Xpro India Limited

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February 8, 2025

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

Stock Symbol: XPROINDIA(EQ)

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001

Stock Code No: 590013

Dear Sir/Madam,

Sub: **Unaudited Standalone & Consolidated Financial Results for the Quarter ended December 31, 2024, together with Limited Review Report from the Auditors thereon**

Further to our letter dated January 27, 2025, please find enclosed herewith Unaudited Standalone & Consolidated Financial Results for the Quarter ended December 31, 2024, which were approved by the Board at its meeting held on date which commenced at 11.45 am and concluded at 2.30 pm together with Limited Review Report from our Auditors, M/s Walker Chandiok & Co. LLP, Chartered Accountants, for your kind information & records.

Thanking you,

Yours faithfully,
For **Xpro India Limited**

KAMAL KISHOR SEWODA
Digitally signed by KAMAL KISHOR SEWODA
Date: 2025.02.08 15:56:35 +05'30'

Kamal Kishor Sewoda
Company Secretary

Encl. a/a

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP
21st Floor, DLF Square
Jacaranda Marg, DLF Phase II,
Gurugram – 122 002
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Independent Auditor's Review Report on Unaudited Standalone Quarterly Financial Results and Year to Date Results of Xpro India Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Xpro India Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results ('the Statement') of Xpro India Limited ('the Company') for the quarter ended 31 December 2024 and the year to date results for the period 01 April 2024 to 31 December 2024, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

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 is in compliance with the presentation and disclosure requirements of Regulation 33 of the 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 the Standards on Auditing specified under section 143(10) of the Act, 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.

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

Independent Auditor's Review Report on Unaudited Standalone Quarterly Financial Results and Year to Date Results of Xpro India Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No: 001076N/N500013

Ashish Gera
Partner
Membership No.: 508685

UDIN: 25508685BMIJIT3308

Place: New Delhi
Date: 08 February 2025

Xpro India Limited

Registered Office:
Barjora-Mejia Road, P.O. Ghutgoria,
Tehsil : Barjora, Distt : Bankura, West Bengal 722 202.
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Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024

(INR in Lacs)

Sl.	Particulars	Quarter ended			9 Months ended		Year ended
		December 31 2024	September 30 2024	December 31 2023	December 31 2024	December 31 2023	March 31 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	**Income**						
	a) Revenue from operations	10455.39	13398.42	9613.54	37707.03	33700.14	46541.10
	b) Other income	644.15	475.85	307.84	1809.03	703.37	1218.18
	Total income	**11099.54**	**13874.27**	**9921.38**	**39516.06**	**34403.51**	**47759.28**
2	**Expenses**						
	a) Cost of materials consumed	7556.93	9547.78	6235.21	26904.56	22810.00	31718.28
	b) Changes in inventories of finished goods and work-in-progress	(403.35)	69.04	(131.15)	(150.62)	(111.77)	(167.84)
	c) Employee benefits expense	791.02	743.29	726.85	2248.65	1982.73	2681.57
	d) Finance costs	166.05	78.73	118.36	339.19	422.58	500.63
	e) Depreciation and amortisation expense	263.46	265.40	265.36	789.45	851.80	1113.70
	f) Other expenses	1437.15	1708.73	1262.85	4736.34	4083.48	5694.50
	Total expenses	**9811.26**	**12412.97**	**8477.48**	**34867.57**	**30038.82**	**41540.84**
3	**Profit before exceptional items and taxes** (1-2)	**1288.28**	**1461.30**	**1443.90**	**4648.49**	**4364.69**	**6218.44**
4	Exceptional items	-	-	-	-	-	(202.00)
5	**Profit before taxes** (3-4)	**1288.28**	**1461.30**	**1443.90**	**4648.49**	**4364.69**	**6016.44**
6	**Tax expense**						
	a) Current tax	336.77	383.36	181.38	1215.75	639.65	801.45
	b) Deferred tax expense/ (credit)	(16.54)	(4.65)	194.95	(19.90)	580.06	825.16
	c) Tax adjustment for earlier years	-	-	-	-	-	1.94
7	**Net Profit for the period** (5-6)	**968.05**	**1082.59**	**1067.57**	**3452.64**	**3144.98**	**4387.89**
8	Other comprehensive income						
	(a) Items that will not be reclassified to profit or loss						
	(i) Remeasurement of defined benefit plans	(0.27)	(0.28)	(0.06)	(0.82)	(0.17)	(1.10)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.07	0.07	0.02	0.21	0.04	0.28
	(b) Items that will be reclassified to profit or loss						
	(i) Change in fair value of tax free bonds	0.64	31.15	(3.77)	(8.71)	7.73	4.89
	(ii) Income tax relating to items that will be reclassified to profit or loss	(0.16)	(7.84)	0.94	2.19	(1.95)	(1.23)
	Total other comprehensive (loss)/ income for the period (net of tax)	0.28	23.10	(2.87)	(7.13)	5.65	2.84
9	Total comprehensive income for the period (comprising Profit and other comprehensive (loss)/income for the period (7+8))	968.33	1105.69	1064.70	3445.51	3150.63	4390.73
10	Paid-up equity share capital (Face value: INR 10 per share)	2222.54	2203.46	2067.22	2222.54	2067.22	2203.46
11	Other equity						53847.53
12	Earnings per share (of INR 10 each) (INR)						
	(a) Basic	*4.37	*4.91	*5.16	*15.64	*15.90	21.81
	(b) Diluted	*4.31	*4.88	*5.16	*15.50	*15.90	21.77

*Not annualised.

XPRO INDIA LIMITED

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Notes:

1. The above standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 8, 2025. The statutory auditors of the Company have conducted a limited review of these financial results.
2. These standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 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 is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
3. The Company operates predominantly within a single reportable business segment "Polymer Processing" and mainly in a single geographic segment i.e. India (as per Ind AS 108 - "Segment reporting"). There are no separate reportable businesses or geographic segments.
4. During the previous year, the Company issued and allotted:

   (a) 14,35,750 warrants at a price of INR 975 each, each warrant carrying a right upon being fully paid up within a period of 18 months from date of allotment to subscribe to one equity share of face value INR 10 of the Company (including premium of INR 965 each). (Allotment money - INR 4899.50 lacs, being 35% of the total warrant price was received in January 2024); and

   (b) 13,62,397 equity shares of INR 1101 per equity share (FV of INR 10 each, including a premium of INR 1091 per equity share) aggregating to INR 149,99.99 lacs by way of Qualified Institutions Placement ('QIP'). The net proceeds were utilised for the purposes as stated in the Placement Document with INR 397.24 lacs temporarily placed in bank deposits pending utilisation.
5. In accordance with earlier approval of shareholders and following exercise of the option on payment of the balance 65% payable on warrants:

   (a) The Company during the quarter and nine month period ended December 31, 2024, issued and allotted 110,000, 50,000 and 30,750 equity shares of INR 10 each at a premium of INR 965 per share (INR 1208.88 lacs) to Sri Ashish Kacholia, Sri Paulastya Sachdev and M/s Janardhan Trading Co. Limited respectively. As on December 31, 2024, unutilised portion of the net proceeds (INR 5766.38 lacs) were temporarily placed in bank deposits. Following this allotment, the issued and paid-up Equity Share Capital comprised of 22,225,391 shares of INR 10 each.

   (b) Subsequent to the end of the quarter, the Company issued and allotted 75,000 equity shares to M/s Central India General Agents Limited of INR 10 each at a premium of INR 965 per share. Following this allotment, the issued and paid-up Equity Share Capital comprises of 22,300,391 shares of INR 10 each.
6. The Company divested its investment in Xpro Global Limited (XGL), for a consideration of INR 3 lacs on September 30, 2024, following which XGL ceased to be a subsidiary of the Company.
7. A wholly-owned subsidiary named "Xpro Dielectric Films FZ-LLC" was incorporated on May 21, 2024, as a Limited Liability Company in the Free Zone in the Emirate of Ras Al Khaimah, UAE. During the nine-month period ended December 31, 2024, the Company invested AED 25,000,000 (INR 5715.15 lacs) towards capital subscription in the wholly-owned subsidiary. The Company has further remitted AED 25,000,000 (INR 5896.25 lacs) on January 17, 2025 towards capital subscription.
8. Dividend of INR 2 (Rupees Two only) per equity share of face value INR 10 each for the financial year ended March 31, 2024, was approved by shareholders at Annual General Meeting held on July 29, 2024 and was paid on August 14, 2024.
9. Previous periods' figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure. The impact of such regrouping/reclassification is not material to these standalone financial results.

For and on behalf of the Board

C Bhaskar
Managing Director & Chief Executive Officer

New Delhi
February 8, 2025

Walker Chandiok & Co LLP

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Jacaranda Marg, DLF Phase II,
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Independent Auditor's Review Report on Unaudited Consolidated Quarterly Financial Results and Year to Date Results of Xpro India Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Xpro India Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Xpro India Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 31 December 2024 and the consolidated year to date results for the period 01 April 2024 to 31 December 2024, 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 is in compliance with the presentation and disclosure requirements of Regulation 33 of the 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 the Standards on Auditing specified under section 143(10) of the Act, 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.

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

Independent Auditor's Review Report on Unaudited Consolidated Quarterly Financial Results and Year to Date Results of Xpro India Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. The Statement includes the interim financial information of one subsidiary, which has not been reviewed by their auditor, whose interim financial information reflects total revenues of ₹ Nil, net loss after tax of ₹ 0.38 lacs, total comprehensive loss of ₹ 0.38 lacs for the nine-month period ended 31 December 2024 (upto 29 September 2024), as considered in the Statement and have been furnished to us by the Holding Company's management. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on such unreviewed interim financial information. According to the information and explanations given to us by the management, this interim financial information is not material to the Group.

   Our conclusion is not modified in respect of this matter with respect to our reliance on the financial information certified by the Board of Directors of the subsidiary Company.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No: 001076N/N500013

Ashish Gera
Partner
Membership No.: 508685

UDIN: 25508685BMIJIU2996

Place: New Delhi
Date: 08 February 2024

Independent Auditor's Review Report on Unaudited Consolidated Quarterly Financial Results and Year to Date Results of Xpro India Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

Annexure 1

List of entities included in the Statement

Name of Holding Company:

a) Xpro India Limited

Name of Subsidiaries Company:

b) Xpro Dielectric Films FZ-LLC (w.e.f. 21 May 2024)

c) Xpro Global Limited (till 29 September 2024)

Xpro India Limited

Registered Office:
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+91 9775 301 701 ; cosec@xproindia.com ;
www.xproindia.com ; CIN : L25209WB1997PLC085972

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Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024

(INR in Lacs)

Sl.	Particulars	Quarter ended			9 months ended		Year ended
		December 31 2024	September 30 2024	December 31 2023	December 31 2024	December 31 2023	March 31 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	**Income**						
	a) Revenue from operations	10455.39	13398.42	9613.54	37707.03	33700.14	46541.10
	b) Other income	498.86	478.78	307.84	1666.67	703.37	1218.99
	Total income	**10954.25**	**13877.20**	**9921.38**	**39373.70**	**34403.51**	**47760.09**
2	**Expenses**						
	a) Cost of materials consumed	7556.93	9547.78	6235.21	26904.56	22810.00	31718.28
	b) Changes in inventories of finished goods and work-in-progress	(403.35)	69.11	(131.15)	(150.55)	(111.77)	(167.85)
	c) Employee benefits expense	791.02	743.29	726.85	2248.65	1982.73	2681.57
	d) Finance costs	209.43	139.69	118.36	443.53	422.58	500.63
	e) Depreciation and amortisation expense	278.54	285.24	265.36	824.37	851.80	1113.70
	f) Other expenses	1454.69	1719.84	1262.92	4765.01	4083.99	5695.27
	Total expenses	**9887.26**	**12504.95**	**8477.55**	**35035.57**	**30039.33**	**41541.60**
3	**Profit before exceptional items and taxes** (1-2)	**1066.99**	**1372.25**	**1443.83**	**4338.13**	**4364.18**	**6218.49**
4	Exceptional items	-	-	-	-	-	(202.00)
5	Profit before taxes (3-4)	**1066.99**	**1372.25**	**1443.83**	**4338.13**	**4364.18**	**6016.49**
4	**Tax expense**						
	a) Current tax	336.77	383.36	181.38	1215.75	639.65	801.45
	b) Deferred tax expense/ (credit)	(16.54)	(4.65)	194.95	(19.90)	580.06	825.16
	c) Tax adjustment for earlier years	-	-	-	-	-	1.94
5	**Net Profit for the period** (3-4)	**746.76**	**993.54**	**1067.50**	**3142.28**	**3144.47**	**4387.94**
6	Other comprehensive income						
	(a) Items that will not be reclassified to profit or loss						
	(i) Remeasurement of defined benefit plans	(0.27)	(0.28)	(0.06)	(0.82)	(0.17)	(1.10)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.07	0.07	0.02	0.21	0.04	0.28
	(b) Items that will be reclassified to profit or loss						
	(i) Exchange differences in translation of foreign operations	117.44	(12.53)	-	104.91	-	-
	(i) Change in fair value of tax free bonds	0.64	31.15	(3.77)	(8.71)	7.73	4.89
	(ii) Income tax relating to items that will be reclassified to profit or loss	(0.16)	(7.84)	0.94	2.19	(1.95)	(1.23)
	Total other comprehensive income for the period (net of tax)	117.72	10.57	(2.87)	97.78	5.65	2.84
7	Total comprehensive income for the period (comprising Profit and other comprehensive income for the period (5+6))	864.48	1004.11	1064.63	3240.06	3150.12	4390.78
8	Profit for the period attributable to						
	a) Owners of the Company	746.76	993.54	1067.50	3142.28	3144.47	4387.94
	b) Non-controlling interest	-	-	-	-	-	-
9	Other comprehensive income for the period attributable to						
	a) Owners of the Company	117.72	10.57	(2.87)	97.78	5.65	2.84
	b) Non-controlling interest	-	-	-	-	-	-
10	Total comprehensive income for the period attributable to						
	a) Owners of the Company	864.48	1004.11	1064.63	3240.06	3150.12	4390.78
	b) Non-controlling interest	-	-	-	-	-	-
11	Paid-up equity share capital (Face value: INR 10 per share)	2222.54	2203.46	2067.22	2222.54	2067.22	2203.46
12	Other equity						53848.26
13	Earnings per share (of INR 10 each) (INR)						
	(a) Basic	*3.37	*4.51	*5.16	*14.23	*15.90	21.81
	(b) Diluted	*3.32	*4.48	*5.16	*14.11	*15.90	21.77

*Not annualised.

Contd..

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Notes:

1. The above consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 8, 2025. The statutory auditors of the Holding Company have conducted a limited review of these financial results.
2. These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 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 is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
3. The consolidated financial results include the financial results of the Holding Company "Xpro India Limited", and its wholly owned subsidiary "Xpro Dielectric Films FZ-LLC" and its erstwhile wholly owned subsidiary "Xpro Global Limited", together referred to as the "Group". [The Holding Company had divested its investment in Xpro Global Limited (XGL) for a consideration of INR 3 lacs on September 30, 2024, following which XGL ceased to be a subsidiary of the Holding Company.]
4. The Group operates predominantly within a single reportable business segment "Polymer Processing" and mainly in a single geographic segment i.e. India (as per Ind AS 108 - "Segment reporting"). There are no separate reportable businesses or geographic segments.
5. During the previous year, the Holding Company issued and allotted:

   (a) 14,35,750 warrants at a price of INR 975 each, each warrant carrying a right upon being fully paid up within a period of 18 months from date of allotment to subscribe to one equity share of face value INR 10 of the Holding Company (including premium of INR 965 each). (Allotment money - INR 4899.50 lacs, being 35% of the total warrant price was received in January 2024); and

   (b) 13,62,397 equity shares of INR 1101 per equity share (FV of INR 10 each, including a premium of INR 1091 per equity share) aggregating to INR 149,99.99 lacs by way of Qualified Institutions Placement ('QIP'). The net proceeds were utilised for the purposes as stated in the Placement Document with INR 397.24 lacs temporarily placed in bank deposits pending utilisation.
6. In accordance with earlier approval of shareholders of the Holding Company and following exercise of the option on payment of the balance 65% payable on warrants:

   (a) The Holding Company during the quarter and nine month period ended December 31, 2024, issued and allotted 110,000, 50,000 and 30,750 equity shares of INR 10 each at a premium of INR 965 per share (INR 1208.88 lacs) to Sri Ashish Kacholia, Sri Paulastya Sachdev and M/s Janardhan Trading Co. Limited, respectively. As on December 31, 2024, unutilised portion of the net proceeds (INR 5766.38 lacs) were temporarily placed in bank deposits. Following this allotment, the issued and paid-up Equity Share Capital of Holding Company comprised of 22,225,391 shares of INR 10 each.

   (b) Subsequent to the end of the quarter, the Holding Company issued and allotted 75,000 equity shares to M/s Central India General Agents Limited of INR 10 each at a premium of INR 965 per share. Following this allotment, the issued and paid-up Equity Share Capital of Holding Company comprises of 22,300,391 shares of INR 10 each.
7. Dividend of INR 2 (Rupees Two only) per equity share of face value INR 10 each for the financial year ended March 31, 2024, was approved by shareholders of Holding Company at Annual General Meeting held on July 29, 2024 and was paid on August 14, 2024.
8. Previous periods' figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure. The impact of such regrouping/reclassification is not material to these consolidated financial results.

For and on behalf of the Board

C Bhaskar
Managing Director & Chief Executive Officer

XPRO INDIA LIMITED

New Delhi
February 8, 2025

WALKER CHANDIOK & CO. LLP CHARTERED ACCOUNTANTS