

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

<b>To</b> <b>The Manager (Listing)</b> Corporate Relationship Department BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	<b>To</b> <b>The Manager (Listing)</b> The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir,

**Sub : Outcome of Board Meeting held on 17<sup>th</sup> May, 2023**

Pursuant to the provisions of Regulation 30 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Board of Directors at their meeting held today i.e. on Wednesday, 17<sup>th</sup> May, 2023, have approved the Audited Financial Results of the Company for the Quarter and year ended 31<sup>st</sup> March, 2023 along with the Statement of Assets and Liabilities and Cash Flow Statement and also considered the Auditors' Report received from the Joint Statutory Auditors for the said period.

Pursuant to Regulation 33 and 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the following:

1. Audited Financial Results for the quarter and financial year ended 31<sup>st</sup> March, 2023 along with the Statement of Assets and Liabilities and Cash Flow Statement.
2. Auditors' Report on Audited Financial Results for the quarter and financial year ended 31<sup>st</sup> March, 2023.
3. Declaration on Unmodified opinion in respect of aforesaid Auditors Report.

The Board Meeting commenced at 3.00 P.M. and concluded at 5.20 P.M.

Kindly take the same on your records.

Thanking you,

Yours faithfully,  
For **Sanghi Industries Ltd.**

Anil Agrawal  
**Company Secretary**

Encl : As above

**Sanghi Industries Limited**  
CIN : L18209TG1985PLC005581  
**Registered Office** : P.O. Sanghinagar, Hayatnagar Mandal, R.R. District, Telangana- 501 511  
**Tel.:** 08415-242240 **E mail:** companysecretary@sanghiment.com  
**Website** : www.sanghiment.com

## SANGHI INDUSTRIES LIMITED

CIN : L18209TG1985PLC005581

Regd. Office : Sanghinagar P.O., Hayatnagar Mandal,

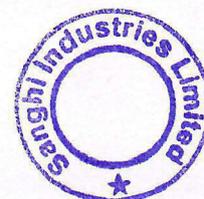
R.R.Dist., Telangana. - 501 511 Email ID for Investors : companysecretary@sanghiment.com

Tel. 08415-242240, Website : www.sanghiment.com

Statement of Audited Financial Results for the Quarter and Year Ended 31<sup>st</sup> March'2023

(₹ in Crores)

Sr. No.	Particulars	Quarter ended	Previous Quarter	Corresponding	Year Ended	Year Ended
		31.03.2023 (Refer note 8)	Ended 31.12.2022	Quarter Ended 31.03.2022 (Refer note 8)	31.03.2023	31.03.2022
		Audited	Unaudited	Audited	Audited	Audited
	<b>Income</b>					
	Sale of products	224.84	132.76	352.86	924.50	1,122.69
	Other operating Income	0.83	0.93	2.29	3.86	6.73
I	Revenue from operations	225.67	133.69	355.15	928.36	1,129.42
II	Other Income	1.34	0.70	2.04	19.45	11.10
III	<b>Total Income (I+II)</b>	<b>227.01</b>	<b>134.39</b>	<b>357.19</b>	<b>947.81</b>	<b>1,140.52</b>
IV	<b>Expenses</b>					
	Cost of Material consumed	15.32	10.82	15.66	63.02	61.21
	Purchases of Stock-in-Trade	3.77	1.80	8.84	10.71	29.62
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(13.10)	(26.16)	43.87	(52.35)	(17.52)
	Power and Fuel	117.96	77.01	115.68	470.21	408.54
	Employee Benefits Expense	15.23	15.63	15.77	63.83	66.44
	Selling Expenses	61.55	42.87	92.37	259.55	284.51
	Finance Costs	70.14	77.43	20.21	238.17	81.96
	Depreciation and Amortisation Expenses	23.12	23.40	16.60	93.38	64.17
	Other Expenses	37.58	29.57	19.31	126.99	104.84
	<b>Total expenses (IV)</b>	<b>331.57</b>	<b>252.37</b>	<b>348.31</b>	<b>1,273.51</b>	<b>1,083.77</b>
V	<b>Profit/(Loss) before exceptional items &amp; tax (III - IV)</b>	<b>(104.56)</b>	<b>(117.98)</b>	<b>8.89</b>	<b>(325.70)</b>	<b>56.75</b>
VI	Exceptional items	-	-	-	-	-
VII	<b>Profit/(Loss) before tax (V-VI)</b>	<b>(104.56)</b>	<b>(117.98)</b>	<b>8.89</b>	<b>(325.70)</b>	<b>56.75</b>
VIII	<b>Tax expense</b>					
	1 . Current Tax	-	-	-	-	-
	2 . Current Tax adjustments of earlier years	-	-	-	-	1.53
	3 . Deferred tax (Refer Note 6)	-	25.97	2.57	-	14.60
	<b>Total Tax Expense</b>	<b>-</b>	<b>25.97</b>	<b>2.57</b>	<b>-</b>	<b>16.13</b>
IX	<b>Profit/(Loss) for the period (VII-VIII)</b>	<b>(104.56)</b>	<b>(143.95)</b>	<b>6.32</b>	<b>(325.70)</b>	<b>40.62</b>
X	<b>Other comprehensive income</b>					
A	I . Items that will not be reclassified to profit or loss	0.74	(0.04)	(0.38)	0.60	-0.18
	II . Income tax related to items that will not be reclassified to profit or loss	-	(0.02)	0.10	-	0.05
B	I . Items that will be reclassified to profit or loss	-	-	-	-	-
	II . Income tax related to items that will be reclassified to profit or loss	-	-	-	-	-
	<b>Total other Comprehensive Income / (loss) for the period</b>	<b>0.74</b>	<b>(0.06)</b>	<b>(0.28)</b>	<b>0.60</b>	<b>-0.13</b>
XI	<b>Total Comprehensive income / (loss) for the period</b>	<b>(103.82)</b>	<b>(144.01)</b>	<b>6.04</b>	<b>(325.10)</b>	<b>40.49</b>
XII	Paid-up equity share capital (Face Value of ₹ 10/- each)	258.33	258.33	251.00	258.33	251.00
XIII	Other Equity					1,583.23
XIV	Earnings Per Share					
	(of ₹ 10/- each) (not annualised for quarter/nine months)					
	1 . Basic	(4.14)	(5.73)	0.25	(12.88)	1.62
	2 . Diluted	(4.14)	(5.73)	0.25	(12.88)	1.62



## Statement of Assets and Liabilities :

(₹ in Crores)

Particulars	31 Mar 23	31 Mar 22
	Audited	Audited
<b>I ASSETS</b>		
<b>1 Non-Current Assets</b>		
(a) Property, plant and equipment	3,117.30	3,163.07
(b) Capital work in progress	42.21	42.21
(c) Deferred tax assets (net)	36.94	36.94
(d) Other non current assets	10.96	10.04
<b>Total Non Current Assets</b>	<b>3,207.41</b>	<b>3,252.26</b>
<b>2 Current Assets</b>		
(a) Inventories	296.33	323.79
(b) Financial Assets		
Trade receivables	51.72	92.67
Cash and Cash Equivalents	0.92	0.14
Bank balances other than Cash and Cash Equivalent	55.50	45.59
Other Financial Assets	29.46	29.57
(c) Other Current Assets	68.37	75.58
<b>Total Current Assets</b>	<b>502.30</b>	<b>567.34</b>
<b>TOTAL ASSETS</b>	<b>3,709.71</b>	<b>3,819.60</b>
<b>II EQUITY AND LIABILITIES</b>		
<b>1 Equity</b>		
(a) Equity Share Capital	258.33	251.00
(b) Other Equity	1,300.80	1,583.23
<b>Total Equity</b>	<b>1,559.13</b>	<b>1,834.23</b>
<b>2 Non-Current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	1,350.70	1,008.51
(ii) Lease Liabilities	15.80	17.15
(iii) Trade payables		
(a) Total outstanding dues of Micro and Small Enterprises	-	-
(b) Total outstanding dues of creditors other than Micro and Small Enterprises	0.00	78.10
(iv) Other Financial Liabilities	92.27	53.69
(b) Provisions	34.69	35.35
<b>Total Non Current Liabilities</b>	<b>1,493.46</b>	<b>1,192.80</b>
<b>3 Current liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	179.99	369.80
(ii) Lease Liabilities	1.78	1.26
(iii) Trade payables		
(a) Total outstanding dues of Micro and Small Enterprises	2.00	0.03
(b) Total outstanding dues of creditors other than Micro and Small Enterprises	338.10	270.69
(iv) Other financial liabilities	48.70	48.41
(b) Deferred Revenue	5.19	4.78
(c) Other Current Liabilities	61.90	78.84
(d) Provisions	19.46	18.76
<b>Total Current Liabilities</b>	<b>657.12</b>	<b>792.57</b>
<b>Total Liabilities</b>	<b>2,150.58</b>	<b>1,985.37</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>3,709.71</b>	<b>3,819.60</b>



## SANGHI INDUSTRIES LIMITED

## CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2023

(₹ in Crores)

	31 Mar 23	31 Mar 22
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net profit / (loss) before Tax as per Statement of Profit and	(325.70)	56.75
<b>Adjustments for:</b>		
Depreciation and amortisation	93.38	64.17
Loss/(Profit) on sale of Property, Plant & Equipment	(9.43)	(0.64)
Interest Income	(1.84)	(1.48)
Foreign Exchange (gain)/loss	0.57	0.38
Interest and other Financial Charges	238.17	81.96
<b>Operating Profit before Working Capital Changes</b>	<b>(4.85)</b>	<b>201.14</b>
<b>Adjustments for:</b>		
(Increase)/Decrease in Inventories	(37.77)	27.29
(Increase)/Decrease in Trade Receivables	41.05	(43.69)
(Increase)/Decrease in Other Current and Non Current Assets and Loans and Advances	0.18	25.60
Increase/(Decrease) in Trade Payables	(9.03)	210.99
Increase/(Decrease) in Other Current and Non- Current Liabilities and Provisions	(14.04)	(18.13)
<b>Cash Generated from Operations</b>	<b>(24.46)</b>	<b>403.20</b>
Income Taxes (paid) / Refund	(0.69)	(1.10)
<b>Net Cash flow from / (used in) Operating Activities</b>	<b>(25.15)</b>	<b>402.10</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Addition of Property, Plant and Equipment and Capital Work-In-Progress (Net)	(16.87)	(293.47)
Proceeds from disposal of Property, Plant and Equipment and Capital Work-In-Progress	54.00	6.95
Withdrawal/(Investment) in Fixed Deposit with Banks	(9.91)	(13.70)
Interest Received	1.95	1.82
<b>Net Cash Flow from / (used in) Investing Activities</b>	<b>29.17</b>	<b>(298.40)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Proceeds from issue of Equity shares	50.00	-
(Repayment) / Receipt of short term borrowings	(104.78)	(3.25)
Receipts of Long term borrowings	500.00	24.45
Repayment of long term borrowings	(248.98)	(46.04)
Interest and other Financial Charges	(199.48)	(79.87)
<b>Net Cash Flow from / (used in) Financing Activities</b>	<b>(3.24)</b>	<b>(104.71)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS ( A+B+C)</b>	<b>0.78</b>	<b>(1.01)</b>
Cash and Cash equivalents (Opening Balance)	0.14	1.15
Cash and Cash equivalents (Closing Balance)	<b>0.92</b>	<b>0.14</b>
<b>Components of Cash and Cash Equivalents</b>		
Cash and Cheques on hand	0.11	0.14
Bank Balances	0.81	-
<b>Cash and Cash Equivalents</b>	<b>0.92</b>	<b>0.14</b>



**Notes to the financial results :**

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 17, 2023.
- 2 Financial Statements for year ended March 31, 2023 have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act 2013. Joint Statutory Auditors of the company have carried the audit of the Financial Statements.
- 3 Company has issued 73,26,000 Equity Shares @ ₹ 68.25 per share ( Face value ₹ 10 each) to Promoter Group Entity by way of Private Placement on preferential basis aggregating to ₹ 50 crores on 30<sup>th</sup> December 2022
- 4 During the year, company has issued 5000 Unlisted, Unrated, Secured Redeemable Non- Convertible Debentures having face value of ₹ 10,00,000 each aggregating to ₹ 500 crore on private placement basis.
- 5 The 3,050 Secured, Listed, Rated, Redeemable, Non -Convertible Debentures ("NCD") of face value of ₹ 10,00,000/- each are outstanding for ₹ 277.55 Crore as on March 31, 2023. The same are secured by way of first and second ranking pari passu charge on the Company's certain movable and immovable assets. The asset cover as on March 31, 2023 exceeds hundred percent of the principal amount of the said listed non- convertible debentures. Further Company has complied with the all covenants, in respect of above said listed Non-Convertible debentures.
- 6 Considering the matter of prudence, deferred tax asset is not created on the loss for the period from 01/04/2022 to 31/03/2023 and accordingly, an amount of deferred tax asset created of ₹ 25.97 crore for the period from April 2022 to September 2022 has been derecognized during the December 2022 quarter.
- 7 The company's business operations comprise of a single operating segment viz. Cement & its allied products
- 8 Figures of Quarter Ended March 31, 2023 & March 31, 2022 are the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figure upto the third quarter of the relevant financial year.



Additional Disclosures as per Clause 52 (4) of Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended :

9

Sr. No	Particulars	Quarter ended 31.03.2023 (Refer note 8)	Previous Quarter Ended 31.12.2022	Corresponding Quarter Ended 31.03.2022 (Refer note 8)	Year ended 31.03.2023	Year ended 31.03.2022
1	Outstanding Redeemable Preference Shares	-	-	-	-	-
2	Capital Redemption Reserve (₹ in Crores)	84.84	84.84	84.84	84.84	84.84
3	Debenture Redemption Reserve (₹ in Crores)	-	-	-	-	-
4	Net Worth (excluding revaluation reserve )( ₹ in Crores)	1,415.81	1,519.63	1,690.91	1,415.81	1,690.91
5	Net Profit after tax (₹ in Crores)	-104.56	-143.95	6.31	-325.70	40.62
6	Debt - Equity Ratio (Times) [Total Debt / Equity]	0.98	0.92	0.75	0.98	0.75
7	Long Term Debt to Working Capital (Times) [ ( Non Current Borrowing + Current Maturities of LT Debt ) / Net Working Capital excluding current maturities on long term Borrowings)	#	#	#	#	#
8	Total Debts to Total Assets Ratio (%) [ ( Short Term Debt + Long Term Debt ) / Total Assets]	41.26%	40.71%	36.12%	41.26%	36.12%
9	Debt Service Coverage Ratio (Times) [Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc. / [ Interest & Lease Payments + Principal Repayment of Long Term Loans (excluding amount of pre payments made out of refinancing arrangements)]	-0.14	-0.39	1.39	-0.01	1.44
10	Interest Service Coverage Ration (Times) [ ( Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc. ) / (Interest Expense)]	-0.15	-0.56	2.11	-0.02	2.27
11	Current Ratio (Times) ( Current Assets / Current liabilities )	0.76	0.97	0.71	0.76	0.71
12	Bad Debt to Accounts Receivable Ratio (%) [ Bad Debts / Average Trade Receivable]	-	-	-	-	-
13	Current Liability Ratio (%) [ Current Liabilities / Total Liabilities]	30.56%	29.93%	39.80%	30.56%	39.80%
14	Debtors Turnover (Times) [ ( Revenue from Operations / Average Trade Receivables ) – Annualised]	15.73	8.26	17.24	12.86	15.95
15	Inventory Turnover (Times) [ ( Revenue from Operations / Average Inventory ) – Annualised]	2.80	1.60	3.93	2.99	3.35
16	Operating Margin (%) [ ( Profit before interest, depreciation, tax and Exceptional Items less other Income) / Revenue from Operations ]	-5.60%	-13.36%	12.29%	-1.46%	16.98%
17	Net Profit Margin (%) [ Profit After Tax / Revenue from Operations ]	-46.33%	-107.69%	1.78%	-35.08%	3.60%
18	Security Coverage on Secured Listed Non Convertible Debentures ( In Times) ( Value of Assets having Pari passu charge / (Outstanding value of corresponding debt + Interest accrued))	2.27	2.29	2.56	2.27	2.56

# Working Capital is negative

10 Previous year / periods figures have been regrouped/reclassified wherever necessary.

For, Sanghi Industries Limited



Ravi Sanghi  
Chairman & Managing Director

Place : Ahmedabad  
Date : 17th May 2023

Chaturvedi & Shah LLP  
Chartered Accountants  
912, Tulsiani Chambers,  
212, Nariman Point,  
Mumbai 400 021

S. K. Mehta & Co.  
Chartered Accountants  
302-306, Pragati Tower,  
26, Rajendra Place,  
New Delhi 110 008

Independent Auditors' Report on Audit of Quarterly and Annual Financial Results of Sanghi Industries Limited ("the Company") pursuant to the Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To  
The Board of Directors of  
Sanghi industries limited

#### Report on the audit of the Annual Financial Results

##### Opinion

We have audited the accompanying "Statement of Financial Results for the quarter and year ended March 31, 2023" (the "Statement") of Sanghi Industries Limited ("the Company"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the quarter and for the year ended March 31, 2023.

##### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Annual financial results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.

##### Management's Responsibilities for the Statement

The Statement has been prepared on the basis of the annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that give a true and fair view of the net loss and other comprehensive income of the Company and



other financial information in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

#### **Auditors' Responsibilities for the Audit of the Statement**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate Internal Financial Controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the statement made by the Board of Directors.



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

Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Financial Results 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 Statement.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other Matters

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

**For Chaturvedi & Shah LLP,**  
Chartered Accountants  
Firm's Registration No: 101720W/W100355



**Gaurav Jain**  
Partner  
Membership Number: 129439  
UDIN: 23129439BGXZQF7462

Place: Mumbai  
Date: May 17, 2023



**For S.K Mehta & Co,**  
Chartered Accountants  
Firm's Registration No:000478N



**Jyoti Bagga**  
Partner  
Membership Number: 087002  
UDIN: 23087002BGWIOW5788

Place: New Delhi  
Date: May 17, 2023



**SANGHI INDUSTRIES LIMITED**

Krishna Commercial Centre, 110, B-Wing, 6-Udyog Nagar,  
S. V. Road, Near Kamath Club, Goregaon (West), Mumbai - 400 062.  
Tel : +91-22-28713120, Fax : +91-22-28713126,  
Website : www.sanghiment.com



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

To, The Manager (Listing) Corporate Relationship Department <b>BSE Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	To, The Manager (Listing) The Listing Department <b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir,

**Sub : Declaration pursuant to Regulation 33 (3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We hereby declare that the Joint Statutory Auditors of the Company, M/s. Chaturvedi & Shah LLP., Chartered Accountants, (FRN: 101720W/W100355), and M/s. S. K. Mehta & Co., Chartered Accountants, (FRN: 000478N), have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company for the quarter and financial year ended 31<sup>st</sup> March, 2023.

This declaration is issued in compliance of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your records.

For **Sanghi Industries Limited**

*Bina Engineer*

Bina Engineer  
**Chief Financial Officer**

**Independent Statutory Auditor's Certificate in respect of listed debt securities of Sanghi Industries Limited**

We understand that Sanghi Industries Limited ("the Company") having its registered office at Sanghinagar P.O. Hayatnagar Mandal, R.R. Dist. Telangana – 501511., India is required to obtain a certificate with respect to book values of the assets provided as security in respect of listed secured debt securities of the Company as on 31 March 2023 and compliance with respect to financial covenants of the listed debt securities for quarter ending 31 March 2023 in terms of Requirements of Regulation 54 read with Regulation 56 (1) (d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("LODR Regulations") and SEBI (Debtenture Trustees) Regulations, 1993 as amended ("DT Regulations").

**Management's Responsibility**

The Company's Management is responsible for ensuring that the Company complies with the LODR Regulations and DT Regulations. Further the Company is also responsible to comply with the requirements of Debtenture Trust deed executed with respective Debtenture Trustee.

**Auditor's Responsibility**

Our responsibility is to certify the book values of the assets provided as security in respect of listed secured debt securities of the Company as on 31 March 2023 based on the financial statements and compliance with respect to financial covenants of the listed debt securities for quarter ending 31 March 2023, as specified in SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 circular dated 19 May 2022.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Opinion**

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

- a) Book values of the assets provided as security in respect of listed secured debt securities of the Company as on 31 March 2023 is as under:

		Rs. in Crore
Particulars of Asset provided as Security	Nature of Charge	Total Book Value
Property, Plant & Equipment Including Capital work-in-progress)	First Pari Pasu Charge	3000.03
Current Assets of the Company	Second Ranking Charge on Current Assets.	502.30
<b>Total</b>		<b>3502.33</b>



**b) Compliance of financial covenants of the listed debt securities**

We have examined the compliances made by Sanghi Industries Limited in respect of the financial covenants of the listed debt securities and certify that such covenants/terms of the issue have been complied by Sanghi Industries Limited for quarter ending 31 March 2023.

The above certificate has been given on the basis of information provided by the Management and the records produced before us for verification.

**Restriction on Use**

This certificate has been issued to the management of Sanghi Industries Limited to comply with requirements of LODR Regulations. Our certificate should not be used for any other purpose or by any person other than the Company and its Debenture Trustee(s). Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**For S. K. Mehta & Co.  
Chartered Accountants  
Firm Registration No. 000478N**



**CA Jyoti Bagga  
Partner  
Membership No. 087002  
UDIN: 23087002BGWIOU8464**

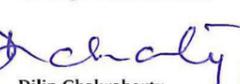
Date: 17 May 2023  
Place: New Delhi

To  
 Vistra ITCL ( India ) Limited  
 Security Cover Certificate as on 31.03.2023 as per format specified vide SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated 19th May 2022

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J ( Total C to H)	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)		Related to only those items covered by this certificate				
										Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari- Passu charge (excluding items covered in column F)
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
<b>ASSETS</b>														
Property, Plant & Equipment					2,957.82		143.32		3,101.14				2,957.82	2,957.82
Capital Work in Progress					42.21				42.21				42.21	42.21
Right of Use Assets							16.17		16.17				-	-
Goodwill									-				-	-
Intangible Assets									-				-	-
Intangible Assets under Development									-				-	-
Investments									-				-	-
Loans									-				-	-
Inventories					296.33				296.33				296.33	296.33
Trade Receivables					51.72				51.72				51.72	51.72
Cash and Cash Equivalents					0.92				0.92				0.92	0.92
Bank Balances other than Cash and Cash Equivalents					55.50				55.50				55.50	55.50
Others					97.82		47.90		145.72				97.82	97.82
<b>Total</b>					<b>3,502.32</b>		<b>207.39</b>		<b>3,709.71</b>				<b>3,502.32</b>	<b>3,502.32</b>
<b>LIABILITIES</b>														
Debt Securities to which this certificate pertains					277.55		'-2.46*		275.09				277.55	277.55
Other debt sharing pari-passu charge with above debt									-				-	-
Other Debt									-				-	-
Subordinated debt									-				-	-
Borrowings					500.00				500.00				500.00	500.00
Bank					514.48		'-5.47*		509.01				514.48	514.48
Debt Securities									-				-	-
Others					251.84		'-5.25*		246.59				251.84	251.84
Trade payables							340.10		340.10				-	-
Lease Liabilities							17.57		17.57				-	-
Provisions							54.15		54.15				-	-
Others							208.07		208.07				-	-
<b>Total</b>					<b>1,543.87</b>		<b>601.43</b>		<b>2,150.58</b>				<b>1,543.87</b>	<b>1,543.87</b>
Cover on Book Value														
Cover on Market Value ix														
		Exclusive Security Cover Ratio		Pari-Passu Security Cover Ratio	2.27								2.27	2.27

Notes:  
 i This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.  
 ii This column shall include book value of assets having exclusive charge and outstanding book value of all corresponding debt other than column C.  
 iii This column shall include debt for which this certificate is issued having any pari passu charge.  
 iv This column shall include a) book value of assets having pari-passu charge b) outstanding book value of debt for which this certificate is issued and c). Other debt sharing pari- passu charge along with debt for which certificate is issued.  
 v This column shall include book value of all other assets having pari passu charge and outstanding book value of corresponding debt.  
 vi This column shall include all those assets which are not charged and shall include all unsecured borrowings including subordinated debt and shall include only those assets which are paid-for.  
 vii In order to match the liability amount with financials, it is necessary to eliminate the debt which has been counted more than once (included under exclusive charge column as also under pari passu). On the assets side, there shall not be elimination as there is no overlap.  
 viii Justification for not providing the market value for the reported quarter. As total value of PPE and CWIP comprising thousands of individual assets integrally facilitating as a whole offered for security. Book value as at quarter considered as fair value as the market value report is not currently available.  
 ix The market value shall be calculated as per the total value of assets mentioned in Column O.  
 \* Representing unamortised transaction cost and interest accrued on borrowings.

For Sanghi Industries Limited

  
 Dilip Chakraborty  
 Authorised Signatory  
  
 Date : 17<sup>th</sup> May 2023