

**MACHHAR INDUSTRIES LIMITED**Date:- 27<sup>th</sup> May, 2025

Ref No. MIL/2025-26/CS/05

To,  
**GENERAL MANAGER-  
DEPARTMENT OF CORPORATE SERVICES  
THE STOCK EXCHANGE MUMBAI  
1<sup>ST</sup> FLOOR, ROTUNDA BUILDING,  
B.S. MARG, DALAL STREET,  
FORT MUMBAI – 400 001  
BSE Code - 543934**

Sub: Outcome of board meeting held on 27<sup>th</sup> May, 2025 under regulations 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations)

**Dear Sir/Madam,**

This is to inform in terms of Regulation 30 and Regulation 33 read with Schedule III of SEBI (Listing Obligations and disclosures Requirements) Regulations 2015 (SEBI LODR Regulations) the board of Directors of the company at their meeting held today i.e 27<sup>th</sup> May, 2025 has inter alia considered and approved:-

1. Audited financial results as required under Regulations 33 of SEBI LODR Regulations for the Quarter and financial year ended March 31<sup>st</sup>, 2025 along with report of Auditors thereon. Enclosed herewith :-
  - i) Audited Financial Results (Standalone and Consolidated) along with the Report of the Statutory Auditor –**ANNEXURE-A**
  - ii) Declaration regarding Auditors Report with unmodified opinion –**ANNEXURE –B**
  - iii) Mr. Sandeep Machhar, Managing Director of the company has signed the financial results forming part of this disclosure as authorized by the board of directors.
2. Appointment of M/s. Ganesh Palve and Associates, Practicing Company Secretary firm as a Secretarial Auditors for five consecutive years from FY 2025-26 to FY 2029-30 subject to approval of the shareholders of the company at the ensuing annual general meeting.
3. Appointment of M/s. Ghatiya and Associates, Practicing Company Secretary firm as an internal auditors a term of three consecutive years from FY 2025-26 to FY 2027-28.  
Additional information as required under regulations 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 point 2 and point 3 is enclosed **ANNEXURE –C**.
4. The policy on Related Party Transaction Policy and Policy on preservation of Documents and the same is being made available on the website of the Company.

A copy of aforesaid annexure will be uploaded in the Company's website <https://www.machharind.com>. The company has made arrangement for release of the Audited Financial results for the Quarter and year ended March 31<sup>st</sup>, 2025 in the newspaper as per the requirement of the SEBI (LODR) Regulations, 2015.

The board meeting commenced at 04.00 pm and concluded at 06.30 pm. The above is for your information and dissemination to the public at large.

**For MACHHAR INDUSTRIES LIMITED**

**CS Mahesh Dube  
Company Secretary  
Meb. No. F-12866  
Encl:- as above**

**Works:**

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0240-2351133, 9552533328,  
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CIN: U45202MH2008PLC185168,  
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**ASHOK R. MAJETHIA**B.Com. F.C.A  
CHARTERED ACCOUNTANTAshok R. Majethia & Co.  
Chartered Accountants  
Utsav Complex,  
Office No. 7, Bazar Peth,  
Dist. Raigad, Khopoli – 410 203  
Tel :- (02192) 269908  
Mobile: - 9404711539 / 9372169952  
Email:- ashokmajethia@rediffmail.com**Independent Auditors Report****To,  
The Members of  
Machhar Industries Limited  
Chhatrapati Sambhajnagar****Report on the Consolidated Financial Statements****Opinion**

1. We have audited the accompanying Consolidated financial statements of Machhar Industries Limited having CIN: U45202MH2008PLC185168 (“the Company”), and its joint venture company (“the Holding Company and its joint venture company to as ‘the Group’) which comprise the Consolidated Balance Sheet as at 31st March 2025, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated financial statements, including a summary of material accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 (‘the Act’) in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”) and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025 and its profit (financial performance including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

3. We conducted our audit in accordance with Standards on Auditing (SAs) 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 Financial Statements 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Information other than the Financial Statements and Auditor’s Report thereon**

4. The Holding Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor’s report thereon.
5. Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
6. In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Consolidated Financial Statements**

7. The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the financial statements, management is 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 management either intends to liquidate The Holding Company or to cease operations, or has no realistic alternative but to do so.
9. The Board of Directors of holding company is also responsible for overseeing the holding Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

10. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
11. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - a. Identify and assess the risks of material misstatement of the financial statements, 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.
  - b. Obtain an understanding of internal financial controls 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 and its joint venture company which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
  - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial 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.
  - e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

12. 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.
13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

15. As required by section 143(3) of the Act, based on our audit, we report that :
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - (b) In our opinion, proper books of account as required by law relating to preparation of consolidated financial statements have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standard) Rules, 2015, as amended.
  - (e) On the basis of the written representations received from the directors of the parent and joint venture company as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
  - (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the parent Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer Note No. 34 of the financial statements.
    - ii. The Company does not have long term contracts or derivative contracts which require provision.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv. (a) the Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) the Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and.

(c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- v. No interim dividend is declared and paid by the Company or Joint Venture Company during the year.
- vi. Based on our examination, which included test checks, the Company and its joint venture company have used accounting software for maintaining its books of accounts for the financial year ended 31st March 2025 which has a feature of recording audit trail (edit log) facility and the same has been made operational throughout the year for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of the audit trail feature being tampered with.

**For Ashok R Majethia & Co  
Chartered Accountants  
FRN:127769W**

**Place: Khopoli Dist. Raigad  
Dated: 27-05-2025**

**Ashok R Majethia  
Proprietor  
Membership No:124781  
UDIN: 25124781BMILIK4139**

## **ANNEXURE “B” TO THE AUDITORS’ REPORT**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

1. We have audited the internal financial controls over financial reporting of **Machhar Industries Limited** (“the Company”) as of 31<sup>st</sup>March, 2025 in conjunction with our audit of the financial statements of the Company and a joint venture company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

2. The respective Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors Responsibility**

3. Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the company and joint venture company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence, we have obtained, for the company and its joint venture company is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

6. A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, to the best of our information and according to the explanations given to us, the Company and joint venture company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal control over financial reporting criteria established by the Company and joint venture company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Ashok R Majethia & Co  
Chartered Accountants  
FRN:127769W**

**Place: Khopoli Dist, Raigad  
Dated: 27-05-2025**

**Ashok R Majethia  
Proprietor  
Membership No:124781  
UDIN: 25124781BMILIK4139**

**Statement of consolidated audited financial results for the Quarter ended on 31st March 2025**

Rs. In Lakhs

PARTICULARS	Quarter Ended			Year ended 31st March 2025 Audited	Year ended 31st March 2024 Audited
	31-03-2025	31-12-2024	31-03-2024		
	Audited	(Unaudited )	Audited		
<b>I Income</b>					
Revenue from operations	401.44	335.53	517.20	1,568.12	1,693.22
Other income	9.03	3.77	22.30	39.47	38.36
<b>Total income from operations</b>	<b>410.46</b>	<b>339.30</b>	<b>539.50</b>	<b>1,607.59</b>	<b>1,731.58</b>
<b>II Expenses</b>					
Raw material consumed	70.76	57.07	66.98	268.82	177.96
Change in Inventories	(0.52)	1.82	(2.11)	1.76	(2.08)
Employee benefit expenses	66.23	55.53	61.79	232.52	230.91
Finance costs	8.10	6.76	5.34	24.67	19.54
Depreciation and amortization expenses	4.51	12.51	17.03	42.04	45.71
Other expenses	239.75	228.58	337.90	1,019.12	1,178.83
<b>Total expenses</b>	<b>388.83</b>	<b>362.26</b>	<b>486.94</b>	<b>1,588.92</b>	<b>1,650.88</b>
<b>III Profit/(Loss) before exceptional items and tax</b>	<b>21.63</b>	<b>(22.96)</b>	<b>52.56</b>	<b>18.67</b>	<b>80.70</b>
<b>IV Exceptional items- Prior Period Items</b>	-	-	-	-	-
<b>V Profit/(Loss) before tax</b>	<b>21.63</b>	<b>(22.96)</b>	<b>52.56</b>	<b>18.67</b>	<b>80.70</b>
<b>VI Tax expenses</b>					
a) Current tax	2.85	(5.20)	12.17	2.85	17.19
b) Income tax prior year	-	-	0.17	1.30	0.17
b) Deferred tax	11.04	(9.76)	(0.38)	(0.64)	1.23
<b>Total tax expenses</b>	<b>13.89</b>	<b>(14.96)</b>	<b>11.96</b>	<b>3.50</b>	<b>18.59</b>
<b>VII Net Profit/(Loss) for the period/year</b>	<b>7.74</b>	<b>(7.99)</b>	<b>40.60</b>	<b>15.16</b>	<b>62.11</b>
<b>VIII Other comprehensive income (net of tax)</b>					
<b>Items that will not be reclassified to profit or loss:</b>					
i) Remeasurement of post employment benefit obligations	3.55	14.99	5.21	26.78	(11.20)
ii) Income-tax relating to items that will not be reclassified to profit or loss	(3.35)	(1.89)	2.24	(6.74)	1.75
<b>Total other comprehensive income</b>	<b>0.20</b>	<b>13.10</b>	<b>7.45</b>	<b>20.04</b>	<b>(9.46)</b>
<b>IX Total comprehensive income for the period/year (VII+VIII)</b>	<b>7.54</b>	<b>(21.09)</b>	<b>33.15</b>	<b>(4.88)</b>	<b>71.57</b>
<b>X Paid-up equity share capital (face value of Rs.10 per share)</b>	74.09	74.09	74.09	74.09	74.09
<b>XI Other equity (excluding revaluation reserve)</b>				<b>840.97</b>	<b>845.84</b>
<b>XII EPS in Rs. (Face Value of Rs.10/- each)*</b>					
-Basic	1.02	(2.85)	4.47	(0.66)	9.66
-Diluted	1.02	(2.85)	4.47	(0.66)	9.66
*not annualised					

Notes

1 The financial results were reviewed by the Audit Committee and approved by the Board of Directors on 27th May 2025.

2 Segmental Reporting

Particulars	Quarter Ended			Year ended 31st March 2025 Audited	Year ended 31st March 2024 Audited
	31-03-2025	31-12-2024	31-03-2024		
	Audited	(Unaudited )	Audited		
<b>Segment revenue &amp; other income from operations</b>					
Explosives Division	109.41	81.17	159.32	407.82	494.56
Transportation Division	172.72	150.90	276.17	718.89	902.24
Adblue Division	128.33	107.23	120.06	480.86	334.78
<b>Total segment revenue</b>	<b>410.45</b>	<b>339.29</b>	<b>555.56</b>	<b>1,607.57</b>	<b>1,731.58</b>
Less: Inter-segment revenue	-	-	-	-	-
<b>Net revenue from operations</b>	<b>410.45</b>	<b>339.29</b>	<b>555.56</b>	<b>1,607.57</b>	<b>1,731.58</b>
<b>Segment results (Profit / (Loss) before interest, exceptional items and tax)</b>					
Explosives Division	(4.36)	(43.57)	2.41	(106.58)	(4.96)
Transportation Division	11.70	14.04	15.26	67.49	40.19
Adblue Division	13.28	9.54	17.94	42.97	24.17
<b>Total</b>	<b>20.61</b>	<b>(19.99)</b>	<b>35.61</b>	<b>3.87</b>	<b>59.40</b>
<b>Less: Finance costs</b>	<b>8.10</b>	<b>6.75</b>	<b>5.34</b>	<b>24.67</b>	<b>19.55</b>
Explosives Division	1.02	0.33	0.27	1.60	0.79
Transportation Division	-	-	(0.35)	-	-
Adblue Division	7.08	6.42	5.42	23.07	18.76
Less: Exceptional items	-	-	-	-	-
<b>Other Income</b>	<b>9.02</b>	<b>3.77</b>	<b>22.30</b>	<b>39.46</b>	<b>38.36</b>
<b>Profit / (Loss) before Tax</b>	<b>21.53</b>	<b>(22.97)</b>	<b>52.57</b>	<b>18.67</b>	<b>78.20</b>
Operating Segments have been identified in line with the Ind AS 108 - Operating Segments.					

3 The Financial Results have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 as notified under section 133 of the Companies Act 2013 ("Act")

4 There was no complaints received and no complaint pending at the end of the quarter.

For and on behalf of Board of Directors

Sandeep Machhar  
Managing Director  
DIN: 00251892  
Place: Chhatrapati Sambhajnagar

**Consolidated Balance Sheet as at March 31, 2025**

Rs. in Lakhs

<b>ASSETS</b>	<b>As at 31/03/2025</b>	<b>As at 31/03/2024</b>
<b>I) Non-Current Assets</b>		
a) Property, Plant and Equipments	474.14	497.45
b) Right of use assets	2.21	2.28
c) Financial Assets		
(i) Investments	-	-
(ii) Loans	34.09	34.09
(iii) Others	15.35	15.35
d) Other Non-current Assets	7.62	7.67
	<b>533.41</b>	<b>556.84</b>
<b>II) Current Assets</b>		
a) Inventories	100.50	39.89
b) Financial Assets		
(i) Investments	153.53	64.05
(ii) Loans	23.02	23.02
(iii) Trade Receivables	157.75	173.10
(iv) Cash and cash equivalents	279.82	259.23
c) Current Tax Assets (Net)	7.25	24.02
d) Other Current Assets	47.39	68.05
	769.26	651.35
<b>Total</b>	<b>1,302.67</b>	<b>1,208.20</b>
<b>Equity and Liabilities</b>		
<b>Equity</b>		
a) Equity Share Capital	74.09	74.09
b) Other Equity	840.97	845.84
	<b>915.05</b>	<b>919.93</b>
<b>Liabilities</b>		
<b>I) Non-Current Liabilities</b>		
<b>a) Financial Liabilities</b>		
(i) Borrowings	47.44	74.42
b) Provisions	7.32	6.75
c) Deferred Tax Liabilites (Net)	32.38	39.77
d) Other non-current liabilities	-	-
	<b>87.14</b>	<b>120.94</b>
<b>II) Current Liabilities</b>		
a) Financial Liabilities		
(i) Borrowings	189.56	39.64
(iii) Trade Payables		
- MSME	13.65	30.75
- Other than MSME	46.23	37.84
b) Other Current Liabilities	42.75	47.78
c) Provisions	8.30	5.16
d) Current Tax Liabilites (Net)	-	6.17
	300.48	167.33
<b>Total</b>	<b>1,302.67</b>	<b>1,208.20</b>

Notes referred to above form an integral part of the financial statements

As per our report of even date attached

**For Ashok R Majethia & Co.**  
**Chartered Accountants**  
**FRN 127769W**

For and on behalf of the Board of Directors

**Ashok R Majethia**  
**Proprietor**  
M No 124781  
UDIN: 25124781BMILIK4139**Sandeep Machhar**  
**Managing Director**  
DIN: 00251892  
Place: Chh.Sambhajnagar  
Date: 27-05-2025**Place : Khopoli, Dist. Raigad**  
**Date: 27th May 2025**

**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FINANCIAL YEAR 2024-2025**

Rs.in Lakhs

PARTICULARS		2024-2025		2023-2024	
<b>A</b>	<b>Cash flow from operating activities</b>				
	Profit Before Tax & Extra ordinary items		<b>18.67</b>		<b>80.70</b>
	<b>Adjustment for</b>				
	i) Depreciation and Amortisation	42.04		45.71	
	ii) Interest paid / Financial Charges	24.67		19.54	
	iii) Provision for Grauity & Leave Encashment	3.71		1.83	
	iv) Interest Received	(19.74)		(20.55)	
	v) (Profit) on Sale of Property, Plant & Equipments	(2.59)		(0.05)	
	vi) Dividend Received	(1.01)		(1.48)	
	vii) Profit on sale of Equity share of Listed Companies	(14.72)		(15.56)	
			<b>32.36</b>		<b>29.44</b>
	<b>Operating profit / (loss) before working capital changes</b>		<b>51.02</b>		<b>110.14</b>
	i) Trade Receivable	15.35		(88.78)	
	ii) Loans & Advances and Other Current & Non Current Assets	20.70		26.65	
	iii) Inventories	(60.61)		(21.35)	
	iv) Other Current Liabilities	(5.03)		7.00	
	v) Trade Payable	(8.71)	(38.30)	(50.94)	(127.43)
	vi) Income tax paid (Refund) (Net)		6.45		(3.70)
	<b>Net cash from operating activities (Total a)</b>		<b>19.18</b>		<b>(20.98)</b>
<b>B</b>	<b>Net flow from investment activities</b>				
	i) Payment for Purchase for Property, Plant & Equipments	(19.57)		(31.98)	
	ii) Payment for Purchase of investments	(132.57)		(7.91)	
	iii) Received against sale of investments	31.03		26.76	
	iv) Dividend Received	1.01		1.48	
	v) Loan granted	-		(3.73)	
	vi) Sale proceeds from sale of Property, Plant & Equipments	3.50		0.05	
	v) Interest Received	19.74		20.55	
	<b>Net flow from investment activities (Total b)</b>		<b>(96.86)</b>		<b>5.23</b>
<b>C</b>	<b>Cash flow from financial activities</b>				
	i) Repayment of Long Term Borrowings	(26.98)		(36.68)	
	ii) Proceeds from /(Repayment) of Short Term Borrowings	149.92		(25.73)	
	iii) Interest paid / Financial Charges	(24.67)		(19.54)	
	<b>Net flow from financial activities (Total c)</b>		<b>98.27</b>		<b>(81.95)</b>
	<b>Net increase /(decrease) during the year (a+b+c)</b>		<b>20.59</b>		<b>(97.70)</b>
	Cash and Cash equivalent opening balance		259.23		356.93
	Cash and Cash equivalent closing balance		<b>279.82</b>		<b>259.23</b>
			<b>20.59</b>		<b>(97.70)</b>

**Cash & Cash Equivalent Comprise off**

	<b>As at 31-03-2025</b>	<b>As at 31-03-2024</b>
Cash On Hand	0.23	0.41
Balance in Banks in current account	13.06	49.76
Fixed deposit with Bank	249.03	199.01
Interest accrued on the fixed deposits	17.50	10.06
	<b>279.82</b>	<b>259.23</b>

**Note:** 01. The statement of cash flow have been prepared as per Indirect Method according to Indian Accounting Standard - 7 "Statement of Cash Flow".

02. Figures in bracket denotes cash outflow.

03. Previous year figures have been regrouped, rearranged and re-casted wherever necessary.

As per our report of even date attached

**For Ashok R Majethia & Co.**  
Chartered Accountants  
FRN 127769W

For and on behalf of the Board of Directors

**Ashok R Majethia**  
Proprietor  
M No 124781  
Place : Khopoli, Dist. Raigad  
Date: 27th May 2025  
UDIN: 25124781BMILIK4139

**Sandeep Machhar**  
Managing Director  
DIN: 00251892  
Place: Chh.Sambhajinagar  
Date: 27-05-2025

# ASHOK R. MAJETHIA

B.Com. F.C.A  
CHARTERED ACCOUNTANT

Ashok R. Majethia & Co.  
Chartered Accountants  
Utsav Complex,  
Office No. 7, Bazar Peth,  
Dist. Raigad, Khopoli – 410 203  
Tel :- (02192) 269908  
Mobile: - 9404711539 / 9372169952  
Email:- ashokmajethia@redifmail.com

## Independent Auditors Report

To,  
The Members of  
Machhar Industries Limited  
Chhatrapati Sambhajnagar

### Report on the Financial Statements

#### Opinion

1. We have audited the accompanying standalone financial statements of Machhar Industries Limited having CIN: U45202MH2008PLC185168 (“the Company”), which comprise the Standalone Balance Sheet as at 31st March 2025, the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Cash Flows and Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone financial statements, including a summary of material accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (‘the Act’) in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”) and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025 and its profit (financial performance including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit in accordance with Standards on Auditing (SAs) 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 Financial Statements 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Information other than the Financial Statements and Auditor’s Report thereon

4. The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor’s report thereon.
5. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
6. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## **Key Audit Matter**

### **7. Application of Ind AS 116 - Leases**

#### **Description of the Key Audit Matter**

During the year, the Company has applied Ind AS 116, Leases, which significantly impacts the accounting treatment of lease contracts. This standard requires recognition of right-of-use assets and corresponding lease liabilities for leases.

The implementation involved a detailed assessment of lease agreements, determination of lease term including renewal/termination options and recognition of right-of-use assets. Due to the complexity and judgments involved in these assessments, evaluation of lease terms, we considered this area to be a key audit matter.

#### **How the matter was addressed in the audit**

Our audit procedures included, among others:

- Obtaining an understanding of the Company's process for identifying and evaluating lease contracts.
- Evaluating the accounting policies adopted for compliance with the requirements of Ind AS 116.
- Reviewing the lease agreements and verifying key terms including lease period, payment terms, and renewal/termination options.
- Computing value of right-of-use assets for a lease to verify accuracy and appropriateness of the calculations.
- Verifying the disclosures in the financial statements related to leases to assess compliance with the disclosure requirements under Ind AS 116.

#### **Management's Responsibility for the Standalone Financial Statements**

8. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
9. In preparing the financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

11. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
12. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - a. Identify and assess the risks of material misstatement of the financial statements, 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.
  - b. Obtain an understanding of internal financial controls 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 and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.

- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial 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.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

13. 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.
14. 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.
15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standard) Rules, 2015, as amended.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. the company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer Note No. 34 of the financial statements.
- ii. The Company does not have long term contracts or derivative contracts which require provision.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) the Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) the Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and.

(c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- v. No interim dividend is declared and paid by the Company during the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of accounts for the financial year ended 31st March 2025 which has a feature of recording audit trail (edit log) facility and the same has been made operational throughout the year for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of the audit trail feature being tampered with.

**For Ashok R Majethia & Co  
Chartered Accountants  
FRN:127769W**

**Place: Khopoli Dist, Raigad  
Dated: 27-05-2025**

**Ashok R Majethia  
Proprietor  
Membership No:124781  
UDIN: 25124781BMILIJ5105**

## **ANNEXURE "A" TO THE AUDITORS REPORT**

The Annexure referred to in Independent Auditors Report to the members of the Company on the financial statements for the year ended 31st March 2025, we report that:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The Company does not have any intangible asset.

(b) The company has regular program of physical verification of its Property, Plant and Equipment by which Property, Plant and Equipment are verified in a phased manner over a period of three years. In accordance with this program, certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and nature of its business.

(c) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the title deeds of the immovable properties are held in the name of the company.

(d) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the company has not revalued any Property, Plant & Equipment (including Right of Use assets) during the year.

(e) According to the information and explanations given to us, and on the basis of our examination of the record of the company, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.

- 2) (a) The inventory has been physically verified during the year by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. There is no discrepancy of 10% or more noticed during verification between the physical stocks and book records. The discrepancies were not material, which have been properly dealt with in the books of account. The year-end inventory has been physically verified by the management and the same is incorporated as per inventory records and books of account maintained by the company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks, hence clause (ii)(b) of the Order is not applicable.

- 3) (a) As per the information and explanations given to us, the Company has granted loans including advances in the nature of loan to one joint venture entity in the earlier years. During the year, the company has not granted any loan and advances in the nature of loan to any party. The balance outstanding at the year-end is Rs. 34.09 Lakhs. The company has not provided any guarantee or security during the year to the joint venture foreign entity.

As per the information and explanations given to us, the Company has granted loans including advances in the nature of loan to one party other than subsidiary, joint venture and associates in the earlier year. During the year, the company has not granted any loan and advances in the nature of loan to any party. The balance outstanding at the year-end is Rs. 23.02 Lakhs. The company has not provided guarantee or security during the year to any other party.

(b) The terms and conditions for such above mentioned loan and guarantee are not prejudicial to the interest of the Company except non-charging of interest.

(c) In respect of loans and advances in the nature of loans the schedule of repayment of principal and payment of interest has not been stipulated; hence we are unable to comment whether the repayments or receipts are regular, overdue, renewed or extended or fresh loan granted to settle the overdue of existing loans given to the same parties.

(d) The company has granted loans or advances in the nature of loans of Rs. 57.10 Lakhs in earlier years to two parties covered under section 2(76) of the Act, which repayable on demand without any written agreement and without specifying other terms.

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Loan Given	Percentage to the total Loans and Advances in the nature of loans
Related Parties	Loan	Rs. 57.10 Lakh	100%

- 4) The company has complied with the provisions of section 185 and 186 of the Act in respect of loans granted, investment made, security and guarantee provided, as applicable except non-charging of interest on loan granted.
- 5) The Company has not accepted deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
- 6) No maintenance cost records have been specified by the Central Government under section 148(1) of the Act for the products of the company.
- 7) (a) According to the records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues including, investor education protection fund, employees state insurance, income tax, custom duty, cess and other material statutory dues applicable to it. No undisputed amounts payable in respect of income tax, custom duty, excise duty, and cess were in arrears as at 31st March 2025 for a period more than six months from the date they became payable.  
  
(b) According to the information and explanations given to us, there are no dues of investor education protection fund, employees state insurance, income tax, custom duty, cess and other material statutory dues applicable, which have not been deposited on account of any dispute.
- 8) According to the information and explanations given to us, there are no transactions recorded in the books of account as have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, hence, clause (viii) of Order is not applicable.
- 9) In our opinion and according to the information and explanations given to us: -
  - (a) the Company has not defaulted in payment of dues to financial institution or bank or debenture holders.
  - (b) the company is not declared willful defaulter by any bank or financial institution or other lender.
  - (c) the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
  - (d) no funds raised on short-term basis have been used for long-term purposes by the company.
  - (e) the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures; hence the clause (ix) (e) of the Order is not applicable.
  - (f) the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies; hence the clause (ix) (f) of the Order is not applicable.
- 10) The company has not raised any moneys by way of initial public offer, further public offer (including debt instruments), preferential allotment or private placement of shares during the year.
- 11) (a) According to the information and explanations given to us, no fraud by the company or any fraud on the Company has been noticed or reported during the year.  
(b) No report under sub-Section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.  
(c) We have not considered whistle-blower complaints, since there is no complaint received during the year by the Company.

- 12) The company is not a Nidhi Company as such provisions of the clause (xii) of the Order are not applicable to the company.
- 13) All transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable, and the details have been disclosed in the Ind AS standalone financial statements etc., as required by the applicable accounting standards.
- 14) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.  
(b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- 15) The company has not entered into any non-cash transactions with directors or persons connected with him.
- 16) (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.  
(b) In Our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act 1934.  
(c) The Company is not a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India.
- 17) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- 18) The previous statutory auditors resigned during the year due to completion of their term as per the provisions of Section 139 of the Companies Act, 2013. We have considered the same, and there were no issues, objections, or concerns raised by the outgoing auditors.
- 19) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, we are of the opinion that no material uncertainty exists as on the date of the audit report which infers that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- 20) Since, the company does not satisfy the applicability criteria of Section 135 of the Act, the provisions of Corporate Social Responsibility are not applicable to company.
- 21) The company has a joint venture with 50% share. Our report on consolidated financial statements are issued separately.

**For Ashok R Majethia & Co  
Chartered Accountants  
FRN :127769W**

**Place: Khopoli Dist,Raigad  
Date: 27-05-2025**

**Ashok R Majethia  
Proprietor  
Membership No:124781  
UDIN: 25124781BMILIJ5105**

## **ANNEXURE “B” TO THE AUDITORS’ REPORT**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

1. We have audited the internal financial controls over financial reporting of **Machhar Industries Limited** (“the Company”) as of 31<sup>st</sup>March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

2. The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors Responsibility**

3. Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence, we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

6. A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that,
  - (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
  - (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
  - (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Ashok R Majethia & Co  
Chartered Accountants  
FRN:127769W**

**Place: Khopoli Dist,Raigad  
Date: 27-05-2025**

**Ashok J Majethia  
Proprietor  
Membership No:124781  
UDIN: 25124781BMILIJ5105**

**Statement of standalone audited financial results for the Quarter ended on 31st March 2025**

Rs. In Lakhs

PARTICULARS	Quarter Ended			Year ended 31st March 2025	Year ended 31st March 2024
	31-03-2025	31-12-2024	31-03-2024		
	Audited	(Unaudited)	Audited	Audited	Audited
<b>I Income</b>					
Revenue from operations	401.44	335.53	517.20	1,568.12	1,693.22
Other income	9.01	3.76	22.30	39.46	38.36
<b>Total income from operations</b>	<b>410.45</b>	<b>339.29</b>	<b>539.50</b>	<b>1,607.57</b>	<b>1,731.58</b>
<b>II Expenses</b>					
Raw material consumed	70.76	57.07	66.98	268.82	177.96
Change in Inventories	(0.52)	1.82	(2.11)	1.76	(2.08)
Employee benefit expenses	66.23	55.53	61.79	232.52	230.91
Finance costs	8.10	6.76	5.34	24.67	19.54
Depreciation and amortization expenses	4.51	12.51	17.03	42.04	45.71
Other expenses	239.63	228.48	336.06	1,018.88	1,176.99
<b>Total expenses</b>	<b>388.71</b>	<b>362.17</b>	<b>485.10</b>	<b>1,588.69</b>	<b>1,649.04</b>
<b>III Profit/(Loss) before exceptional items and tax</b>	<b>21.74</b>	<b>(22.87)</b>	<b>54.40</b>	<b>18.89</b>	<b>82.54</b>
<b>IV Exceptional items- Prior Period Items</b>	-	-	-	-	-
<b>V Profit/(Loss) before tax</b>	<b>21.74</b>	<b>(22.87)</b>	<b>54.40</b>	<b>18.89</b>	<b>82.54</b>
<b>VI Tax expenses</b>					
a) Current tax	2.85	(5.20)	12.17	2.85	17.19
b) Income tax prior year	-	-	0.17	1.30	0.17
b) Deferred tax	11.04	(9.76)	(0.38)	(0.64)	1.23
<b>Total tax expenses</b>	<b>13.89</b>	<b>(14.96)</b>	<b>11.96</b>	<b>3.50</b>	<b>18.59</b>
<b>VII Net Profit/(Loss) for the period/year</b>	<b>7.85</b>	<b>(7.91)</b>	<b>42.44</b>	<b>15.38</b>	<b>63.95</b>
<b>VIII Other comprehensive income (net of tax)</b>					
<b>Items that will not be reclassified to profit or loss:</b>					
i) Remeasurement of post employment benefit obligations	3.55	15.00	5.21	26.78	(11.20)
ii) Income-tax relating to items that will not be reclassified to profit or loss	(3.35)	(1.89)	2.24	(6.74)	1.75
<b>Total other comprehensive income</b>	<b>0.20</b>	<b>13.11</b>	<b>7.45</b>	<b>20.04</b>	<b>(9.46)</b>
<b>IX Total comprehensive income for the period/year (VII+VIII)</b>	<b>7.65</b>	<b>(21.02)</b>	<b>34.99</b>	<b>(4.66)</b>	<b>73.40</b>
<b>X Paid-up equity share capital (face value of Rs.10 per share)</b>	<b>74.09</b>	<b>74.09</b>	<b>74.09</b>	<b>74.09</b>	<b>74.09</b>
<b>XI Other equity (excluding revaluation reserve)</b>				<b>843.63</b>	<b>848.29</b>
<b>XII EPS in Rs. (Face Value of Rs.10/- each)*</b>					
-Basic	1.03	(2.84)	4.72	(0.63)	9.91
-Diluted	1.03	(2.84)	4.72	(0.63)	9.91
*not annualised					

Notes

1 The financial results were reviewed by the Audit Committee and approved by the Board of Directors on 27th May 2025.

2 Segmental Reporting

Particulars	Quarter Ended			Year ended 31st March 2025	Year ended 31st March 2024
	31-03-2025	31-12-2024	31-03-2024		
	Audited	(Unaudited)	Audited	Audited	Audited
<b>Segment revenue &amp; other income from operations</b>					
Explosives Division	109.41	81.17	159.32	407.82	494.56
Transportation Division	172.72	150.90	276.17	718.89	902.24
Adblue Division	128.33	107.23	120.06	480.86	334.78
<b>Total segment revenue</b>	<b>410.45</b>	<b>339.29</b>	<b>555.56</b>	<b>1,607.57</b>	<b>1,731.58</b>
Less: Inter-segment revenue	-	-	-	-	-
<b>Net revenue from operations</b>	<b>410.45</b>	<b>339.29</b>	<b>555.56</b>	<b>1,607.57</b>	<b>1,731.58</b>
<b>Segment results (Profit / (Loss) before interest, exceptional items and tax)</b>					
Explosives Division	(4.14)	(43.47)	6.91	(106.36)	(4.96)
Transportation Division	11.70	14.03	15.26	67.49	40.19
Adblue Division	13.28	9.54	15.28	42.97	24.17
<b>Total</b>	<b>20.83</b>	<b>(19.90)</b>	<b>37.44</b>	<b>4.09</b>	<b>59.40</b>
<b>Less: Finance costs</b>	<b>8.10</b>	<b>6.75</b>	<b>5.34</b>	<b>24.67</b>	<b>19.55</b>
Explosives Division	1.02	0.33	0.27	1.60	0.79
Transportation Division	-	-	(0.35)	-	-
Adblue Division	7.08	6.42	5.42	23.07	18.76
Less: Exceptional items	-	-	-	-	-
<b>Other Income</b>	<b>9.02</b>	<b>3.77</b>	<b>22.30</b>	<b>39.46</b>	<b>38.36</b>
<b>Profit / (Loss) before Tax</b>	<b>21.75</b>	<b>(22.87)</b>	<b>54.40</b>	<b>18.89</b>	<b>78.20</b>
Operating Segments have been identified in line with the Ind AS 108 - Operating Segments.					

3 The Financial Results have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 as notified under section 133 of the Companies Act 2013 ("Act")

4 There was no complaints received and no complaint pending at the end of the quarter.

For and on behalf of Board of Directors

Sandeep Machhar  
Managing Director  
DIN: 00251892

Place: Chhatrapati Sambhajnagar  
Date: 27-05-2025

**Standalone Balance Sheet as at March 31, 2025**

Rs. in Lakhs

<b>ASSETS</b>	<b>As at 31/03/2025</b>	<b>As at 31/03/2024</b>
<b>I) Non-Current Assets</b>		
a) Property, Plant and Equipments	474.14	497.45
b) Right of use assets	2.21	2.28
c) Financial Assets		
(i) Investments	0.50	0.50
(ii) Loans	34.09	34.09
(iii) Others	0.35	0.35
d) Other Non-current Assets	7.62	7.67
	<b>518.91</b>	<b>542.34</b>
<b>II) Current Assets</b>		
a) Inventories	100.50	39.89
b) Financial Assets		
(i) Investments	153.53	64.05
(ii) Loans	23.02	23.02
(iii) Trade Receivables	157.75	173.10
(iv) Cash and cash equivalents	279.60	258.76
c) Current Tax Assets (Net)	7.25	24.02
d) Other Current Assets	47.31	67.98
	768.96	650.82
<b>Total</b>	<b>1,287.87</b>	<b>1,193.16</b>
<b>Equity and Liabilities</b>		
<b>Equity</b>		
a) Equity Share Capital	74.09	74.09
b) Other Equity	843.63	848.29
	<b>917.72</b>	<b>922.37</b>
<b>Liabilities</b>		
<b>I) Non-Current Liabilities</b>		
<b>a) Financial Liabilities</b>		
(i) Borrowings	47.44	74.42
b) Provisions	7.32	6.75
c) Deferred Tax Liabilities (Net)	32.38	39.77
d) Other non-current liabilities	-	-
	<b>87.14</b>	<b>120.94</b>
<b>II) Current Liabilities</b>		
<b>a) Financial Liabilities</b>		
(i) Borrowings	189.30	39.38
(iii) Trade Payables		
- MSME	13.60	30.70
- Other than MSME	46.11	37.70
b) Other Current Liabilities	25.70	30.73
c) Provisions	8.30	5.16
d) Current Tax Liabilities (Net)	-	6.17
	283.01	149.85
<b>Total</b>	<b>1,287.87</b>	<b>1,193.16</b>

Notes referred to above form an integral part of the financial statements

As per our report of even date attached

**For Ashok R Majethia & Co.**  
**Chartered Accountants**  
**FRN 127769W**

For and on behalf of the Board of Directors

**Ashok R Majethia**  
**Proprietor**  
M No 124781  
UDIN: 25124781BMILJ5105  
**Place : Khopoli, Dist. Raigad**  
**Date: 27th May 2025****Sandeep Machhar**  
**Managing Director**  
DIN: 00251892  
Place: Chh.Sambhajnagar  
Date: 27-05-2025



**MACHHAR INDUSTRIES LIMITED**

Regd. Office: City Pride Building, FF-107, Jaina Road, Mondha Naka, Dist. Chhatrapati Sambhajnagar (MS) 431001  
CIN: U45202MH2008PLC185168, Email: info@machharinfra.com, website:www.machharind.com

**STANDALONE STATEMENT OF CASH FLOW FOR THE FINANCIAL YEAR 2024-2025**

Rs.in Lakhs

PARTICULARS		2024-2025		2023-2024	
<b>A</b>	<b>Cash flow from operating activities</b>				
	Profit Before Tax & Extra ordinary items		<b>18.89</b>		<b>82.54</b>
	<b>Adjustment for</b>				
	i) Depreciation and Amortisation	42.04		45.71	
	ii) Interest paid / Financial Charges	24.67		19.54	
	iii) Provision for Grauity & Leave Encashment	3.71		1.83	
	iv) Interest Received	(19.74)		(16.28)	
	v) (Profit) on Sale of Property, Plant & Equipments	(2.59)		(0.05)	
	vi) Dividend Received	(1.01)		(1.48)	
	vii) Profit on sale of Equity share of Listed Companies	(14.72)		(15.56)	
			32.36		33.71
	<b>Operating profit / (loss) before working capital changes</b>		<b>51.24</b>		<b>116.25</b>
	i) Trade Receivable	15.35		(88.78)	
	ii) Loans & Advances and Other Current & Non Current Assets	20.71		26.34	
	iii) Inventories	(60.61)		(21.35)	
	iv) Other Current Liabilities	(5.03)		5.13	
	v) Trade Payable	(8.69)	(38.27)	(50.99)	(129.65)
	vi) Income tax paid (Refund) (Net)		6.45		(3.70)
	<b>Net cash from operating activities (Total a)</b>		<b>19.42</b>		<b>(17.10)</b>
<b>B</b>	<b>Net flow from investment activities</b>				
	i) Payment for Purchase for Property, Plant & Equipments	(19.57)		(31.63)	
	ii) Payment for Purchase of investments	(132.57)		(7.56)	
	iii) Received against sale of investments	31.03		26.41	
	iv) Dividend Received	1.01		1.48	
	v) Loan granted	-		(3.73)	
	vi) Sale proceeds from sale of Property, Plant & Equipments	3.50		0.05	
	v) Interest Received	19.74		16.28	
	<b>Net flow from investment activities (Total b)</b>		<b>(96.86)</b>		<b>1.31</b>
<b>C</b>	<b>Cash flow from financial activities</b>				
	i) Repayment of Long Term Borrowings	(26.98)		(36.68)	
	ii) Proceeds from /(Repayment) of Short Term Borrowings	149.92		(25.73)	
	iii) Interest paid / Financial Charges	(24.67)		(19.54)	
	<b>Net flow from financial activities (Total c)</b>		<b>98.27</b>		<b>(81.95)</b>
	<b>Net increase /(decrease) during the year (a+b+c)</b>		<b>20.83</b>		<b>(97.73)</b>
	Cash and Cash equivalent opening balance		258.76		356.50
	Cash and Cash equivalent closing balance		279.60		258.76
			20.83		(97.73)

**Cash & Cash Equivalent Comprise off**

	<b>As at 31-03-2025</b>	<b>As at 31-03-2024</b>
Cash On Hand	0.23	0.41
Balance in Banks in current account	12.83	49.29
Fixed deposit with Bank	249.03	199.01
Interest accrued on the fixed deposits	17.50	10.06
	<b>279.60</b>	<b>258.76</b>

**Note:** 01. The statement of cash flow have been prepared as per Indirect Method according to Indian Accounting Standard - 7 "Statement of Cash Flow".

02. Figures in bracket denotes cash outflow.

03. Previous year figures have been regrouped, rearranged and re-casted wherever necessary.

As per our report of even date attached

For and on behalf of the Board of Directors

**For Ashok R Majethia & Co.**  
Chartered Accountants  
FRN 127769W

**Ashok R Majethia**  
Proprietor  
M No 124781  
Place : Khopoli, Dist. Raigad  
Date: 27th May 2025  
UDIN : 25124781BMILJ5105

**Sandeep Machhar**  
Managing Director  
DIN: 00251892  
Place: Chh.Sambhajnagar  
Date: 27-05-2025



**MACHHAR INDUSTRIES LIMITED**

**ANNEXURE - B**

Ref No. MIL/2025-26/CS/06

Date:- 27<sup>th</sup> May, 2025

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited  
P. J. Tower, DalaI Street,  
Fort, Mumbai - 400 001  
Scrip Code – 543934

Sub:- Declaration regarding Auditor's Report with unmodified opinion.

Dear Sir(s)/Ma'am,,

We Machhar Industries Limited ("the Company") hereby confirm and declare that the Statutory Auditors of the company – M/s. Ashok Majethiya & Co, Chartered Accountants, Khopoli, Maharashtra having Firm Registration No. 127769W have issued the Audit Report on Standalone and Consolidated Audited Financial Results of the Company for the year ended March 31, 2025 with Unmodified opinion.

Kindly take on record the same.

Thanking you,  
Yours faithfully,

Thanking you,  
Yours faithfully,  
For MACHHAR INDUSTRIES LIMITED

ANOOF SHROTRIYA  
CHIEF FINANCIAL OFFICER



**Works:**

- 1) Plot No.614,GIDC Industrial Area, Panoli, Tq.Ankleshwar-394116,Dist.Bharuch (Gujarat), Ph.02646-272016, 272496,  
Email: vwkatkar@gmail.com
- 2) Gut No. 76, Village Pangara, Tq. Paithan, Paithan Road,  
Dist. Aurangabad -431105, Pn.09552533328,  
Email: info@machharinfra.com

**Regd. Office:** City Pride Building, FF-107, Jalna Road,  
Mondha Naka, Dist. Aurangabad (MS) 431001  
0240-2351133, 9552533328,  
Email: [info@machharinfra.com](mailto:info@machharinfra.com)  
CIN: U45202MH2008PLC185168,  
website:[www.machharind.com](http://www.machharind.com)



## MACHHAR INDUSTRIES LIMITED

### ANNEXURE-C

SR	Particulars	Internal Auditors	Secretarial Auditor
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s. M K Ghatiya and associates, Company Secretaries as Internal Auditors for term of three consecutive years from FY 2025-26 to FY 2027-28	Appointment of M/s. Ganesh Palve and associates, Practicing Company Secretaries as a Secretarial Auditors for a term of five consecutive years from FY 2025-26 to FY 2029-30 subject to approval oif shareholders of the company at the ensuing annual general meeting of the company.
2	<b>Date of appointment /re-appointment/cessation (as applicable) &amp; term of appointment/re-appointment:</b>	Appointed on Board meeting held on 27 <sup>th</sup> May, 2025	Appointed on Board meeting held on 27 <sup>th</sup> May, 2025 subject to approval of shareholders
3	<b>Brief profile (in case of appointment /re-appointment)</b>	M/s. M K Ghatiya & Associates is a firm of company secretaries based at Chhatrapati Sambhajinagar City since long time. Their team of highly skilled and motivated professionals, M K Ghaiya & Associates is working in the area internal audit, company law, income tax, finance etc and has vast experience over 22 years. The firms is providing services to various listed, multinationals, bigger closed held companies.	M/s. Ganesh Palve and associates a Practicing Company Secretary fir. CS Ganesh Palve is the proprietor of the firm. Henhas a total experience of with 9 years and qualifications in CS, LL.B, B.Com.  CS Ganesh Palve is committed to delivering personalized, high quality, services that promote good Corporate Governance.
4	<b>Disclosures of relationships between directors (in case of appointment of a Directors)</b>	Nil	Nil

#### Works:

- 1) Plot No.614,GIDC Industrial Area, Panoli, Tq.Ankleshwar-394116,Dist.Bharuch (Gujarat), Ph.02646-272016, 272496, Email: vvkatar@gmail.com
- 2) Gut No. 76, Village Pangara, Tq. Paithan, Paithan Road, Dist. Aurangabad -431105, Pn.09552533328, Email: info@machharinfra.com

**Regd. Office:** City Pride Building, FF-107, Jalna Road, Mondha Naka, Dist. Aurangabad (MS) 431001  
0240-2351133, 9552533328,  
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