

November 06, 2023

The BSE Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No. C/ 1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 522029

Trading Symbol: WINDMACHIN

OUTCOME OF THE MEETING OF THE BOARD OF DIRECTORS

[Pursuant to Regulation 30, 33 and 43 of the SEBI (LODR), 2015]

Dear Sir/Madam,

In continuation to our letter dated 30th October, 2023, We are to inform that a Meeting of Board of Directors of the Company was convened today i.e. 6th November, 2023 (Commenced at 4:30 P.M. and concluded at 6:10 P.M.) inter-alia considered, approved and transacted the following businesses;

1. The Unaudited standalone and consolidated financial results for the Second Quarter and Half year ended September 30, 2023 along with the Limited Review Report and same will be made available on the website of the company.
2. Additionally, various other items on the agenda were discussed and approved as per the details sent to the Board.

Please take the same on your record.

Thanking you,

Yours faithfully,

For WINDSOR MACHINES LIMITED

VINAY BANSOD
EXECUTIVE DIRECTOR AND CEO
DIN: 09168450

Encl.: as above

Independent Auditor's Review Report on the Unaudited Standalone Quarterly Financial Results and Year to date results of Company pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To,

The Board of Directors

Windsor Machines limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of WINDSOR MACHINES LIMITED ('the Company') for the quarter ended September 30, 2023 and year to date results for the period 01st April 2023 to 30th September 2023, ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Regulation").

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

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making enquiries, preliminary of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under Section 143 (10) of the Companies Act, 2013, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Companies Act, 2013, the SEBI circular and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. Emphasis of Matters:

We draw attention to:



- a) Note No. 6(a) to the financial results regarding inter-corporate loans given by the company amounting to Rs. 6706 Lakhs in earlier year on which interest for the year ended March 2020 amounting to Rs.1031.27 Lakhs is overdue till date. The company had estimated the realizable value of securities based upon independent valuer's report dated June 30, 2020, using effective interest rate of the company for an estimated realization period of 1.5 years from the year ended March 31, 2020. Due to the pandemic and the lockdown imposed in between years, the Company had extended realisation period by further three years. No Major development occurred in the current period. Our conclusion is not modified in respect of this matter.
- b) Note No. 6(b) to the financial results regarding interest accrued on the inter-corporate loans given by the company in the earlier years. Based on the uncertainty of collection of any further interest, the company has not accrued interest income on the said inter-corporate loan (net of provision) for the quarter ended Sept 30, 2023 amounting to Rs. 231.81 Lakhs, for the half year ended Sept 30, 2023 amounting to Rs. 461.10 Lakhs and the aggregate of interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 3220.12 Lakhs. Our conclusion is not modified in respect of this matter.
- c) Note No. 7(a) to the financial results regarding capital advance given by the company in earlier year in relation to development of its immovable property. In view of the pending commercial negotiation with the contractor, the company had estimated a provision of Rs. 300 Lakhs as probable compensation during the year ended March 31, 2020. However, the outcome of negotiation is dependent on final future settlement. No Major development occurred in the current period and the company has continued the same judgement in relation to the provision Rs. 300 Lakhs. Our conclusion is not modified in respect of this matter.
- d) Note No. 7(b) to the financial results regarding capital advance given by the company in earlier years in relation to development of its immovable property. In view of the uncertainty regarding outcome of the ongoing negotiation, the company continued its judgment and did not accrue interest income for the quarter ended Sept 30, 2023 amounting to Rs. 105.86 Lakhs, for half year ended Sept 30, 2023 amounting to Rs. 210.58 Lakhs. And the aggregate of Interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 1470.57 Lakhs. Our conclusion is not modified in respect of this matter.

For J B T M & Associates LLP

Firm Registration No.: W100365

Chartered Accountants


Yashika Jain

Partner

Membership No.: 168952

UDIN: 23168952BG4DSJ9741

Place: Mumbai

Date: November 6, 2023





WINDSOR MACHINES LIMITED

Regd. Office - 102/103, Dev Milan Co.Op. Housing Society, Next to Tip Top Plaza, LBS Road, Thane (W) - 400 604.

website: www.windsormachines.com, email: contact@windsormachines.com, CIN. L99999MH1963PLC012642

STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED ON SEPTEMBER 30, 2023

PART I

Rs. in Lakhs

Sr. No.	Particulars	3 months ended on 30.09.2023	Preceding 3 months ended on 30.06.2023	Corresponding 3 months in the previous year ended on 30.09.2022	Half Year ended On 30.09.2023	Half Year ended On 30.09.2022	Previous Accounting Year ended on 31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	a) Revenue from operations	8,476.75	6,559.95	8,218.61	15,036.70	13,558.10	35,112.84
	b) Other income (refer note 6 & 7)	35.21	71.89	48.97	107.10	118.52	198.61
	Total Income	8,511.96	6,631.84	8,267.58	15,143.80	13,676.62	35,311.45
2	Expenses						
	a) Cost of raw materials consumed	5,422.05	5,126.49	5,916.89	10,548.54	9,845.25	23,144.14
	b) Changes in inventories of FG & WIP	217.54	(802.73)	(657.30)	(585.19)	(1,312.17)	(390.27)
	c) Employee benefits expense	1,088.70	1,065.34	1,074.34	2,154.04	2,121.12	4,476.35
	d) Finance Cost	203.94	140.60	146.45	344.54	263.64	664.45
	e) Depreciation & amort. expense	359.16	340.90	334.36	700.06	664.39	1,326.58
	f) Other expenses	955.13	891.33	905.03	1,846.46	1,742.66	3,769.35
	Total expenses	8,246.52	6,761.93	7,719.77	15,008.45	13,324.89	32,990.60
3	Profit(+)/Loss(-) before exceptional items and tax (1 - 2)	265.44	(130.09)	547.81	135.35	351.73	2,320.85
4	Exceptional items	-	-	-	-	-	-
5	Profit(+)/Loss(-) before tax (3+4)	265.44	(130.09)	547.81	135.35	351.73	2,320.85
6	Tax expense						
	Current Tax	137.71	-	230.91	137.71	230.91	862.00
	Deferred Tax	(35.69)	(60.35)	(59.39)	(96.04)	(118.50)	(225.28)
7	Net Profit(+)/Loss(-) after tax (5-6)	163.42	(69.74)	376.29	93.68	239.32	1,684.13
8	Other Comprehensive Income						
	Items that will not be reclassified to profit or loss:						
	Remeasurement of the net defined benefit obligation gain/(loss)	(8.50)	(3.28)	8.43	(11.78)	(7.70)	(46.24)
9	Total Comprehensive Income/(loss) (net of tax) (7+8)	154.92	(73.02)	384.72	81.90	231.62	1,637.89
10	Paid-up Equity Share Capital (Face value of Rs.2/- each)	1,298.64	1,298.64	1,298.64	1,298.64	1,298.64	1,298.64
11	Other Equity	-	-	-	-	-	28,643.51
12	Earning Per Share (EPS) (In ₹)						
	- Basic	0.25	(0.11)	0.58	0.14	0.37	2.59
	-Diluted	0.25	(0.11)	0.58	0.14	0.37	2.59
See accompanying notes to the financial results							

NOTES :

1. The above financial results were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at its meeting held on November 06, 2023.



2. Segment Information (Standalone) for the quarter & half year ended September, 2023 under SEBI (LODR) REGULATIONS, 2015.

PRIMARY SEGMENT INFORMATION (BUSINESS SEGMENTS)

Rs. in Lakhs

Sr.No	Particulars	3 months ended on 30.09.2023	Preceding 3 months ended on 30.06.2023	Corresponding 3 months in the previous year ended on 30.09.2022	Half Year ended On 30.09.2023	Half Year ended On 30.09.2022	Previous Accounting Year ended on 31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(i)	Segment Revenue						
	Extrusion Machinery Division	3,797.56	2,589.45	2,881.93	6,387.01	4,853.34	15,547.49
	Injection Moulding Machinery	4,704.87	4,036.46	5,380.54	8,741.33	8,812.98	19,743.43
	Total Segment Revenue	8,502.43	6,625.91	8,262.47	15,128.34	13,666.32	35,290.92
(ii)	Segment Results						
	Extrusion Machinery Division	239.04	(65.10)	195.56	173.94	43.81	1,603.08
	Injection Moulding Machinery	314.59	162.74	608.89	477.33	760.51	1,723.02
	Total Segment Results	553.63	97.64	804.45	651.27	804.32	3,326.10
	Unallocated Corporate income net of unallocated expenses	(84.25)	(87.13)	(110.19)	(171.38)	(188.95)	(340.80)
	Profit / (Loss) before interest and taxation	469.38	10.51	694.26	479.89	615.37	2,985.30
	Finance cost	203.94	140.60	146.45	344.54	263.64	664.45
	Profit(+)/Loss(-) before exceptional items and tax	265.44	(130.09)	547.81	135.35	351.73	2,320.85
	Exceptional items	-	-	-	-	-	-
	Profit(+)/Loss(-) before tax	265.44	(130.09)	547.81	135.35	351.73	2,320.85
	Tax Expenses						
	Current Tax	137.71	-	230.91	137.71	230.91	862.00
	Deferred tax	(35.69)	(60.35)	(59.39)	(96.04)	(118.50)	(225.28)
	Net Profit/ (Loss) after tax	163.42	(69.74)	376.29	93.68	239.32	1,684.13
	Other Comprehensive Income	(8.50)	(3.28)	8.43	(11.78)	(7.70)	(46.24)
	Net Comprehensive Income	154.92	(73.02)	384.72	81.90	231.62	1,637.89
(iii)	Segment Assets						
	Extrusion Machinery Division	19,820.65	18,011.15	17,540.40	19,820.65	17,540.40	17,603.30
	Injection Moulding Machinery	12,933.48	12,630.82	14,175.40	12,933.48	14,175.40	12,291.21
	Total Segment Assets	32,754.13	30,641.97	31,715.80	32,754.13	31,715.80	29,894.51
	Unallocated Corporate Assets	23,351.43	26,691.58	23,582.17	23,351.43	23,582.17	23,459.57
	Total Assets	56,105.56	57,333.55	55,297.97	56,105.56	55,297.98	53,354.08
(iv)	Segment Liabilities						
	Extrusion Machinery Division	7,877.83	6,598.22	7,858.88	7,877.83	7,858.88	6,076.43
	Injection Moulding Machinery	6,420.53	5,517.79	7,149.67	6,420.53	7,149.67	5,023.06
	Total Segment Liabilities	14,298.36	12,116.01	15,008.55	14,298.36	15,008.55	11,099.49
	Unallocated Corporate Liabilities	12,432.48	15,348.40	11,753.56	12,432.48	11,753.56	12,312.44
	Total Liabilities	26,730.84	27,464.41	26,762.11	26,730.84	26,762.11	23,411.93



3 Statement of Standalone Assets and Liabilities as on September 30, 2023 is given below:

Rs. in Lakhs

Particulars	Half Year ended on 30.09.2023	Year ended on 31.03.2023
	(Audited)	(Audited)
Non-current assets		
Property, Plant & Equipment (net)	31,933.43	30,861.77
Intangible assets	85.01	78.47
Financial assets		
Investments	919.05	919.05
Loans	5,880.65	5,880.65
Income tax assets (net)	640.98	574.87
Other assets	3,717.15	3,443.54
Total Non-Current Assets	43,176.27	41,758.35
Current Assets		
Inventories	7,912.96	6,294.90
Financial assets		
Trade receivables	3,470.97	3,686.20
Cash and cash equivalents	698.98	623.98
Bank balances other than Cash and cash equivalents	50.00	392.38
Other financial assets	265.54	322.36
Other assets	530.86	275.91
Total Current Assets	12,929.31	11,595.73
Total Assets	56,105.58	53,354.08
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,298.64	1,298.64
Other equity	28,076.11	28,643.51
Total Equity	29,374.75	29,942.15
Liabilities		
Non-Current Liabilities		
Financial Liabilities		
Borrowings	2,916.68	2,415.16
Deferred Tax Liabilities (Net)	6,460.64	6,556.68
Total Non-Current Liabilities	9,377.32	8,971.84
Current Liabilities		
Financial Liabilities		
Borrowings	1,328.76	1,153.74
Trade payables		
A) Total outstanding dues of micro enterprises and small enterprises	1,327.46	790.31
B) Total outstanding dues of creditors other than micro and small enterprises	8,490.32	7,164.48
Other financial liabilities	1,238.08	470.62
Other liabilities	3,136.47	2,488.06
Provisions	224.23	247.74
Current tax Liabilities	1,608.20	2,125.14
Total Current Liabilities	17,353.52	14,440.09
Total Liabilities	26,730.83	23,411.93
Total Equity and Liabilities	56,105.58	53,354.08



4. Standalone Cash Flow Statement

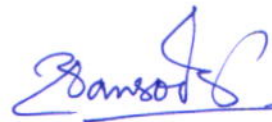
Rs. in Lakhs

Particulars	Half Year ended September 30, 2023	Half Year ended September 30, 2022
A. Cash flow from operating activities		
Profit before tax as per statement of profit and loss	135.35	351.71
Adjustments for:		
Depreciation and amortization expenses	700.06	664.39
Finance cost	344.54	263.64
Interest income	(7.98)	(2.84)
Net (profit)/loss on sale / write off of fixed assets (net)	-	4.70
Unrealised exchange difference	1.46	5.03
Sundry Balances written back (net)	91.20	-
Allowance for doubtful debts	-	(19.38)
Remeasurement of the net defined benefit liability / asset	(11.78)	(7.69)
Operating profit before working capital changes	1,252.85	1,259.56
Adjustments for:		
(Increase)/Decrease in trade and other receivables	122.57	(998.37)
(Increase)/Decrease in Other receivables	(162.12)	(776.65)
(Increase)/Decrease in inventories	(1,618.06)	(2,707.91)
Increase/(Decrease) in Other payables	155.65	907.65
Increase/(Decrease) in trade and other payables	1,862.98	2,069.51
	1,613.87	(246.21)
Less: Direct taxes paid	102.12	-
Net cash flows generated from operating activities (A)	1,511.75	(246.21)
B. Cash flow from investing activities		
Inflows		
Sale proceeds of property, plant and equipment	-	4.30
Sale proceeds of Investments	342.38	-
Decrease in Short term loans	-	(1.95)
Interest received	7.98	2.84
	350.36	5.19
Outflows		
Purchase of property, plant and equipment	(1,778.26)	(113.80)
(Increase)/Decrease in Capital Creditors/Advances	(273.60)	(17.26)
	(2,051.86)	(131.06)
Net cash (used in) investing activities (B)	(1,701.50)	(125.87)
C. Cash Flow From Financing Activities		
Inflows		
Proceeds from long term borrowings	661.51	878.63
Proceeds from ECB Loan	619.25	-
	1,280.76	878.63
Outflows		
Repayment of long term borrowings	(604.22)	-
Dividend paid	(67.25)	(65.38)
Interest paid	(344.54)	(263.64)
	(1,016.01)	(329.02)
Net cash (used in) financing activities (C)	264.75	549.61
Net Increase/(Decrease) In Cash And Bank Balances (A + B + C)	75.00	177.53
Add: Cash and cash equivalence at beginning of the period	623.98	914.83
Cash and cash equivalence at end of the period	698.98	1,092.36
Cash and Cash equivalent above comprises of the following		
Cash and Cash Equivalents	698.98	1,092.36
Balances as per statement of Cash Flows	698.98	1,092.36



- 5 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) (Amendment) Rules, 2016.
- 6 a) The company had given inter-corporate loans of Rs. 6706 Lakhs in earlier years. Interest outstanding of Rs. 1031.27 Lacs for the year ended March 2020 is still outstanding. To secure the exposure, the Company has created an equitable mortgage in the year 2019-20. The company had estimated the realizable value of the securities based upon independent valuer's report dated June 30, 2020, using the effective interest rate of the company for an estimated realization period of 1.5 years from the year ended March 31, 2020. Due to pandemic and the lockdown imposed in between years, the company had extended the realization period by further three years, which will have no impact on realization value of security received. No Major development has been possible in current year, however, appropriate actions have been initiated for recovery/ settlement of the outstanding amount, shortfall, if any, will be accounted for in the year of final recovery/ settlement.
- b) In view of uncertainty of ultimate collection of further interest, the company has not accrued interest income on the said intercorporate loan (net of provision) for the quarter ended Sept 30, 2023 amounting to Rs. 231.81 Lakhs, for six month ended Sept 30,2023 amounting to Rs. 461.10. The aggregate of interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 3220.12 lakhs.
- 7 a) The company had given interest bearing capital advance of Rs. 3000 Lakhs in earlier year in relation to development of its immovable property situated at Thane. However, in view of ongoing commercial negotiation with respect to fulfilment of the terms of the contract, management feels that the Company may have to enter into a compromise arrangement and pay compensation to the contractor. During the year ended March 31, 2020, the company had made provision of Rs. 300 Lakhs towards estimated compensation and not accrued interest for the year ended March 31, 2020. During the year, no major development has occurred and the company has continued the same judgement in relation to provision of Rs. 300 Lakhs.
- b) In view of the uncertainty regarding outcome of the ongoing negotiation, the company continued its judgement and did not accrue interest income for the quarter ended Sept 30, 2023 amounting to Rs. 105.86 Lakhs, for six month ended Sept 30,2023 amounting to Rs. 210.58. The aggregate of Interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 1470.57 lakhs.
- 8 The Assessing Officer (AO) made certain additions to Income Tax return of Company for AY 11-12 in the past, which Company appealed to CIT (A). CIT (A) cancelled additions made by AO. Income Tax Department challenged the CIT (A) decision before ITAT which has allowed appeal filled by revenue recently. Based on earlier legal advise, Company is of the view that such claims are untenable in law & in facts. Company is also approaching expert legal counsel to decide the next course of action. As per the ITAT order, Tax liability works out to be Rs. 15.11 crore including interest.
- 9 Previous period figures have been restated for prior period adjustments and regrouped/reclassified, wherever necessary, to make them comparable with current period figures.

By Order of the Board
For, Windsor Machines Limited



Vinay Bansod
Executive Director & CEO
(DIN: 09168450)



Place Ahemdabad
Date November 6, 2023

Independent Auditor's Review Report on the Unaudited Consolidated quarterly financial results and year to date results of the Company pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended)

To,

The Board of Directors

Windsor Machines Limited

1. We have reviewed the accompanying statement of unaudited Consolidated financial results ('the Statement') of WINDSOR MACHINES LIMITED ('the Parent') and its Subsidiaries (the Parent Company and its subsidiaries together referred to as 'the Group') attached herewith for the quarter ended September 30, 2023 and year to date results for the period 01st April 2023 to 30th September 2023, being submitted by the Parent pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

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

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of Interim financial Information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143 (10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

4. The Statement includes the results of the following entities:

Sr No.	Name of the Entity	Relationship
1	Wintal Machines S.R.L	Wholly owned subsidiary
2	R Cube Energy Storage Systems Private Limited	Subsidiary



5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of other auditor referred to in paragraph 7 below and in paragraph 8 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the accounting principles laid down in the Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted In India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Emphasis of Matters:

We draw attention to:

- a) Note No. 6(a) to the financial results regarding inter-corporate loans given by the company amounting to Rs. 6706 Lakhs in earlier year on which interest for the year ended March 2020 amounting to Rs.1031.27 Lakhs is overdue till date. The company had estimated the realizable value of securities based upon independent valuer's report dated June 30, 2020, using effective interest rate of the company for an estimated realization period of 1.5 years from the year ended March 31, 2020. Due to the pandemic and the lockdown imposed in between years, the Company had extended realisation period by further three years. No Major development occurred in the current period. Our conclusion is not modified in respect of this matter.
- b) Note No. 6(b) to the financial results regarding interest accrued on the inter-corporate loans given by the company in the earlier years. Based on the uncertainty of collection of any further interest, the company has not accrued interest income on the said inter-corporate loan (net of provision) for the quarter ended Sept 30, 2023 amounting to Rs. 231.81 Lakhs, for the half year ended Sept 30, 2023 amounting to Rs. 461.10 Lakhs and the aggregate of interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 3220.12 Lakhs. Our conclusion is not modified in respect of this matter.
- c) Note No. 7(a) to the financial results regarding capital advance given by the company in earlier year in relation to development of its immovable property. In view of the pending commercial negotiation with the contractor, the company had estimated a provision of Rs. 300 Lakhs as probable compensation during the year ended March 31, 2020. However, the outcome of negotiation is dependent on final future settlement. No Major development occurred in the current period and the company has continued the same judgement in relation to the provision Rs. 300 Lakhs. Our conclusion is not modified in respect of this matter.
- d) Note No. 7(b) to the financial results regarding capital advance given by the company in earlier years in relation to development of its immovable property. In view of the uncertainty regarding outcome of the ongoing negotiation, the company continued its judgment and did not accrue interest income for the quarter ended Sept 30, 2023 amounting to Rs. 105.86 Lakhs, for half year ended Sept 30, 2023 amounting to Rs. 210.58 Lakhs. And the aggregate of Interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 1470.57 Lakhs. Our conclusion is not modified in respect of this matter.

7. We did not review the interim financial results of the subsidiary, whose financial statements (before eliminating inter-company balances) reflect total assets of Rs. 2003.39 Lakhs, Revenue of Nil, total net loss after tax of Rs. 1.41 Lakhs and total comprehensive loss of Rs. 1.41 Lakhs for the half year ended



September 30, 2023, as considered in the statement. These financial results have been reviewed by other auditor whose report has been furnished to us by the management.

Our conclusion, on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary are based solely on the review report of such other auditor and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of this matter.

8. The result also includes financial information (before eliminating inter-company balances) reflecting total assets of Rs. 3824.07 Lakhs, total revenue of Rs. 815.13 Lakhs and total net loss after tax of Rs. 280.63 lakhs and total comprehensive profit of Rs. 69.51 Lakhs for the half year ended September 30, 2023 relating to the foreign subsidiary whose financials information has been prepared in accordance with accounting principles generally accepted in Italy and which have been reviewed by another auditor under generally accepted auditing standards applicable in Italy. The parent company's management has converted the financial information of such subsidiary located outside India from accounting principles generally accepted in Italy to accounting principles generally accepted in India. Our opinion on the consolidated financial results in so far as it relates to the financial information of such subsidiary located outside India, is based on the report of other auditor and the converted financial information prepared by the management of the parent company and the procedures performed by us as stated in paragraph 3 above. Our conclusion is not modified in respect of this matter.

For J B T M & Associates LLP

Firm Registration No.: W100365

Chartered Accountants

Yashika Jain

Partner

Membership No.: 168952

UDIN :- 23168952BG4DSK4814

Place: Mumbai

Date : November 06, 2023





WINDSOR MACHINES LIMITED

Regd. Office - 102/103, Dev Milan Co.Op. Housing Society, Next to Tip Top Plaza, LBS Road, Thane (W) - 400 604.
 website: www.windsormachines.com, email: contact@windsormachines.com, CIN. L99999MH1963PLC012642

CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED ON SEPTEMBER 30, 2023

PART I

Rs. in Lakhs

Sr. No.	Particulars	3 months ended on 30.09.2023	Preceding 3 months ended on 30.06.2023	Corresponding 3 months in the previous year ended on 30.09.2022	Half Year ended On 30.09.2023	Half Year ended On 30.09.2022	Previous Accounting Year ended on 31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	a) Revenue from operations	8,926.88	6,902.88	9,786.04	15,829.76	15,227.73	37,744.95
	b) Other income (refer note 6 & 7)	35.31	91.51	30.43	126.82	103.07	665.38
	Total Income	8,962.19	6,994.39	9,816.47	15,956.58	15,330.80	38,410.33
2	Expenses						
	a) Cost of raw materials consumed	5,555.34	5,194.51	6,514.18	10,749.85	10,878.26	24,614.07
	b) Changes in inventories of finished goods, work-in-progress & stock in trade	196.72	(789.31)	(492.97)	(592.59)	(1,268.01)	24.70
	c) Employee benefits expense	1,273.12	1,296.87	1,387.84	2,570.00	2,780.73	5,695.80
	d) Finance Cost	274.02	300.80	173.82	574.82	410.96	1,072.39
	e) Depreciation and amortisation expense	359.90	381.77	351.94	741.67	700.48	1,391.05
	f) Other expenses	1,056.14	1,005.72	1,083.14	2,061.86	2,140.02	4,511.40
	Total expenses	8,715.26	7,390.36	9,017.95	16,105.62	15,642.44	37,309.41
3	Profit (+)/Loss (-) before exceptional items & share of loss from Investment accounted under Equity Method (1 - 2)	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
4	Share in Gain/(Loss) from Investment accounted under Equity Method	-	-	-	-	-	-
5	Profit(+)/Loss(-) before exceptional items and tax (3+4)	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
6	Exceptional items	-	-	-	-	-	-
7	Profit(+)/Loss(-) before tax (5+6)	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
8	Tax expense						
	Current Tax	137.71	-	230.91	137.71	230.91	862.00
	Deferred Tax	(35.69)	(60.35)	(59.38)	(96.04)	(118.49)	(225.28)
9	Net Profit(+)/Loss(-) after tax (7-8)	144.91	(335.62)	626.99	(190.71)	(424.06)	464.20
10	Other Comprehensive Income Items that will not be reclassified to profit or loss:						
	Remeasurement of the net defined benefit obligation gain / (loss)	(8.50)	(3.28)	8.44	(11.78)	(7.69)	(46.24)
	Exchange differences on translation of foreign operations and loss	674.16	(324.02)	190.56	350.14	287.55	(163.96)
11	Total Comprehensive Income/(loss) (net of tax) (9+10)	810.57	(662.92)	825.98	147.65	(144.20)	254.00
12	Net Profit attributable to :						
	Owners of equity	145.30	(335.24)	628.26	(189.93)	(422.41)	465.87
	Non-controlling interest	(0.40)	(0.38)	(1.27)	(0.78)	(1.66)	(1.67)
	Other Comprehensive Income attributable to:						
	Owners of equity	665.66	(327.30)	199.00	338.36	279.86	(210.20)
	Total Comprehensive Income attributable to:						
	Owners of equity	810.96	(662.54)	827.25	148.43	(142.54)	255.67
	Non-controlling interest	(0.40)	(0.38)	(1.27)	(0.78)	(1.66)	(1.67)
13	Paid-up Equity Share Capital (Face value of Rs.2/- each)	1,298.64	1,298.64	1,298.64	1,298.64	1,298.64	1,298.64
14	Other Equity	-	-	-	-	-	26,729.33
15	Earning Per Share (EPS) (In ₹)						
	- Basic	0.22	(0.52)	0.97	(0.29)	(0.65)	0.71
	-Diluted	0.22	(0.52)	0.97	(0.29)	(0.65)	0.71
See accompanying notes to the financial results							

NOTES :

1. The above financial results were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at its meeting held on October 6, 2023



2. Segment Information (Consolidated) for the half year ended September 30, 2023 under SEBI (LODR) REGULATIONS, 2015.

PRIMARY SEGMENT INFORMATION (BUSINESS SEGMENTS)

Rs. in Lakhs

Sr.No	Particulars	3 months ended on 30.09.2023	Preceding 3 months ended on 30.06.2023	Corresponding 3 months in the previous year ended on 30.09.2022	Half Year ended On 30.09.2023	Half Year ended On 30.09.2022	Previous Accounting Year ended on 31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(i)	Segment Revenue						
	Extrusion Machinery Division	3,797.56	2,589.45	2,881.93	6,387.01	4,853.34	15,547.49
	Injection Moulding Machinery	5,155.11	4,399.00	6,929.42	9,554.11	10,467.16	22,842.30
	Energy Storage Systems	-	-	-	-	-	-
	Total Segment Revenue	8,952.67	6,988.45	9,811.35	15,941.12	15,320.50	38,389.79
(ii)	Segment Results						
	Extrusion Machinery Division	239.04	(65.10)	195.56	173.94	43.81	1,603.08
	Injection Moulding Machinery	366.87	57.76	887.69	424.64	245.89	914.05
	Energy Storage Systems	(0.71)	(0.70)	(0.70)	(1.41)	(1.41)	(3.02)
	Total Segment Results	605.20	(8.04)	1,082.55	597.17	288.29	2,514.11
	Unallocated Corporate income net of unallocated expenses	(84.25)	(87.13)	(110.21)	(171.38)	(188.97)	(340.80)
	Profit / (Loss) before interest and taxation	520.95	(95.17)	972.34	425.79	99.32	2,173.31
	Finance cost	274.02	300.80	173.82	574.82	410.96	1,072.39
	Profit (+)/Loss (-) before exceptional items and share of loss from Investment accounted under Equity Method and taxation	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
	Share in Gain/(Loss) from Investment accounted under Equity Method	-	-	-	-	-	-
	Profit(+)/Loss(-) before exceptional items and tax	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
	Exceptional items	-	-	-	-	-	-
	Profit(+)/Loss(-) before tax	246.93	(395.97)	798.52	(149.04)	(311.64)	1,100.92
	Tax Expenses						
	Current Tax	137.71	-	230.91	137.71	230.91	862.00
	Deferred tax	(35.69)	(60.35)	(59.38)	(96.04)	(118.49)	(225.28)
	Net Profit/ (Loss) after tax	144.91	(335.62)	626.99	(190.71)	(424.06)	464.20
	Other Comprehensive Income	665.66	(327.30)	199.00	338.36	279.86	(210.20)
	Net Comprehensive Income	810.57	(662.92)	825.98	147.65	(144.20)	254.00
(iii)	Segment Assets						
	Extrusion Machinery Division	19,820.65	18,011.15	17,540.40	19,820.65	17,540.40	17,603.30
	Injection Moulding Machinery	16,752.81	16,520.59	18,386.44	16,752.81	18,386.44	16,037.88
	Energy Storage Systems	2,003.39	2,004.10	2,006.25	2,003.39	2,006.25	2,004.80
	Total Segment Assets	38,576.85	36,535.84	37,933.09	38,576.85	37,933.09	35,645.98
	Unallocated Corporate Assets	22,434.36	25,774.60	23,467.85	22,434.36	23,467.85	22,542.52
	Total Assets	61,011.22	62,310.44	61,400.94	61,011.21	61,400.94	58,188.50
(iv)	Segment Liabilities						
	Extrusion Machinery Division	7,877.83	6,598.22	7,858.88	7,877.83	7,858.88	6,076.43
	Injection Moulding Machinery	12,244.17	12,142.10	12,226.95	12,244.17	12,226.95	10,642.65
	Energy Storage Systems	30.88	30.88	30.72	30.88	30.72	30.88
	Total Segment Liabilities	20,152.88	18,771.20	20,116.55	20,152.88	20,116.55	16,749.96
	Unallocated Corporate Liabilities	12,432.48	15,348.40	12,556.49	12,432.48	12,556.49	12,312.44
	Total Liabilities	32,585.36	34,119.60	32,673.04	32,585.36	32,673.04	29,062.41

The segment assets and segment results include the assets and expenses respectively, which are identifiable with each segment and amounts allocated to the respective segments on a reasonable basis.



3 Statement of Consolidated Assets and Liabilities as on September 30, 2023 is given below:

Rs. in Lakhs

Particulars	Half Year Ended on	Year ended on
	30.09.2023	31.03.2023
	(Unaudited)	(Audited)
Non-current assets		
Property, Plant & Equipment (net)	32,048.74	31,018.79
Capital Work in Progress	8.72	8.72
Goodwill	48.63	48.63
Other Intangible assets	85.00	73.44
Intangible assets under development	1,913.85	1,913.85
Financial assets		
Investments	1.95	1.99
Loans	5,880.65	5,880.65
Income tax assets (net)	788.13	724.82
Other assets	3,717.20	3,443.59
Total Non-Current Assets	44,492.87	43,114.48
Current Assets		
Inventories	10,206.05	8,585.81
Financial assets		
Trade receivables	4,317.42	4,826.61
Cash and cash equivalents	1,006.37	738.81
Bank balances other than Cash and cash equivalents	50.00	392.38
Other financial assets	206.57	243.87
Other assets	731.93	286.54
Total Current Assets	16,518.34	15,074.02
Total Assets	61,011.21	58,188.50
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,298.64	1,298.64
Other equity	26,029.85	26,729.33
Total Equity attributable to owners of company	27,328.49	28,027.97
Non-controlling interest	1,097.35	1,098.13
Total Equity	28,425.84	29,126.10
Liabilities		
Non-Current Liabilities		
Financial Liabilities		
Borrowings	2,916.68	2,415.15
Other Financial Liabilities	2,587.99	1,944.71
Deferred Tax Liabilities (Net)	6,460.64	6,556.68
Total Non-Current Liabilities	11,965.31	10,916.54
Current Liabilities		
Financial Liabilities		
Borrowings	1,183.68	1,172.23
Trade payables		
A) Total outstanding dues of micro and small enterprises; and	987.26	790.31
B) Total outstanding dues of creditors other than micro enterprises and small enterprises	9,678.91	8,138.42
Other financial liabilities	2,609.10	1,768.10
Other liabilities	4,328.67	3,903.91
Provisions	224.24	247.74
Current tax Liabilities	1,608.20	2,125.15
Total Current Liabilities	20,620.06	18,145.86
Total Liabilities	32,585.37	29,062.40
Total Equity and Liabilities	61,011.21	58,188.50



4. Consolidated Cash Flow Statement

Rs. In Lakhs

Particulars	Half Year Ended on 30.09.2023	Half Year Ended on 30.09.2022
A. Cash flow from operating activities		
Profit before tax as per statement of profit and loss	(149.04)	(311.64)
Adjustments for:		
Depreciation and amortization expenses	741.67	700.48
Finance cost	574.82	410.96
Interest income	(7.99)	(2.85)
Net (profit)/loss on sale / write off of fixed assets (net)	(19.72)	4.70
Unrealised exchange difference	3.11	5.75
Sundry Balances written back (net)	(91.20)	-
Allowance for doubtful debts	-	0.17
Remeasurement of the net defined benefit liability / asset	(11.78)	(7.69)
Exchange differences on translation of foreign operations	350.14	287.55
Operating profit before working capital changes	1,390.00	1,087.44
Adjustments for:		
(Increase)/Decrease in trade and other receivables	609.06	(996.92)
(Increase)/Decrease in Other receivables	(471.40)	(504.66)
(Increase)/Decrease in inventories	(1,620.24)	(2,686.39)
Increase/(Decrease) in Other payables	(177.42)	816.70
Increase/(Decrease) in trade and other payables	2,380.72	2,203.95
	2,110.72	(79.90)
Less: Direct taxes paid	137.71	-
Net cash flows generated from operating activities (A)	1,973.01	(79.90)
B. Cash flow from investing activities		
Inflows		
Sale proceeds of property, plant and equipment	-	4.30
Sale proceeds of Investments	0.04	-
Proceeds from investments	342.38	0.10
Decrease in Short term loans	-	(1.95)
Interest received	7.99	2.85
	350.41	5.30
Outflows		
Purchase of property, plant and equipment	(1,783.18)	(162.59)
(Increase)/Decrease in Capital Creditors/Advances	(273.61)	(17.26)
	(2,056.79)	(179.85)
Net cash (used in) investing activities (B)	(1,706.38)	(174.55)
C. Cash Flow From Financing Activities		
Inflows		
Proceeds from long term borrowings	616.51	878.62
Proceeds from ECB Loan	619.25	-
	1,235.76	878.62
Outflows		
Repayment of long term borrowings	(604.22)	-
Repayment of short term borrowings	11.46	-
Dividend paid	(67.25)	(65.38)
Interest paid	(574.82)	(410.96)
	(1,234.84)	(476.33)
Net cash (used in) financing activities (C)	0.93	402.29
Net Increase/(Decrease) In Cash And Bank Balances (A + B + C)	267.56	147.84
Add: Cash and cash equivalents at beginning of the period	738.81	975.17
Cash and cash equivalence at end of the period	1,006.37	1,123.01
Cash and Cash equivalent above comprises of the following		
Cash and Cash Equivalents	1,006.37	1,123.01
Balances as per statement of Cash Flows	1,006.37	1,123.01



- 5 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) (Amendment) Rules, 2016.
- 6 a) The company had given inter-corporate loans of Rs. 6706 Lakhs in earlier years. Interest outstanding of Rs. 1031.27 Lacs for the year ended March 2020 is still outstanding. To secure the exposure, the Company has created an equitable mortgage in the year 2019-20. The company had estimated the realizable value of the securities based upon independent valuer's report dated June 30, 2020, using the effective interest rate of the company for an estimated realization period of 1.5 years from the year ended March 31, 2020. Due to pandemic and the lockdown imposed in between years, the company had extended the realization period by further three years, which will have no impact on realization value of security received. No Major development has been possible in current year, however, appropriate actions have been initiated for recovery/ settlement of the outstanding amount, shortfall, if any, will be accounted for in the year of final recovery/ settlement.
- b) In view of uncertainty of ultimate collection of further interest, the company has not accrued interest income on the said intercorporate loan (net of provision) for the quarter ended Sept 30, 2023 amounting to Rs. 231.81 Lakhs, for six month ended Sept 30,2023 amounting to Rs. 461.10. The aggregate of interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 3220.12 lakhs.
- 7 a) The company had given interest bearing capital advance of Rs. 3000 Lakhs in earlier year in relation to development of its immovable property situated at Thane. However, in view of ongoing commercial negotiation with respect to fulfilment of the terms of the contract, management feels that the Company may have to enter into a compromise arrangement and pay compensation to the contractor. During the year ended March 31, 2020, the company had made provision of Rs. 300 Lakhs towards estimated compensation and not accrued interest for the year ended March 31, 2020. During the year, no major development has occurred and the company has continued the same judgement in relation to provision of Rs. 300 Lakhs.
- b) In view of the uncertainty regarding outcome of the ongoing negotiation, the company continued its judgement and did not accrue interest income for the quarter ended Sept 30, 2023 amounting to Rs. 105.86 Lakhs, for six month ended Sept 30,2023 amounting to Rs. 210.58. The aggregate of Interest not accrued for the period April 1, 2020 till September 30, 2023 amounts to Rs. 1470.57 lakhs.
- 8 The Assessing Officer (AO) made certain additions to Income Tax return of Company for AY 11-12 in the past, which Company appealed to CIT (A). CIT (A) cancelled additions made by AO. Income Tax Department challenged the CIT (A) decision before ITAT which has allowed appeal filled by revenue recently. Based on earlier legal advise, Company is of the view that such claims are untenable in law & in facts. Company is also approaching expert legal counsel to decide the next course of action. As per the ITAT order, Tax liability works out to be Rs. 15.11 crore including interest.
- 9 Previous period figures have been restated for prior period adjustments and regrouped/reclassified, wherever necessary, to make them comparable with current period figures.

Place Ahmedabad

Date November 6, 2023

By Order of the Board
For, Windsor Machines Limited

Vinay Bansod

Executive Director & CEO

(DIN: 09168450)

