shanti
OVERSEAS (INDIA) LTD. (UNIT-II)
—— synthesizing organically ——

CIN : U51211MP2011PLC025807
GST : 23AAPCS6907C1ZD
IEC : 1111000905

12th August, 2020

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Subject: Financial Results Updates

Reference: Scrip Code: SHANTI

Dear Sir/ Madam,

This is with reference to your email dated 8th August, 2020 regarding deficiency/non submission in the quick results submitted on 31st July, 2020, please note the followings-

1. In respect of Segment Reporting & Cash Flow Statement, we refer to our letter dated 1st August, 2020 vide which we have submitted the Segment Results and Cash Flow Statement on standalone and consolidated basis alongwith Full Results.

2. And we are enclosing herewith the Financial Results as per the format prescribed by SEBI.

Kindly take this information on record.

Thanking you,

Yours faithfully,
For Shanti Overseas (India) Limited

Ramita Otwani
Company Secretary

Regd. Office: 215-216, Vikram Tower, 1st Floor
Sapna-Sangeeta Road, Indore - 452001 (M.P.) INDIA
T : +91-731-4020586,+91-731-4020587
E : mail@shantioverseas.com
W : www.shantioverseas.com

Plant Add. : Survey No. 1035, Village - Dhannad, Tehsil - Depalpur,
Rau-Pithampur Road, Opposite Garg Fuel, Indore - 453001 (M.P.)

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OVERSEAS (INDIA) LTD. (UNIT-II)
—— synthesizing organically ——

CIN : U51211MP2011PLC025807
GST : 23AAPCS6907C1ZD.
IEC : 1111000905

01st August, 2020

To,
The Manager
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Subject: Financial Results updates

Reference: Scrip Code: SHANTI

Dear Sir/ Madam,

Please find attached herewith results for half year and year ended on 31st March, 2020. Previously the Segment reporting and Cash flow statement of Standalone and consolidated financial results were not uploaded with the results. Also, the inter unit balances were not adjusted in standalone Balance Sheet.

Please consider this as final one. We hereby confirm that there has been no change in the consolidated financial results.

Kindly take this same on your records

Thanking you,

Yours faithfully,
For Shanti Overseas (India) Limited

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
(DIN: 03096933)

Regd. Office: 215-216, Vikram Tower, 1st Floor
Sapna-Sangeeta Road, Indore - 452001 (M.P.) INDIA
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shanti
OVERSEAS (INDIA) LTD.
synthesizing organically

CIN : U51211MP2011PLC025807
GST : 23AAPCS6907C1ZD
IEC : 1111000905

31st July, 2020

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Subject: Outcome of the Board Meeting held on 31st July, 2020 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Reference: Scrip Code: SHANTI

Dear Sir/ Madam,

With reference to the above mentioned subject, we would like to inform you that a meeting of the Board of Directors of the Company was held on Friday, the 31st day of July, 2020 at the Registered Office of the Company commenced at 12.30 P.M. and concluded at 11.15 P.M. have, inter alia, considered and approved the Standalone and Consolidated Audited Financial Results of the Company for the half year and year ended on 31st March, 2020 along with Audit Report thereon by the Statutory Auditors.

In accordance to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

1. Audited Standalone Financial Result and Statement of Assets and Liabilities for the half year and year ended on 31st March, 2020 along with Standalone Auditors Report thereon.
2. Audited Consolidated Financial Result and Statement of Assets and Liabilities for the half year and year ended on 31st March, 2020 along with Consolidated Auditors Report thereon.
3. Declaration for un-modified opinion on Audited Standalone and Consolidated Financial Results for the half year and year ended on 31st March, 2020.

The said results may be accessed on the Company's website i.e. www.shantioverseas.com

Kindly take this information on record.

Thanking you,

Yours faithfully,
For Shanti Overseas (India) Limited

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
(DIN: 03096933)

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Regd. Office: 215-216, Vikram Tower, 1st Floor
Sapna-Sangeeta Road, Indore - 452001 (M.P.) INDIA

Muchhal & Gupta
Chartered Accountants
301, Shalimar Corporate Centre,
8-A, South Tukoganj,
Indore-452001
Ph: 0731-2519818, 4046818

E-mail: ca.mandg@gmail.com

Auditor's Report on Half Yearly Standalone Financial Results and Year to Date Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Board of Directors of,

Shanti Overseas (India) Limited

215-216, Vikram Tower, 1st Floor,

Sapna Sangeeta Road,

Indore,452001

Report on the audit of Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of M/s **Shanti Overseas (India) Limited** for the half year ended 31st March, 2020 and the year to date results for the period beginning from 01st April, 2019 to 31st March, 2020, being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the explanations given to us these half yearly standalone financial results as well as year to date results;

MUCHHAL & GUPTA * INDORE * Chartered Accountants

i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and

ii. gives a true and fair view in conformity with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting policies generally accepted in India, of the net profit and other financial information of the Company for the half year ended 31st March, 2020 as well as the year to date results for the period from 01st April, 2019 to 31st March, 2020.

Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Standalone 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Results under the provisions of the Companies Act, 2013 and the rules made there under, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI's code of ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Results.

Management's Responsibilities for the Standalone Financial Results

These half yearly and year to date financial results have been prepared on the basis of the interim financial statements. The Company's board of the directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information of the Company in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with the relevant rules

MUCHHAL & GUPTA ★ INDORE ★ Chartered Accountants

issued thereunder and other accounting principles generally accepted in India and in compliances with Regulation 33 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 standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, 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 alternatives but to do so.

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

Auditors' Responsibilities for the Standalone Financial Results

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

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As a 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 of the standalone financial results, 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 procedure that are appropriate in the circumstances, but not for the purpose of expressing an opinion on effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures 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 auditor's report to the related disclosures in the standalone 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 financial statements, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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 includes the results for the half year ended March 31, 2020 being the balancing figures between the audited figures in respect of full financial year ended March 31, 2020 and the published un-audited figures for the half year ended September 30, 2019 of the current financial year, which are subjected to limited review by us, as required under Listing Regulations.

Date: 31.07.2020
Place: Indore

For M/s Muchhal & Gupta
Chartered Accountants

MUCHHAL & GUPTA ★ INDORE ★ Chartered Accountants

CA Prakash Gupta
M.No. 073011
FRN No. 004423C

UDIN 20073011AAAABE9414

Shanti Overseas (India) Limited			
Statement of Assets and Liabilities			
Under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015			
Audited Standalone Statement of Assets and Liabilities			
Sr. No.	Particulars	As at 31st March, 2020 In Lacs Audited	As at 31st March, 2019 In Lacs Audited
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
(a)	Share capital	1,110.60	740.40
(b)	Reserves and surplus	1,975.34	2,298.19
(c)	Money received against share warrants		
	Sub-total - Shareholders' funds	**3,085.94**	**3,038.59**
2	Share application money pending allotment	-	-
3	Minority interest	-	-
4	**Non-current liabilities**		
(a)	Long-term borrowings	326.49	1,018.30
(b)	Deferred tax liabilities (net)	59.19	70.24
(c)	Other long-term liabilities	-	-
(d)	Long-term provisions	5.83	1.13
	Sub-total - Non-current liabilities	**391.51**	**1,089.67**
5	**Current liabilities**		
(a)	Short-term borrowings	2,914.67	3,064.62
(b)	Trade payables		
	(i) total outstanding dues of micro enterprises and small enterprises; and	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	241.77	335.46
(c)	Other current liabilities	268.72	402.48
(d)	Short-term provisions	98.06	325.78
	Sub-total - Current liabilities	**3,523.22**	**4,128.34**
	TOTAL - EQUITY AND LIABILITIES	**7,000.67**	**8,256.60**
B	**ASSETS**		
1	**Non-current assets**		
(a)	Fixed assets		
	(i)Tangible Assets	2,287.93	2,561.96
	(ii) Intangible assets	-	-
	(iii) Capital work-in-progress	-	-
	(iv) Intangible assets under development	-	-
(b)	Goodwill on consolidation	-	-
(c)	Non-current investments	457.00	457.00
(d)	Deferred tax assets (net)	-	-
(e)	Long-term loans and advances	56.11	58.62
(f)	Other non-current assets	47.21	67.45
	Sub-total - Non-current assets	**2,848.26**	**3,145.03**
2	**Current assets**		
(a)	Current investments	-	-
(b)	Inventories	1,072.84	219.36
(c)	Trade receivables	1,860.96	2,986.56
(d)	Cash and cash equivalents	133.08	137.64
(e)	Short-term loans and advances	967.73	1,431.86
(f)	Other current assets	117.80	336.15
	Sub-total - Current assets	**4,152.41**	**5,111.57**
	TOTAL-ASSETS	**7,000.67**	**8,256.60**

NOTES:-

1. The audit committee has reviewed the above results and the Board of Directors has approved the above results and its release at their respective meetings held on 31st July, 2020.
2. The Figures for the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.
3. The above financials have been prepared in accordance with AS-25 Interim Financial Reporting prescribed under section 133 of Companies Act and other recognized accounting practices and policies to the extent applicable.
4. The Inter unit balances of Unit I & II have been adjusted from respective Current Assets & Current Liabilities.

For & on behalf of the Board of Directors

MUKHRAL S GUPTA INDORE Chartered Accountants

SHANTI OVERSEAS (INDIA) LTD.

CA Prakash Gupta
M No 73011

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 215-216, Vikram Tower, 1st Floor, Indore, (M.P.) 452001

Email id: cs@shantioverseas.com, cfo@shantioverseas.com Website: www.shantioverseas.com

CIN: L51211MP2011PLC025807

Amount in Lacs

Statement of Standalone Audited Financial Results for the Half Year and Year Ended on 31st March, 2020

Sr. No.	Particulars	Half Yearly			Yearly	
		31.03.2020 Audited	30.09.2019 Unaudited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
1	**Income**					
	I. Revenue from operations	6,848.46	7,752.44	10,632.27	14,600.89	16,698.28
	II. Other income	13.05	17.16	33.91	30.22	49.21
	Total Revenue (I + II)	**6,861.51**	**7,769.60**	**10,666.18**	**14,631.11**	**16,747.49**
2	**Expenses**					
	a) Cost of material Consumed	5,748.98	5,578.82	7,448.83	11,327.80	11,062.61
	b) Purchase of Stock in Trade	252.65	689.73	1,206.70	942.39	2,720.08
	c) Changes in Inventories of Finished goods, Work in Progress and Stock in Trade	-240.00	-168.42	51.09	-408.40	11.97
	d) Employee Benefits Expense	131.60	152.78	151.79	284.39	289.95
	e) Finance Cost	154.17	142.61	166.82	296.78	352.91
	f) Depreciation & Amortisation Expense	195.74	187.81	190.96	383.55	314.58
	g) Other Expenditure	873.31	860.00	703.31	1,733.31	1,000.71
	Total Expenses	**7,116.45**	**7,443.33**	**9,919.51**	**14,559.82**	**15,728.87**
3	**Profit/(Loss) before Exceptional and extraordinary items and tax Expenses (1-2)**	-254.94	326.27	746.67	71.29	1,018.61
4	Exceptional items	-	-	-	-	-
5	**Profit/(Loss) before extraordinary items and tax Expenses (3-4)**	-254.94	326.27	746.67	71.29	1,018.61
6	Extra ordinary Item	-	-	-	-	-
7	**Profit/(Loss) before tax Expenses (5-6)**	-254.94	326.27	746.67	71.29	1,018.61
8	Tax expenses					
	(i) Current Tax	-50.74	85.74	201.80	35.00	268.79
	(ii) Deferred Tax	-15.86	4.82	7.54	-11.05	16.03
9	**Net Profit (+)/ Loss(-) for the Period (7-8)**	-188.34	235.72	537.33	47.34	733.79
10	Paid Up Equity Share Capital (Face Value of Rs. 10/- each)	1,110.60	740.40	740.40	1,110.60	740.40
11	**Earning per share of Rs. 10/- each**					
(i)	a) Basic EPS	-1.70	3.18	7.26	0.43	9.91
	b) Adjusted EPS	-1.70	2.12	4.84	0.43	6.61
11	**Earning per share (After Extra ordinary Items) of Rs. 10/- each**					
(ii)	a) Basic EPS	-1.70	3.18	7.26	0.43	9.91
	b) Adjusted EPS	-1.70	2.12	4.84	0.43	6.61

NOTES:-

1. Figures of half year ended 31st March, 2020 are the balancing figures between the audited figures of year ended on 31st March, 2020 and unaudited figures for the half year ended on 30th September, 2019.

2. The outbreak of Corona Virus (COVID-19) Pandemic has caused significant disturbance and slowdown of economic activity globally and in India. The following factors have affected the top line and bottom line of the company:

i. Since January, 2020 there was unavailability of containers for export of containers to KOREA, Europe etc due to COVID-19 impact worldwide.

ii. Around 30% of Soyabean crop has been damaged during the financial year 19-20, the same has significant impact on overall turnover and margin as the prices are volatile in conditions of shortage.

iii.The Government has decreased Export incentive (MEIS) from 10% in the last financial year to 5% in 2019-20. This has directly affected the Gross Profit margins of the company because we have contracts booked in advance for coming six months.

MUCHHAL & GUPTA Chartered Accountants INDORE

CA Prakash Gupta
M No 72011

For & on behalf of the Board of Directors

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

Shanti Overseas (India) Limited			
Standalone Cash Flow For the Year Ended on 31st March, 2020			
Particulars		Year Ended on 31.03.2020	Year Ended on 31.03.2019
		Amount in Lacs	Amount in Lacs
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit Before Tax	**71.30**	**1,018.61**
	Adjustments for:		
	Depreciation	383.55	314.58
	Interest & Finance Charges	296.78	352.91
	Interest on Deposit	-9.20	(7.64)
	Interest Received	-	-
	(Profit)/Loss On sale of fixed Asset	-	
	Decrease/(Increase) in Non-Current Assets	20.23	20.23
	Operating Profit before Working Capital Changes	**762.67**	**1,698.70**
	Adjustments for:		
	Decrease/(Increase) in Receivables	1,125.60	(1,461.32)
	Decrease/(Increase) in Inventories	-853.48	2,091.11
	Increase/(Decrease) in Payables	-93.69	(91.33)
	Increase/(Decrease) in Short Term Provision	-227.72	26.18
	Decrease/(Increase) in Other Current Assets	218.34	(189.41)
	Increase/(Decrease) in Other Current Liabilities	-58.28	274.00
	Increase/(Decrease) in Long Term Provision	4.70	(0.99)
	Decrease/(Increase) in Long term Advances	2.51	8.23
	Decrease/(Increase) in Short term Advances	388.65	(670.66)
	Cash generated from operations	**1,269.29**	**1,684.52**
	Income Tax paid	35.00	268.79
	Net Cash flow from Operating activities	**1,234.29**	**1,415.73**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Increase in Investments	-	-
	Interest on Deposit	9.20	7.64
	Increase in Fixed Assets (Net)	-109.53	(983.93)
	Interest Received	-	-
	Net Cash used in Investing activities	**-100.32**	**(976.29)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from issue of Shares	-	-
	Increase in Long term Borrowings	-691.81	49.70
	Increase in Short term Borrowings	-149.94	(90.53)
	Dividend Paid	-	(44.63)
	Interest paid	-296.78	(352.91)
	Net Cash used in financing activities	**-1,138.53**	**(438.07)**
	Net increase in Cash & Cash Equivalents (A+B+C)	-4.56	1.36
	Cash and Cash equivalents as at the beganing of the period	137.64	136.58
	Cash and Cash equivalents as at the end of the year	133.08	137.94

Cash & Cash Equivalents		Year Ended on 31.03.2020	Year Ended on 31.03.2019
i	Cash on Hand	1.25	1.19
ii	Cash at Bank	10.88	22.64
iii	Bank deposits with more than twelve months maturity	120.95	113.82
	Cash & Cash equivalents as stated (i+ii+iii)	**133.08**	**137.64**

MUCHHAL & GUPTA INDORE Chartered Accountants

For & on behalf of the Board of Directors

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kachhalia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

CA Prakash Gupta
M No 73011

Shanti Overseas (India) Limited					
Reporting of Standalone Audited Segment wise Revenue, Results and Capital Employed					
Under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015					
					Amount in Lacs
Particulars	Half Yearly			Yearly	
	31.03.2020 Audited	30.09.2019 Unaudited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
1. Segment Revenue					
(a) Segment – Manufacturing	6,858.98	7,769.39	10,597.43	14,628.36	15,781.35
(b) Segment – Trading	2.53	0.21	68.75	2.75	966.13
Total	**6,861.51**	**7,769.60**	**10,666.18**	**14,631.11**	**16,747.49**
Less: Inter Segment Revenue	-	-	-	-	-
Net Segment Revenue	**6,861.51**	**7,769.60**	**10,666.18**	**14,631.11**	**16,747.49**
2. Segment Results (Profit)(+)/ Loss (-) before tax and interest)					
(a) Segment – Manufacturing	-88.97	482.84	956.81	393.87	1,424.58
(b) Segment – Trading	-11.84	-13.96	-43.32	-25.80	-53.06
Total	-100.81	468.88	913.49	368.07	1,371.52
Less: i) Interest	-154.17	-142.61	-166.82	-296.78	-352.91
Total Profit Before Tax	**-254.98**	**326.27**	**746.67**	**71.29**	**1,018.61**
3. Segment Assets					
(a) Segment – Manufacturing	6,424.37	6,031.06	6,791.77	6,424.37	6,791.77
(b) Segment – Trading	576.30	1,502.52	1,464.83	576.30	1,464.83
Total	**7,000.67**	**7,533.59**	**8,256.60**	**7,000.67**	**8,256.60**
4. Segment Liabilities					
(a) Segment – Manufacturing	3,852.80	4,175.81	4,771.97	3,852.80	4,771.97
(b) Segment – Trading	61.93	83.46	446.03	61.93	446.03
Total	**3,914.73**	**4,259.27**	**5,218.00**	**3,914.73**	**5,218.00**
5. Capital Employed	3,085.94	3,274.31	3,038.59	3,085.94	3,038.59
Total	**7,000.67**	**7,533.59**	**8,256.60**	**7,000.67**	**8,256.60**

For & on behalf of the Board of Directors

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

MUCHHAL & GUPTA INDORE Chartered Accountants

CA Prakash Gupta
M No 73011

Muchhal & Gupta
Chartered Accountants
301, Shalimar Corporate Centre,
8-A, South Tukoganj,
Indore-452001
Ph: 0731-2519818, 4046818

E-mail: ca.mandg@gmail.com

Auditor's Report on Half Yearly Consolidated Financial Results and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Board of Directors of,

Shanti Overseas (India) Limited

215-216, Vikram Tower, 1st Floor,

Sapna Sangeeta Road,

Indore,452001

Report on the audit of Consolidated Financial Results

1. We have audited the accompanying Statement of Consolidated Financial Results of **Shanti Overseas (India) Limited** and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the half year ended 31st March 2020 and the year to date results for the period 1st April 2019 to 31st March 2020, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. as amended ("Listing Regulations"). Attention is drawn to the fact that the consolidated figures for the corresponding half year ended 31st March 2020 and the corresponding period from 1st April 2019 to 31st March 2020, as reported in these financial results have been approved by the holding company's Board of Directors, but have not been subjected to audit/review.

2. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements/ financial information of subsidiaries, associates and jointly controlled entities, the Statement:

   a. includes the results of the following entities:
      i) Shaan Agro Oils & Extractions Private Limited
      ii) Biograin Protinex Private Limited

   b. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and

   c. gives a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and other financial information of Group for the year ended 31st March 2020, and for the period from 1st April 2019 to 31st March 2020.

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 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

MUCHHAL & GUPTA ★ INDORE ★ Chartered Accountants

Management's Responsibilities for the Consolidated Financial Results

These half yearly financial results as well as the year to date consolidated financial results have been prepared on the basis of the interim financial statements.

The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information of the Group including its associates and jointly controlled entities in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' 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 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and jointly controlled entities 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 these consolidated financial results.

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 consolidated financial results, 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, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures 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 ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 auditor's report. However, future events or conditions may cause the Group

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and its associates and jointly controlled entities to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

- We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors 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.

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

3. The consolidated financial results includes the financial statements of 2 subsidiaries, whose interim financial statements/ financial information reflect total assets of Rs. 7553.22 (in lakh) as on 31st March 2020, total revenue of Rs 15,902.62(in lakh) total net profit/(loss) after tax of Rs. (17.54) in lakh for the period from 1st April 2019 to 31st march 2020 as considered in the consolidated financial results.

Our opinion on the Statement is not modified in respect of the above matters.

Date: 31.07.2020
Place: Indore

For M/s Muchhal & Gupta
Chartered Accountants

CA Prakash Gupta
M.No. 073011
FRN No. 004423C

UDIN 20073011AAAABF1223

Shanti Overseas (India) Limited			
Statement of Assets and Liabilities			
Under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015			
Audited Consolidated Statement of Assets and Liabilities			
Sr. No.	Particulars	As at 31st March, 2020 In Lacs Audited	As at 31st March, 2019 In Lacs Audited
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
(a)	Share capital	1,110.60	740.40
(b)	Reserves and surplus	1,806.56	2,194.31
(c)	Money received against share warrants		
	Sub-total - Shareholders' funds	**2,917.16**	**2,934.71**
2	Share application money pending allotment		
3	Minority interest	-	-
4	**Non-current liabilities**		
(a)	Long-term borrowings	602.50	1,394.30
(b)	Deferred tax liabilities (net)	112.69	126.35
(c)	Other long-term liabilities	-	-
(d)	Long-term provisions	5.83	1.13
	Sub-total - Non-current liabilities	**721.02**	**1,521.78**
5	**Current liabilities**		
(a)	Short-term borrowings	3,157.98	3,280.66
(b)	Trade payables		
	(i) total outstanding dues of micro enterprises and small enterprises; and	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	276.23	378.58
(c)	Other current liabilities	376.15	503.15
(d)	Short-term provisions	104.67	334.64
	Sub-total - Current liabilities	**3,915.03**	**4,497.04**
	TOTAL - EQUITY AND LIABILITIES	**7,553.21**	**8,953.52**
B	**ASSETS**		
1	**Non-current assets**		
(a)	Fixed assets		
	(i)Tangible Assets	3,397.10	3,792.48
	(ii) Intangible assets	-	-
	(iii) Capital work-in-progress	-	-
	(iv) Intangible assets under development	-	-
(b)	Goodwill on consolidation	-	-
(c)	Non-current investments	-	-
(d)	Deferred tax assets (net)	-	-
(e)	Long-term loans and advances	56.11	58.62
(f)	Other non-current assets	47.21	69.22
	Sub-total - Non-current assets	**3,500.43**	**3,920.32**
2	**Current assets**		
(a)	Current investments	-	-
(b)	Inventories	1,528.72	625.61
(c)	Trade receivables	1,054.40	2,986.63
(d)	Cash and cash equivalents	136.29	140.43
(e)	Short-term loans and advances	1,210.87	944.36
(f)	Other current assets	122.51	336.17
	Sub-total - Current assets	**4,052.78**	**5,033.20**
	TOTAL-ASSETS	**7,553.21**	**8,953.52**

NOTES:-

1. The audit committee has reviewed the above results and the Board of Directors has approved the above results and its release at their respective meetings held on 31st July, 2020.
2. The Figures for the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.
3. The above financials have been prepared in accordance with AS-25 Interim Financial Reporting prescribed under section 133 of Companies Act and other recognized accounting practices and policies to the extent applicable.

For & on behalf of the Board of Directors

MUCHHAL & GUPTA INDORE Chartered Accountants

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

CA Prakash Gupta
M No. 73011

SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 215-216, Vikram Tower, 1st Floor, Indore, (M.P.) 452001

Email id: cs@shantioverseas.com, cfo@shantioverseas.com Website: www.shantioverseas.com

CIN: L51211MP2011PLC025807

Amount in Lacs

Statement of Consolidated Audited Financial Results for the Half Year and Year Ended on 31st March, 2020

Sr. No.	Particulars	Half Yearly			Yearly	
		31.03.2020 Audited	30.09.2019 Unaudited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
1	**Income**					
	I. Revenue from operations	7,723.38	8,167.01	11,370.15	15,890.40	17,347.29
	II. Other income	4.05	8.16	25.19	12.22	35.99
	Total Revenue (I + II)	**7,727.43**	**8,175.18**	**11,395.33**	**15,902.61**	**17,383.28**
2	**Expenses**					
	a) Cost of material Consumed	8,596.41	5,972.33	7,952.81	14,568.73	11,901.79
	b) Purchase of Stock in Trade	-2,098.58	689.73	1,206.70	-1,408.85	2,720.08
	c) Changes in Inventories of Finished goods, Work in Progress and Stock in Trade	-67.84	-387.59	266.05	-455.43	-353.76
	d) Employee Benefits Expense	156.19	161.03	160.37	317.23	301.39
	e) Finance Cost	193.62	169.12	202.33	362.74	403.55
	f) Depreciation & Amortisation Expense	277.99	261.38	265.93	539.37	420.88
	g) Other Expenditure	1,093.62	881.40	716.78	1,975.02	1,018.50
	Total Expenses	**8,151.41**	**7,747.41**	**10,770.98**	**15,898.82**	**16,412.44**
3	**Profit/(Loss) before Exceptional and extraordinary items and tax Expenses (1-2)**	-423.97	427.77	624.36	3.79	970.84
4	Exceptional items	-	-	-	-	-
5	**Profit/(Loss) before extraordinary items and tax Expenses (3-4)**	-423.97	427.77	624.36	3.79	970.84
6	Extra ordinary Item	-	-	-	-	-
7	**Profit/(Loss) before tax Expenses (5-6)**	-423.97	427.77	624.36	3.79	970.84
8	Tax expenses					
	(i) Current Tax	-75.89	110.89	201.80	35.00	268.79
	(ii) Deferred Tax	-19.71	6.05	8.45	-13.66	72.14
9	**Net Profit (+)/ Loss(-) for the Period (7-8)**	-328.38	310.83	414.11	-17.55	629.90
10	Paid Up Equity Share Capital (Face Value of Rs. 10/- each)	1,110.60	740.40	740.40	1,110.60	740.40
11	**Earning per share of Rs. 10/- each**					
(i)	a) Basic EPS	-2.96	4.20	5.59	-0.16	8.51
	b) Adjusted EPS	-2.96	2.80	3.73	-0.16	5.67
11	**Earning per share (After Extra ordinary Items) of Rs. 10/- each**					
(ii)	a) Basic EPS	-2.96	4.20	5.59	-0.16	8.51
	b) Adjusted EPS	-2.96	2.80	3.73	-0.16	5.67

NOTES:-

1. Figures of half year ended 31st March, 2020 are the balancing figures between the audited figures of year ended on 31st March, 2020 and unaudited figures for the half year ended on 30th September, 2019.
2. The outbreak of Corona Virus (COVID-19) Pandemic has caused significant disturbance and slowdown of economic activity globally and in India. The following factors have affected the top line and bottom line of the company:

i. Since January, 2020 there was unavailability of containers for export of containers to KOREA, Europe etc due to COVID-19 impact worldwide.

ii. Around 30% of Soyabean crop has been damaged during the financial year 19-20, the same has significant impact on overall turnover and margin as the prices are volatile in conditions of shortage.

iii.The Government has decreased Export incentive (MEIS) from 10% in the last financial year to 5% in 2019-20. This has directly affected the Gross Profit margins of the company because we have contracts booked in advance for coming six months.

MUCHHAL & GUPTA ★ INDORE ★ Chartered Accountants

CA Prakash Gupta
MNO 73011

For & on behalf of the Board of Directors

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

SHANTI OVERSEAS (INDIA) LTD.

Consolidated Cash Flow Statement

For the year ended on 31st March, 2020

	Particulars	As on 31.03.2020 Amount (₹)	As on 31.03.2019 Amount (₹)
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit Before Tax	**3.79**	**970.84**
	Adjustments for:	-	
	Depreciation	539.37	420.88
	Interest & Finance Charges	362.74	403.55
	Interest on Deposit	-9.20	(7.63)
	Interest Received	-	-
	(Profit)/Loss On sale of fixed Asset	-	
	Decrease/(Increase) in Non-Current Assets	22.01	66.44
	Operating Profit before Working Capital Changes	**918.72**	**1,854.08**
	Adjustments for:		
	Decrease/(Increase) in Receivables	1,932.23	(1,461.39)
	Decrease/(Increase) in Inventories	-903.11	1,777.47
	Increase/(Decrease) in Payables	-102.35	(205.32)
	Increase/(Decrease) in Short Term Provision	-229.97	29.52
	Decrease/(Increase) in Other Current Assets	213.65	(189.43)
	Increase/(Decrease) in Other Current Liabilities	-126.99	347.66
	Increase/(Decrease) in Long Term Provision	4.70	(0.99)
	Decrease/(Increase) in Long term Advances	2.51	14.03
	Decrease/(Increase) in Short term Advances	-266.51	(185.70)
	Cash generated from operations	**1,442.89**	**1,979.93**
	Lease Rent Receivable	-	14.70
	Income Tax paid	-35.00	(268.79)
	Net Cash flow from Operating activities	**1,407.89**	**1,725.84**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Increase in Investments	-	-
	Interest on Deposit	9.20	7.64
	Increase in Fixed Assets (Net)	-144.00	(1,368.65)
	Interest Received	-	-
	Net Cash used in Investing activities	**(134.80)**	**(1,361.01)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from issue of Shares		-
	Increase in Long term Borrowings	-791.80	(50.30)
	Increase in Short term Borrowings	-122.68	125.51
	Dividend Paid		(44.63)
	Interest paid	-362.74	(403.55)
	Net Cash used in financing activities	**(1,277)**	**(372.67)**
	Net increase in Cash & Cash Equivalents (A+B+C)	(3.84)	(8.14)
	Cash and Cash equivalents as at the beganing of the period	140.43	148.57
	Cash and Cash equivalents as at the end of the year	136.29	140.43

	Cash & Cash Equivalents	As on 31.03.2020	As on 31.03.2019
i	Cash on Hand	1.25	1.87
ii	Cash at Bank	14.09	24.75
iii	Bank deposits with more than twelve months maturity	120.95	113.81
	Cash & Cash equivalents as stated (i+ii+iii)	**136.29**	**140.43**

For & on Behalf of the Board

Ayush Kacholia
Whole Time Director
DIN:03096933

SHANTI OVERSEAS (INDIA) LTD.

Date: 31-07-2020
Place: Indore

MUCHHAL & GUPTA Chartered Accountants INDORE

CA Harkesh Gupta
M No 73011, FRN 004423C

Shanti Overseas (India) Limited

Reporting of Consolidated Audited Segment wise Revenue, Results and Capital Employed

Under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Amount in Lacs

Particulars	Half Yearly			Yearly	
	31.03.2020 Audited	30.09.2019 Unaudited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
1. Segment Revenue					
(a) Segment – Manufacturing	7,724.90	8,174.97	11,326.58	15,899.87	16,417.15
(b) Segment – Trading	2.53	0.21	68.75	2.75	966.13
Total	**7,727.43**	**8,175.18**	**11,395.33**	**15,902.61**	**17,383.28**
Less: Inter Segment Revenue	-	-	-	-	-
Net Segment Revenue	**7,727.43**	**8,175.18**	**11,395.33**	**15,902.61**	**17,383.28**
2. Segment Results (Profit)(+)/ Loss (-) before tax and interest)					
(a) Segment – Manufacturing	-218.52	610.85	870.00	392.33	1,427.45
(b) Segment – Trading	-11.84	-13.96	-43.32	-25.80	-53.06
Total	-230.36	596.89	826.69	366.54	1,374.39
Less: i) Interest	-193.62	-169.12	-202.33	-362.74	-403.55
Total Profit Before Tax	**-423.97**	**427.77**	**624.36**	**3.79**	**970.84**
3. Segment Assets					
(a) Segment – Manufacturing	7,433.91	7,758.19	8,256.84	7,433.91	8,256.84
(b) Segment – Trading	119.30	734.38	696.69	119.30	696.69
Total	**7,553.21**	**8,492.57**	**8,953.52**	**7,553.21**	**8,953.52**
4. Segment Liabilities					
(a) Segment – Manufacturing	4,574.12	5,163.58	5,572.78	4,574.12	5,572.78
(b) Segment – Trading	61.93	83.46	446.03	61.93	446.03
Total	**4,636.05**	**5,247.04**	**6,018.81**	**4,636.05**	**6,018.81**
5. Capital Employed	2,917.16	3,245.53	2,934.71	2,917.16	2,934.71
Total	**7,553.21**	**8,492.57**	**8,953.52**	**7,553.21**	**8,953.52**

MUCHHAL & GUPTA ★ INDORE ★ Chartered Accountants

For & on behalf of the Board of Directors

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
DIN:- 03096933

Place:- Indore
Date:- 31st July, 2020

CA Prakash Gupta
M No 73011

shanti
OVERSEAS (INDIA) LTD.
synthesizing organically

CIN : U51211MP2011PLC025807
GST : 23AAPCS6907C1ZD
IEC : 1111000905

31st July, 2020

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Subject: Submission of declaration as required under Regulation 33(3)(d) of SEBI (Listing Obligations & Disclosure Requirements), Regulation, 2015.

Reference :- Scrip Code: SHANTI

With reference to captioned subject, we hereby submit the following declaration regarding unmodified auditors reports on the Audited Financial Results/ Statements for the year ended 31st March, 2020.

Declaration:

Based on the Audit Report submitted by Auditors of the Company M/s. Muchhal & Gupta, Chartered Accountants (FRN: 004423C), I the undersigned do hereby declare that in the Audit Report, accompanying the Annual Audited Financial Statements of the Company for the financial year ended 31.03.2020, the Auditors does not express any modified opinion(s)/audit qualification(s)/ or other reservation(s) and accordingly the Statement on impact of Audit Qualification is not required to be given.

This declaration is issued in compliance with Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015 as amended by the SEBI (LODR) (Amendment) Regulation, 2016 vide Notification NO. SEBI/LADNRO/GN/2016-17/001 dated 25.05.2016 and Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016.

You are requested to please consider and take on record the same.

Thanking you,

Yours faithfully,

For Shanti Overseas (India) Limited

SHANTI OVERSEAS (INDIA) LTD.

Ayush Kacholia
Whole Time Director
(DIN: 03096933)

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