



To
Secretary
Listing Department
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

January 8, 2024

Scrip Code: 512329

Sub: Outcome of the Meeting of Board of Directors of SG Mart Limited

With reference to the captioned subject and in terms of the provisions of Regulation 30 read with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e., Monday, January 8, 2024, *inter alia* transacted the following businesses:

- I. Considered and approved the Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2023, as reviewed and recommended by the Audit Committee of the Board;

The Unaudited Financial Results alongwith the Limited Review reports thereon given by M/s Ashok Kumar Goyal & Co., Chartered Accountants, Statutory Auditors of the Company are attached as **Annexure A**.

This disclosure along with the enclosures shall be made available on the website of the Company viz. www.sgmart.co.in . The meeting of the Board of Directors commenced at 12:30 A.M. and concluded at 6:30 P.M.

- II. Approved sub-division/split of company's equity shares - 1 (one) Equity Share of the Company having a face value of ₹10/- each into 10 (Ten) Equity shares of the company having face value of ₹1 each, subject to the approval of shareholders to be obtained through Postal Ballot and such other approvals as may be required. In this regard, the record date for such division/ split shall be intimated to the stock exchange in due course.

Alteration of capital clause of Memorandum of Association of the Company consequent to the sub-division of the face value of the equity shares of the Company, subject to the approval of shareholders of the Company.

SG MART LIMITED

(formerly known as Kintech Renewables Limited)

Registered office: Kintech House, 8, Shivalik Plaza, Opp. AMA, IIM Road, Ahmedabad - 380 015, Gujarat, India
Corporate Office: Unit No. 705 GDITL Tower Plot No. B-8, Netaji Subhash Place, Pitampura, Delhi -110034, India
Tel: +91 - 9205556113 | Email: compliance@sgmart.co.in
Website: www.sgmart.co.in | CIN : L46102GJ1985PLC013254



The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 July 13, 2023 is enclosed as **Annexure-B**.

- III. Approved the proposal of issuance of Bonus equity shares to the equity shareholders of the Company in the ratio of 1:1 i.e. 1 (One) Equity Shares for every 1 (One) Equity Shares having a face value of ₹1/- (considering the post sub-division/split of face value of equity shares) held by the Eligible equity shareholders of the Company as on the record date, subject to the approval of shareholders to be obtained through Postal Ballot and such other approvals as may be required. In this regard, the record date for such bonus issue shall be intimated to the stock exchange in due course.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as **Annexure-C**.

- IV. Consequent to confirmation by the Regional Director, North-Western Region, Ministry of Corporate Affairs, Ahmedabad vide order dated December 20, 2023 of the shifting of Registered Office of the Company from the State of Gujarat to the "NCT of Delhi" and consequent alteration to the Situation Clause of the Memorandum of Association of the Company, the Board of Directors of the Company has finalised and approved the situation of the new Registered Office of the Company at Unit No. 705 GDITL Tower Plot No. B-8, Netaji Subhash Place, Pitampura, Delhi - 110034, India w.e.f. January 8, 2024.
- V. Approved the Postal Ballot notice to be sent to the shareholders. The relevant details will be submitted to the Exchange separately in due course.

You are requested to kindly take the same on your records.

Yours faithfully,
For SG Mart Limited

Sachin Kumar
Company Secretary
ICSI M. No. A61525

Place: Delhi
Encl :a/a

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Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
SG Mart Limited (Formerly known as Kintech Renewables Limited)**

1. We have reviewed the accompanying statement of unaudited standalone financial results of **SG Mart Limited (Formerly known as Kintech Renewables Limited)** (the "Company") for the quarter ended December 31, 2023 and year to date results for the period from 1 April 2023 to 31 December 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
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, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and 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 the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Ashok Kumar Goyal & Co.
Chartered Accountants
(Firm Registration- 002777N)

(CA Amit Bansal)
Partner, F.C.A

Membership No. 506269

UDIN No.: 24506269 BKADDZ 4819



Place: New Delhi

Dated: 08th January 2024

SG MART LIMITED
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Corporate Office : Unit No. 705, GDITL Tower Plot No.B-8, Netaji Subhash Place, Pitampura, Delhi-110034
Statement of Financial Results for the quarter and nine months ended December 31,2023
CIN : L46102GJ1985PLC013254

Particulars	(Rupees in crore, except EPS)					
	Quarter ended December 31, 2023	Quarter ended September 30, 2023	Quarter ended December 31, 2022	Nine months ended December 31, 2023	Nine months ended December 31, 2022	Year ended March 31, 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I Revenue from operations	748.26	506.24	1.56	1,405.36	1.56	1.56
II Other Income	9.62	1.07	0.13	10.70	0.70	1.02
III Total Income (I +II)	757.88	507.31	1.69	1,416.06	2.26	2.58
IV Expenses						
(a) Purchase of stock-in-trade	758.61	488.94	-	1,404.42	-	-
(b) Changes in Inventories of stock-in-trade	(29.88)	4.91	1.56	(33.97)	1.56	1.56
(c) Employee benefits expense	1.49	0.91	0.03	2.92	0.07	0.10
(d) Finance costs	3.35	0.30	-	3.76	-	-
(e) Depreciation and amortisation expense	0.13	0.06	0.00	0.20	0.00	0.00
(f) Other expenses	1.01	0.24	0.10	1.91	0.18	0.65
Total expenses	734.71	495.36	1.69	1,379.24	1.81	2.31
V Profit / (loss) before tax (III-IV)	23.17	11.95	(0.00)	36.82	0.45	0.27
VI Tax expense :						
(a) Current tax (net)	5.81	2.87	0.03	9.13	0.15	0.13
(b) Deferred tax charge / (credit) (net)	0.16	0.13	(0.03)	0.29	(0.04)	(0.06)
(c) Income tax expense of earlier year	0.01	-	-	0.01	-	-
Total tax expense	5.98	3.00	-	9.43	0.11	0.07
VII Profit / (loss) for the period / year (V-VI)	17.19	8.95	(0.00)	27.39	0.34	0.20
VIII Other Comprehensive Income						
Add / (less) Items that will not be reclassified to profit or loss						
(a) Remeasurement of post employment benefit obligation	-	-	-	-	-	-
(b) Income tax relating to above item	-	-	-	-	-	-
Other Comprehensive Income for the period / year	-	-	-	-	-	-
IX Total Comprehensive Income / (loss) for the period / year (VII+VIII)	17.19	8.95	(0.00)	27.39	0.34	0.20
X Paid up Equity Share Capital (Face value of Rupees 10 each)	5.58	4.00	1.00	5.58	1.00	1.00
XI Other equity						11.17
XII Earnings per equity share (EPS) of Rupees 10 each # :						
(a) Basic (In Rupees)	37.51	24.15	(0.04)	88.24	3.36	1.97
(b) Diluted (In Rupees)	36.93	24.15	(0.04)	86.26	3.36	1.97

EPS is not annualised for the quarter and nine months ended December 31, 2023, quarter ended September 30, 2023 and for the quarter and nine months ended December 31, 2022.(Refer note 3 & 4)



Notes to the Statement of Financial Results :

1. The above financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. The above financial results for the quarter and nine months ended December 31, 2023 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on January 8, 2024.
2. The Statutory Auditors have carried out the "Limited Review" of the Unaudited financial results of the Company for the quarter and nine months ended December 31, 2023 in accordance with the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. The Allotment Committee of the Board in its Meeting held on July 10, 2023 allotted 22,50,000 equity shares on preferential basis to Mr. Dhruv Gupta and 7,50,000 equity share to a person belonging Non-Promoter Category, at an issue price of Rs. 450/- each. Pursuant to the said allotment, the paid-up share capital of the Company has been increased to Rs. 4,00,00,000/- comprising 40,00,000 equity shares of face value Rs. 10/- each.

Also 7,50,000 equity shares of the Company were acquired by Mrs. Meenakshi Gupta on September 27, 2023 as per the Share Purchase Agreement (SPA) entered with the erstwhile promoters, subsequent to completion of the Open Offer made by Mr Dhruv Gupta and Meenakshi Gupta. Only one share was tendered in the Open Offer. Post completion of the Open Offer and the acquisition of the shares under the SPA, the control and management of the Company have been changed and Mr Dhruv Gupta and Mrs Meenakshi Gupta have been classified under "Promoter and Promoter group" Category. Further Mrs. Meenakshi Gupta has been appointed as a director of the Company while Ms. Khushboo Gupta (representing the erstwhile promoters), resigned from the position of director of the Company w.e.f. October 3, 2023.

4. On September 23, 2023 the Board of Directors approved issuance of 1,577,000 equity shares and 723,000 fully convertible warrants on preferential basis to persons belonging to Non-Promoter Category, at an issue price of Rupees 5,000 each, which was approved by the shareholders on October 24, 2023.

Upon receipt of In-principle approval dated November 20, 2023 from BSE Limited, the Allotment Committee of the Board in its meeting held on November 28, 2023 allotted 1,577,000 equity shares and 723,000 fully convertible warrants on preferential basis to Non-Promoter category, at an issue price of Rs. 5,000 each. Pursuant to the said allotment of equity shares, the paid-up share capital of the Company increased to Rs. 55,770,000 comprising 5,577,000 equity shares of face value Rs. 10 each. The total amount received against fully convertible warrants upto December 31, 2023 is Rs. 90.37 crores which represents 25% of total value of Rs. 361.50 crores for 7,23,000 warrants at an issue price of Rs. 5,000 each.

5. The Company is in the business of Trading of Building Material Products and hence there is only one reportable operating segment as per 'Ind-AS 108 : Operating Segments'.

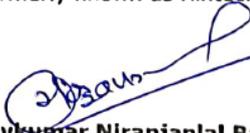
Further in alignment with the new activity, the name of the Company has been changed from "Kintech Renewables Limited" to "SG Mart Limited" w.e.f. October 6, 2023 as per fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad. All the activities done by the Company during the period pertain to the above new activity only.

6. The figures for the previous year / period have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.



Delhi
January 8, 2024

For SG Mart Limited
(Formerly known as Kintech Renewables Limited)


Shivkumar Niranjanlal Bansal
Whole Time Director
DIN : 09736916





Annexure B

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 regarding sub-division/ split of face value of Equity Shares:

Sr No	Particulars	Disclosure																
1	Split ratio	1:10 i.e. Split/sub-division of 1 (One) Equity Share of the Company having Face Value of ₹10/- each into 10 (Ten) Equity Shares of the Company having Face Value of ₹1/- each.																
2	Rationale behind the Split	In order to improve the liquidity of Company's Share, to broad base the share capital and to make it more affordable for small investors																
3	Pre and post share capital, authorized, paid-up and subscribed (including Bonus issue): <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Particulars</th> <th>Authorised Share Capital</th> <th>Paidup Share Capital</th> <th>Subscribed Share Capital</th> </tr> </thead> <tbody> <tr> <td>Pre share capital (Equity share capital of ₹10 each)</td> <td>₹15,00,00,000 divided into 1,50,00,000 Equity shares</td> <td>₹5,57,70,000 divided into 55,77,000 Equity shares</td> <td>₹5,57,70,000 divided into 55,77,000 Equity shares</td> </tr> <tr> <td>Post share capital (Equity share capital of ₹1 each)</td> <td>₹15,00,00,000 divided into 15,00,00,000 Equity shares</td> <td>₹5,57,70,000 divided into 5,57,70,000 Equity shares</td> <td>₹5,57,70,000 divided into 5,57,70,000 Equity shares</td> </tr> <tr> <td>Post share capital (Equity share capital of ₹1 each) (on fully diluted basis including Bonus issue)</td> <td>₹15,00,00,000 divided into 15,00,00,000 Equity shares</td> <td>₹12,60,00,000 divided into 12,60,00,000 Equity shares</td> <td>₹12,60,00,000 divided into 12,60,00,000 Equity shares</td> </tr> </tbody> </table>		Particulars	Authorised Share Capital	Paidup Share Capital	Subscribed Share Capital	Pre share capital (Equity share capital of ₹10 each)	₹15,00,00,000 divided into 1,50,00,000 Equity shares	₹5,57,70,000 divided into 55,77,000 Equity shares	₹5,57,70,000 divided into 55,77,000 Equity shares	Post share capital (Equity share capital of ₹1 each)	₹15,00,00,000 divided into 15,00,00,000 Equity shares	₹5,57,70,000 divided into 5,57,70,000 Equity shares	₹5,57,70,000 divided into 5,57,70,000 Equity shares	Post share capital (Equity share capital of ₹1 each) (on fully diluted basis including Bonus issue)	₹15,00,00,000 divided into 15,00,00,000 Equity shares	₹12,60,00,000 divided into 12,60,00,000 Equity shares	₹12,60,00,000 divided into 12,60,00,000 Equity shares
Particulars	Authorised Share Capital	Paidup Share Capital	Subscribed Share Capital															
Pre share capital (Equity share capital of ₹10 each)	₹15,00,00,000 divided into 1,50,00,000 Equity shares	₹5,57,70,000 divided into 55,77,000 Equity shares	₹5,57,70,000 divided into 55,77,000 Equity shares															
Post share capital (Equity share capital of ₹1 each)	₹15,00,00,000 divided into 15,00,00,000 Equity shares	₹5,57,70,000 divided into 5,57,70,000 Equity shares	₹5,57,70,000 divided into 5,57,70,000 Equity shares															
Post share capital (Equity share capital of ₹1 each) (on fully diluted basis including Bonus issue)	₹15,00,00,000 divided into 15,00,00,000 Equity shares	₹12,60,00,000 divided into 12,60,00,000 Equity shares	₹12,60,00,000 divided into 12,60,00,000 Equity shares															
4	Expected time of – Completion	Tentatively within 2 months from the date of Board's approval i.e. on or before March 7, 2024.																
5	Class of shares which are subdivided	Equity Shares (There is only one class of equity shares)																

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6	Number of shares of each class pre and post-split	Not Applicable since the company has only one class of shares.
7	Number of shareholders who did not get any share in the split and their pre- split shareholding	Not Applicable

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Annexure C

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to issuance of Bonus Equity Shares:

S. No.	Particulars	Disclosure
1	Types of Securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Bonus Issue
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	₹ 6,30,00,000 divided into 6,30,00,000 Equity Shares of face value of ₹1/- each (considering post split shares) which includes the amount of ₹72,30,000 specifically reserved for 7,23,000 (Seven Lakh Twenty Three Thousand) outstanding Warrants convertible into Equity Shares.
4	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of Securities Premium account and/or retained earnings and/or free reserves and/or any other permitted reserves/surplus of the Company available as at 31st March, 2023.
5	Bonus ratio	1:1 i.e. 1 (One) Equity Shares for every 1 (One) existing Equity Shares held as on a record date. (including holders of outstanding warrants convertible in to Equity shares held as on a record date.)
6	Details of share capital - pre and post bonus issue	<p>Pre-Bonus: Paid-up share capital ₹5,57,70,000/- divided into 55,77,000 equity shares of ₹10/- each.</p> <p>Post-Bonus: Paid-up share capital ₹11,15,40,000/- divided into 11,15,40,000 equity shares of ₹1/- each (post considering the split of shares) [excluding</p>

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		outstanding warrants convertible into Equity shares] Paid-up share capital ₹12,60,00,000/- divided into 12,60,00,000 equity shares of ₹1/- each (post considering the split of shares) [including outstanding warrants convertible into Equity shares]
7	Free reserves and/ or share premium required for implementing the bonus	₹6,30,00,000/- is required for implementing the Bonus Issue
8	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	As on 31st March, 2023, balance of Free reserves and/ or share premium available for capitalization is ₹ 11.17 Crores
9	Whether the aforesaid figures are audited	Yes, the aforesaid figure is as per the audited financial statements.
10	Estimated date by which such bonus shares would be credited/dispatched	The Bonus shares will be credited/dispatched Within 2 months from the date of Board's approval i.e. on or before March 7, 2024

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