



THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-2852 1526, 2857 2100
Fax : 044-2851 7198, Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

SH/

09.08.2024

BSE Limited
Corporate Relationship Dept.
First Floor, New Trading Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI 400 001.

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051.

Scrip Code : 530005

Scrip Code : INDIACEM

Dear Sirs,

Sub.: Unaudited Financial Results for the quarter ended 30.06.2024 - Outcome of Board Meeting held today (09.08.2024)

We refer to our letter dated 05.08.2024 on the captioned subject.

The unaudited standalone and consolidated financial results, subjected to a 'Limited Audit review' by our Company's auditors for the quarter ended 30.06.2024 were reviewed by the Audit Committee of our Board and approved by our Board of Directors at their meetings held on 09.08.2024.

We are electronically filing a certified copy of the aforesaid unaudited financial results along with Limited Review Reports with the Stock Exchange in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Financial results will be published in the English and Tamil dailies on 10th August, 2024.

The Meeting commenced at 10.00 A.M. and concluded at 11.15 AM

Thanking you,

Yours faithfully,
for THE INDIA CEMENTS LIMITED

COMPANY SECRETARY

Encl.: As above

STANDALONE



THE INDIA CEMENTS LIMITED

Registered Office: "Dhun Building", 827, Anna Salai, Chennai 600 002.

Corporate Office: Coromandel Towers, 93, Santhome High Road, Chennai 600 028.

Website: www.indiacements.co.in

Email ID: investor@indiacements.co.in

CIN: L26942TN1946PLC000931

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2024



Sl.No	Particulars	Quarter ended				(Rs In Crores)
		30-Jun-2024		31-Mar-2024		Year Ended
		Unaudited	Audited	Unaudited	Audited	31-Mar-2024
1	Revenue from Operations	971.53	1245.38	1393.04	4942.43	
2	Other Income	6.37	24.67	6.87	54.32	
3	Total Income (1+2)	977.90	1270.05	1399.91	4996.75	
4	Expenses					
	(a) Cost of Materials consumed	182.37	226.44	256.78	882.57	
	(b) Purchases of stock-in-trade	0.07	0.32	0.35	1.11	
	(c) Changes in inventories of finished goods, stock-in-trade and work in progress	3.97	(0.12)	27.64	41.54	
	(d) Employee benefits expense	104.65	97.93	92.01	374.69	
	(e) Finance costs (Net of Interest Recoveries)	82.44	63.73	57.83	240.44	
	(f) Depreciation and Amortisation expense	55.33	56.58	52.97	219.63	
	(g) Power and Fuel	358.13	460.62	545.41	1836.09	
	(h) Transportation & Handling	209.24	251.93	294.44	1011.61	
	(i) Other Expenses	144.09	161.40	171.39	685.83	
	Total Expenses (4)	1140.29	1318.83	1498.82	5293.51	
5	Profit/(Loss) before exceptional Items and Tax (3-4)	(162.39)	(48.78)	(98.91)	(296.76)	
6	Exceptional Items (Credit)	(240.68)	(15.87)	0.00	(42.09)	
7	Profit/(Loss) before Tax (5-6)	78.29	(32.91)	(98.91)	(254.67)	
8	Tax Expense					
	(1) Current Tax	0.00	0.00	0.00	0.00	
	(2) Deferred Tax	20.83	(3.58)	(23.64)	(52.15)	
9	Profit/(Loss) for the period from continuing operations (7-8)	57.46	(29.33)	(75.27)	(202.52)	
10	Profit/(Loss) from discontinued operations	0.00	0.00	0.00	0.00	
11	Tax Expense of discontinued operations	0.00	0.00	0.00	0.00	
12	Profit / (Loss) from discontinued operations (after Tax) (10-11)	0.00	0.00	0.00	0.00	
13	Profit / (Loss) for the period (9+12)	57.46	(29.33)	(75.27)	(202.52)	
14	Other Comprehensive Income					
	A.(i) Items that will not be reclassified to Profit / (Loss)	0.04	2.70	0.53	3.55	
	(ii) Income tax relating to the Items that will not be reclassified to Profit / (Loss)	(0.01)	(0.68)	(0.13)	(0.89)	
	B.(i) Items that will be reclassified to Profit / (Loss)	0.00	0.00	0.00	0.00	
	(ii) Income tax relating to items that will be reclassified to Profit / (Loss)	0.00	0.00	0.00	0.00	
	Total Other Comprehensive Income	0.03	2.02	0.40	2.66	
15	Total Comprehensive Income for the period (13+14)	57.49	(27.31)	(74.87)	(199.86)	
16	Paid up Equity Share Capital (Face Value Rs 10/-each)	309.90	309.90	309.90	309.90	
17	Other Equities (Reserves)				5089.11	
18	Earnings per equity share (for continuing operations)					
	Basic	1.86	(0.88)	(2.42)	(6.45)	
	Diluted	1.86	(0.88)	(2.42)	(6.45)	
19	Earnings per equity share (for discontinued operations)					
	Basic	0.00	0.00	0.00	0.00	
	Diluted	0.00	0.00	0.00	0.00	
20	Earnings per equity share (for discontinued and continuing operations)					
	Basic	1.86	(0.88)	(2.42)	(6.45)	
	Diluted	1.86	(0.88)	(2.42)	(6.45)	

Chennai
August 09, 2024

for THE INDIA CEMENTS LIMITED

N.SRINIVASAN
Vice Chairman & Managing Director

Notes:

1. The above Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at the meetings held on 9th August 2024.

2. The Company is primarily engaged in manufacture and marketing of cement and cement related products. Subsidiaries and Associate companies are mainly engaged in the business of Sugar, Power, Financial Services, Trading, Mining and Transportation. The reportable segment is only cement.

3. Certain assets of the Company having an aggregate carrying value of Rs.120.34 Crores were attached by a statutory authority during 2015. The Company has already appealed against the Order of the said attachment and the matter is presently Sub judice. The Auditors have continued to draw an emphasis on this matter in their Report.

4. The Competition Commission of India (CCI) vide its Order dated 31st August, 2016 imposed a penalty of Rs.187.48 Crores on the Company. The Company filed an appeal before COMPAT (Presently NCLAT). The COMPAT in its interim order directed the Company to pay 10% of the penalty amount (Rs 18.75 Crores) before granting stay which was deposited by the Company. NCLAT vide its order dated 25th July, 2018 dismissed the appeal filed by the Company. Against this the Company has filed an appeal in the Supreme Court challenging the NCLAT order and the Supreme Court vide its Order dated 5th October, 2018 admitted the Company's appeal and directed that the interim order passed by the Tribunal in the matter, will continue. The Auditors have continued to draw an emphasis on this matter in their Report.

5. (a) The Promoters and Promoters Group of the Company have entered into Share Purchase Agreements with UltraTech Cement Limited ('Acquirer') on 28th July 2024, whereby they have agreed to sell 8,80,74,448 equity shares of Rs.10/- each, (including 1,99,54,024 equity shares of Rs.10/- each held by Ms. Rupa Gurunath, Trustee, for Financial Service Trust and Security Services Trust) constituting 28.42% of the paid-up equity share capital of the Company at a price of Rs.390/- per share.

The Acquirer has on 2nd August 2024 published a Detailed Public Statement to the public shareholders announcing the 'Open Offer' for acquisition of upto 8,05,73,273 fully paid equity shares of Rs.10/- each, representing 26% of the paid-up equity share capital of the Company at a price of Rs.390/- per share.

The aforesaid acquisition and the 'Open Offer' are subject to the receipt of requisite approvals, including from the Competition Commission of India (CCI).

5. (b) ICL Financial Services Limited ("ICFSL") and ICL Securities Limited ("ICLSL"), wholly-owned subsidiaries of the Company, each was holding 52,00,000 equity shares of Rs.10/- each, constituting 47.92% in aggregate of the paid-up share capital of India Cements Capital Limited ("ICCL"), an "Associate" of the Company. The said holdings in ICCL were sold by the subsidiaries on 27th July 2024 and hence ICCL ceased to be an Associate of the Company with effect from 27th July 2024.

6. The company has initiated steps at few plants for optimizing plant efficiencies which have started showing results, which the company intends to implement across all its manufacturing plants which would facilitate in rationalizing the operating costs significantly. The company has been able to garner sufficient funds for the plant optimization read with the developments mentioned in point no.5 above and the company is expected to make the operations sustainable and largely viable. In this background the company does not foresee any stress to the operations and there are no uncertainties in implementing the above initiatives.

7. The company has, in the month of April 2024, divested its grinding unit at Parli, Maharashtra mobilising a sum of Rs 315 crores. The profit arising on sale of the Unit amounting to Rs.240.68 crores is disclosed as Exceptional Item.

8. (i) The Statutory Auditors have carried out a limited review of the financial results for the quarter ended 30th June 2024.

(ii) The previous periods figures have been regrouped to confirm to current periods required classification.

For THE INDIA CEMENTS LIMITED

N. SRINIVASAN

Vice Chairman & Managing Director

Chennai
9th August 2024



BRAHMAYYA & CO.,
Chartered Accountants
48, Masilamani Road
Balaji Nagar, Royapettah,
Chennai – 600 014

S. VISWANATHAN LLP.,
Chartered Accountants
17, Bishop Wallers Avenue (West)
Mylapore,
Chennai – 600 004

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

To

**Board of Directors of
The India Cements Ltd**

1. We have reviewed the accompanying statement of unaudited standalone financial results of The India Cements Ltd ('the Company') for the three months period ended 30th June 2024, ('the Statement').
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and in compliance with regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). 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 financial results are 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, and having regard to the matters mentioned note no. 6 to the standalone financial results which explains the steps taken for achieving operational efficiencies and further having regard to the matters mentioned in the note no. 5a which contemplates to bring potential positive outlook for the company going forward, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015



BRAHMAYYA & CO.,
Chartered Accountants
48, Masilamani Road
Balaji Nagar, Royapettah,
Chennai – 600 014

S. VISWANATHAN LLP.,
Chartered Accountants
17, Bishop Wallers Avenue (West)
Mylapore,
Chennai – 600 004

including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. Without qualifying our review conclusion, we draw attention to

- a. Note no. 3 to the Financial Results, regarding the order of attachment issued by the authorities through which certain assets of the company amounting to Rs.120.34 Crores have been attached vide provisional attachment Order dated 25th February 2015 which the company is disputing before legal forums. The company has been legally advised that it has strong grounds to defend its position and pending the outcome of the proceedings the impact if any is not ascertainable at this stage.
- b. Note no. 4 of the financial results, relating to the order of the Competition Commission of India (CCI), concerning alleged contravention of the provisions of Competition Act, 2002 and imposing a penalty of Rs.187.48 Crores on the Company. On Company's appeal, National Company Law Appellate Tribunal (NCLAT), in its Order passed on 25th July, 2018, has reportedly upheld the CCI's Order. The company appealed against the order before Supreme Court and the Supreme Court vide its Order dated 05th October, 2018 admitted the Company's appeal and directed that the interim order passed by the Tribunal in the matter, will continue. Pending the outcome, no provision is made in the financial results.

For Brahmayya & Co.,
Chartered Accountants
Firm Regn No: 000511S



N. Sri Krishna
Partner
Membership No.026575
UDIN: 24026575BKJZK2668



For S. Viswanathan LLP.,
Chartered Accountants
Firm Regn No: 004770S/S200025



Chella K. Srinivasan
Partner
Membership No.023305
UDIN: 24023305BJZWDC4269



Place: Chennai
Date: 9th August 2024

CONSOLIDATED



THE INDIA CEMENTS LIMITED

Registered Office: "Dhun Building", 827, Anna Salai, Chennai 600 002.

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Website: www.indiacements.co.in

Email ID: investor@indiacements.co.in

CIN: L26942TN1946PLC000931

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2024



(Rs In Crores)

Sl.No.	Particulars	Quarter ended			
		30-Jun-2024	31-Mar-2024	30-Jun-2023	31-Mar-2024
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations	1026.76	1266.65	1436.74	5112.24
2	Other Income	15.51	20.21	7.13	64.74
3	Total Income (1+2)	1042.27	1286.86	1443.87	5176.98
4	Expenses				
	(a) Cost of Materials consumed	201.12	250.54	273.41	973.59
	(b) Purchases of stock-in-trade	30.51	0.38	23.20	72.01
	(c) Changes in inventories of finished goods, stock-in-trade and work in progress	4.00	(0.07)	27.56	41.58
	(d) Employee benefits expense	106.61	99.75	93.78	381.55
	(e) Finance costs (Net of Interest Recoveries)	82.36	64.69	58.18	243.65
	(f) Depreciation and Amortisation expense	56.45	58.06	54.45	225.57
	(g) Power and Fuel	351.41	453.45	543.12	1813.12
	(h) Transportation & Handling	208.90	251.61	293.87	1009.78
	(i) Other Expenses	148.88	173.43	173.52	721.59
	Total Expenses (4)	1190.24	1351.84	1541.09	5482.44
5	Profit/(Loss) before exceptional Items and Tax (3-4)	(147.97)	(64.98)	(97.22)	(305.46)
6	Exceptional Items (Credit)	(240.68)	(15.88)	0.00	(42.09)
7	Profit/(Loss) before Tax (5-6)	92.71	(49.10)	(97.22)	(263.37)
8	Tax Expense				
	(1) Current Tax	0.55	5.98	0.00	5.98
	(2) Deferred Tax	20.83	(5.02)	(23.64)	(53.59)
9	Profit/(Loss) for the period from continuing operations (7-8)	71.33	(50.06)	(73.58)	(215.76)
10	Profit/(Loss) from discontinued operations	0.00	0.00	0.00	0.00
11	Tax Expense of discontinued operations	0.00	0.00	0.00	0.00
12	Profit / (Loss) from discontinued operations (after Tax) (10-11)	0.00	0.00	0.00	0.00
13	Profit / (Loss) for the period (9+12)	71.33	(50.06)	(73.58)	(215.76)
14	Share Of Profit/(Loss) of associates	(12.94)	(10.67)	(13.60)	(10.94)
15	Minority interest	0.08	0.18	(0.22)	(0.64)
16	Net Profit / (Loss) after taxes, minority interest and share of Profit/(Loss) of associates (13+14+15)	58.47	(60.55)	(87.40)	(227.34)
17	Other Comprehensive Income				
	A.(i) Items that will not be reclassified to Profit / (Loss)	0.05	2.80	(0.49)	2.63
	(ii) Income tax relating to the Items that will not be reclassified to Profit / (Loss)	(0.01)	(0.68)	(0.13)	(0.89)
	B.(i) Items that will be reclassified to Profit / (Loss)	(0.68)	(0.62)	(0.53)	(1.35)
	(ii) Income tax relating to items that will be reclassified to Profit / (Loss)	0.00	0.00	0.00	0.00
	Total Other Comprehensive Income	(0.64)	1.50	(1.15)	0.39
18	Total Comprehensive Income for the period (16+17)	57.83	(59.05)	(88.55)	(226.95)
19	Paid up Equity Share Capital (Face Value Rs 10/-each)	309.90	309.90	309.90	309.90
20	Other Equities (Reserves)				5264.82
21	Earnings per equity share (for continuing operations)				
	Basic	1.87	(1.91)	(2.86)	(7.32)
	Diluted	1.87	(1.91)	(2.86)	(7.32)
22	Earnings per equity share (for discontinued operations)				
	Basic	0.00	0.00	0.00	0.00
	Diluted	0.00	0.00	0.00	0.00
23	Earnings per equity share (for discontinued and continuing operations)				
	Basic	1.87	(1.91)	(2.86)	(7.32)
	Diluted	1.87	(1.91)	(2.86)	(7.32)

Chennai
August 09, 2024

for THE INDIA CEMENTS LIMITED

N.SRINIVASAN

Vice Chairman & Managing Director



Notes:

1. The above Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at the meetings held on 9th August 2024.

2 The Company is primarily engaged in manufacture and marketing of cement and cement related products. Subsidiaries and Associate companies are mainly engaged in the business of Sugar, Power, Financial Services, Trading, Mining and Transportation. The reportable segment is only cement.

3 Certain assets of the Company having an aggregate carrying value of Rs.120.34 Crores were attached by a statutory authority during 2015. The Company has already appealed against the Order of the said attachment and the matter is presently Sub judge. The Auditors have continued to draw an emphasis on this matter in their Report.

4 The Competition Commission of India (CCI) vide its Order dated 31st August, 2016 imposed a penalty of Rs.187.48 Crores on the Company. The Company filed an appeal before COMPAT (Presently NCLAT). The COMPAT in its interim order directed the Company to pay 10% of the penalty amount (Rs 18.75 Crores) before granting stay which was deposited by the Company. NCLAT vide its order dated 25th July, 2018 dismissed the appeal filed by the Company. Against this the Company has filed an appeal in the Supreme Court challenging the NCLAT order and the Supreme Court vide its Order dated 5th October, 2018 admitted the Company's appeal and directed that the interim order passed by the Tribunal in the matter, will continue. The Auditors have continued to draw an emphasis on this matter in their Report.

5. (a) The Promoters and Promoters Group of the Company have entered into Share Purchase Agreements with UltraTech Cement Limited ('Acquirer') on 28th July 2024, whereby they have agreed to sell 8,80,74,448 equity shares of Rs.10/- each, (including 1,99,54,024 equity shares of Rs.10/- each held by Ms. Rupa Gurunath, Trustee, for Financial Service Trust and Security Services Trust) constituting 28.42% of the paid-up equity share capital of the Company at a price of Rs.390/- per share.

The Acquirer has on 2nd August 2024 published a Detailed Public Statement to the public shareholders announcing the 'Open Offer' for acquisition of upto 8,05,73,273 fully paid equity shares of Rs.10/- each, representing 26% of the paid-up equity share capital of the Company at a price of Rs.390/- per share.

The aforesaid acquisition and the 'Open Offer' are subject to the receipt of requisite approvals, including from the Competition Commission of India (CCI).

5. (b) ICL Financial Services Limited ("ICFSL") and ICL Securities Limited ("ICLSL"), wholly-owned subsidiaries of the Company, each was holding 52,00,000 equity shares of Rs.10/- each, constituting 47.92% in aggregate of the paid-up share capital of India Cements Capital Limited ("ICCL"), an "Associate" of the Company. The said holdings in ICCL were sold by the subsidiaries on 27th July 2024 and hence ICCL ceased to be an Associate of the Company with effect from 27th July 2024.

6. The company has initiated steps at few plants for optimizing plant efficiencies which have started showing results, which the company intends to implement across all its manufacturing plants which would facilitate in rationalizing the operating costs significantly. The company has been able to garner sufficient funds for the plant optimization read with the developments mentioned in point no.5 above and the company is expected to make the operations sustainable and largely viable. In this background the company does not foresee any stress to the operations and there are no uncertainties in implementing the above initiatives.

7. The company has, in the month of April 2024, divested its grinding unit at Parli, Maharashtra mobilising a sum of Rs 315 crores. The profit arising on sale of the Unit amounting to Rs.240.68 crores is disclosed as Exceptional Item.

8. (i) The Statutory Auditors have carried out a limited review of the financial results for the quarter ended 30th June 2024.

(ii) The previous periods figures have been regrouped to confirm to current periods required classification.

For THE INDIA CEMENTS LIMITED

Chennai
9th August 2024



N. SRINIVASAN

Vice Chairman & Managing Director

BRAHMAYYA & CO.,
Chartered Accountants
48, Masilamani Road
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Independent Auditor's Review Report on Unaudited Quarterly Consolidated Financial Results of The India Cements Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(as amended)

To

**Board of Directors of
The India Cements Ltd**

1. We have reviewed the accompanying statement of unaudited consolidated financial results of The India Cements Ltd ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its share of net profit/(loss) after tax and total comprehensive income/loss of associates for the quarter ended 30th June 2024 ('the Statement'), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and in compliance with Regulation 33 of Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements ('SRE') 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The statement includes results of the following entities:

Subsidiaries:

1. Coromandel Electric Company Limited
2. Coromandel Travels Limited
3. ICL Financial Services Limited



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4. India Cements Infrastructures Limited
5. Industrial Chemicals and Monomers Limited
6. ICL International Limited
7. ICL Securities Limited
8. Coromandel Minerals Pte. Ltd, Singapore
9. PT Coromandel Minerals Resources, Indonesia
10. PT Adcoal Energindo, Indonesia
11. Raasi Minerals Pte. Ltd, Singapore
12. Trinetra Cement Limited

(Transferor company under the scheme u/s 234, existing as per order of Hon'ble High Court Madras/NCLT)

Associates:

1. Coromandel Sugars Limited
 2. India Cements Capital Limited (Divested on 27/07/2024)
 3. Raasi Cement Limited
 4. Unique Receivable Management Pvt. Limited
 5. PT Mitra Setia Tanah Bumbu, Indonesia
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and having regard to the matters mentioned note no. 6 to the consolidated financial results which explains the steps taken for achieving operational efficiencies and further having regard to the matters mentioned in the note no. 5a which contemplates to bring potential positive outlook for the company going forward, 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 Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. Without qualifying our review conclusion, we draw attention to
- a. Note no. 3 to the Financial Results, regarding the order of attachment issued by the authorities through which certain assets of the company amounting to Rs.120.34 Crores have been attached vide provisional attachment Order dated 25th February 2015 which the company is disputing before legal forums. The company has been legally advised that it has strong grounds to defend its position, pending the outcome of the proceedings the impact if any is not ascertainable at this stage.
 - b. Note no. 4 of the financial results, relating to the order of the Competition Commission of India (CCI), concerning alleged contravention of the provisions of Competition Act, 2002 and imposing a penalty of Rs.187.48 Crores on the Company. On Company's appeal, National Company Law Appellate Tribunal (NCLAT), in its Order passed on 25th July, 2018, has reportedly upheld the CCI's Order. The



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Chennai – 600 004

company appealed against the order before Supreme Court and the Supreme Court vide its Order dated 05th October, 2018 admitted the Company's appeal and directed that the interim order passed by the Tribunal in the matter, will continue. Pending the outcome, no provision is made in the financial results.

7. The Statement includes the financial results of twelve subsidiaries, which have not been reviewed/audited, whose interim financial results reflect total revenues of Rs. 75.87 Crores, net profit of Rs. 14.49 Crores and total comprehensive income of Rs. 14.06 Crores for the quarter ended 30th June 2024, as considered in the Unaudited Consolidated Financial result. The Statement also includes the Group's share of net loss of Rs. 12.94 Crores and total comprehensive loss of Rs. 13.18 Crores for the quarter ended 30th June 2024, as considered in the unaudited consolidated financial result, in respect of five associates, based on their interim financial results, which have not been reviewed/audited. According to the information and explanations given to us by the management, these financial results of aforesaid subsidiaries and associates are not material to the Group. Our conclusion on the statement is not modified in respect of the above matter.

For Brahmayya & Co.,
Chartered Accountants
Firm Regn No: 000511S



N. Sri Krishna
Partner

Membership No.026575

UDIN: 24026575BKJCJZL5968



For S. Viswanathan LLP.,
Chartered Accountants
Firm Regn No: 004770S/S200025



Chella K. Srinivasan
Partner

Membership No.023305

UDIN: 24023305BJZWDD9089



Place: Chennai

Date: 9th August 2024