulatory reform including establishment of utility and regulatory organizations. His experience has led him to work with utilities in India and several countries in Africa and Australasia including Malawi, Australia, Namibia, Indonesia, New Zealand, South Africa, Malaysia, Singapore.</p> <p>Dr. Saha has been Partner and Head of Energy & Utility Consulting at Ernst & Young, New Zealand for over 13 years. Besides significant power sector experience, his role also included mentoring and coaching board members and senior management. Prior to that, he worked as Director of Electricity Policy and Planning with the Ministry of Energy, Wellington, New Zealand, where he focused on electricity policy and planning and management of organizational changes and capacity development for utilities and regulators.</p> <p>Dr. Saha began his career with Davy Powergas Limited followed by Bharat Heavy Electricals Limited.</p> <p>Dr. Saha is a gold medalist who ranked first in the Faculty of Engineering from Bhagalpur University followed by Masters in Engineering, with distinction. He then pursued a Doctorate in Philosophy in Engineering from the University of Auckland as well as a Master of Business Administration degree in strategy and finance from Victoria University of Wellington.</p>
Disclosure of relationships between directors (in case of appointment of a director)	None

For Jyoti Structures Limited

Sonali K. Gaikwad
Company Secretary
ACS 31201



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JYOTI STRUCTURES LIMITED

Point No. 7

The details as per the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 is as follows:

Reason for change viz. appointment, resignation, removal, death or otherwise;	Re-appointment: to Comply with the Companies Act, 2013. and the requirements under SEBI(LODR) Amendment Regulations, 2015
Date of appointment/cessation (as applicable) &;	May 29, 2023 M/s Sandeep Dubey & Associates, Company Secretaries appointed as Secretarial Auditor for the financial year 2022-23
Brief Profile	SANDEEP DUBEY AND ASSOCIATES is an integrated service of Practicing Company Secretary firm focused on providing high quality services and solving complexity relating corporate laws, Securities law and case related to the Ministry of Corporate Law & Registrar of Companies. Sandeep Dubey & Associates registered as a practicing company secretaries firm with the Institute of Company Secretaries of India (ICSI). The Firm also works with several other Practicing Professionals like CA, CS, CWA and Advocates etc. advising them and their clients on various aspects of Corporate Laws. We focus on clients. We take pride in our ability to provide quality services
Disclosure of relationships between directors (in case of appointment of a director)	None

For **Jyoti Structures Limited**

Sonali K. Gaikwad
Company Secretary
ACS 31201