

#### Taneja Aerospace and Aviation Limited

Thally Road, Denkanikottai, Krishnagiri Dist., Belagondapalli - 635 114, Tamil Nadu Tel.: +91 04347 233509

Fax: +91 04347 233414 E-mail: secretarial@taal.co.in Website: www.taal.co.in

TAAL/SEC/2024-25

May 17, 2024

The DSC - CRD **BSE Limited,**Corporate Relationship Department,
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 522229

Dear Sir /Madam,

**Subject: Outcome of Board Meeting** 

1. In pursuance of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), please be informed that the Board of Directors at its meeting held today i.e., **Friday, May 17, 2024** have inter alia, considered and approved the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended March 31, 2024 and took on record the Report issued by the Statutory Auditors of the Company.

In compliance with the Listing Regulations, we are enclosing herewith the said Financial Results and the Auditors' Reports (Standalone and Consolidated) for the quarter & year ended March 31, 2024.

In terms of Regulation 33(3)(d) of Listing Regulations and SEBI circular CIR/CFD/CMD/56/2016 dated May 27, 2016, the Company hereby declares that the Statutory Auditors of the Company - M/s. KKC & Associates, LLP (Firm Registration No 105146W/W100621), have issued audit report with unmodified opinion on Annual Audited Financial Results (Standalone & Consolidated) of the Company for the financial year ended March 31, 2024.

2. Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform that, based on the recommendation of the Audit Committee, the Board of Directors of the company have at their meeting held earlier today considered and approved, the Scheme of Amalgamation of Katra Auto Engineering Private Limited, a wholly owned subsidiary (Transferor Company) with Taneja Aerospace and Aviation Limited (Transferee Company) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Scheme") with effect from 1st April 2024 ("Appointed Date").

The Scheme shall be subject to the requisite sanction of the Hon'ble National Company Law Tribunal at Chennai Bench and such other statutory and other regulatory authorities as may be required in this regard.

The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are given as Annexure I.

3. Re-appointment of Mrs. Rahael Shobhana Joseph as Whole-time Director.



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Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders, the re-appointment of Mrs. Rahael Shobhana Joseph, as Wholetime Director of the Company for a further period of 3 years with effect from August 06, 2024 to August 05, 2027.

The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are given as Annexure II.

The aforesaid Board Meeting commenced at 12.00 Noon and concluded at 04:25 p.m. on May 17, 2024.

Request you to please take the same on your record.

Thanking you,

Yours faithfully, For Taneja Aerospace and Aviation Limited

Ashwini Navare Company Secretary

Encl.: As above



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#### **ANNEXURE I**

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

13, 2	13, 2023						
S.	Particulars		Disclo	osure			
No.							
a.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	the proposes the amalgamation of Katra Auto Engirer, Limited, a wholly owned subsidiary (Transferor					
		A brief of the	the amalgamation is as follows:				
		L62200TZ198 incorporated The registere Denkanikotta India. The eq	ed office of the com a, Krishnagiri, Belago uity shares of the co pertaining to size, t	Aviation Limited (CIN: a public limited company under the Companies Act, 1956. apany is situated at Thally Road, andapalli – 635114, Tamil Nadu, ampany are listed on BSE Limited.			
			culars	Amount as on 31.03.2024			
		No.		(INR in lakhs)			
			up share capital	1,275.03			
			worth	13,044.60			
			over*	3035.20			
		* For the find	incial year ended 31 <sup>s</sup>	' March 2024			
		Transferor C	ompany:				
		on 12 <sup>th</sup> Jan	07PTC040174) is an uary 2007 under t	Private Limited (CIN: unlisted company incorporated he Companies Act, 1956. The ny is situated at Thally Road,			



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S.	Particulars		Disclo	osure		
No.		2.55.553.15				
		India.		ondapalli – 635114, Tamil Nadu, turnover etc. of the Transferor		
		S. No.	Amount as on 31.03.2024 (INR in lakhs)			
		1	Paid-up share capital	5.00		
		2	Net worth	2.23		
		3	Turnover*	0		
			he financial year ended 31s			
b.	Whether the transaction		,	gamation would fall within the		
	would fall within related		•	on since Katra Auto Engineering		
	party transactions? If yes,		· · ·	to the Company. However, since		
	whether the same is done			pposes the amalgamation of M/s.		
	at "arms' length"	Katra Auto Engineering Private Limited, a wholly of subsidiary of the Company with Taneja Aerospace and Avalamited, there will not be any issue of shares as a result amalgamation. As such the question of arms' length trans does not arise.  Further, the said transaction does not fall within the purvite related party transactions under Section 188 of Companies Act, 2013 in view of the clarification provided Ministry of Corporate Affairs vide General Circular No. 30 dated July 17, 2014. Further, pursuant to Regulation 23(5) SEBI (Listing Obligations and Disclosure Requirer Regulations, 2015, the related party transaction provision not applicable to the proposed Scheme.				
c.	Area of business of the	Transf	eree Company:			
	entity(ies)	The Transferee Company is engaged in the business manufacture and sale of various parts and components aviation industry, providing services related to Airfield maintenance, Repair and Overhaul (MRO) and allied services.  Transferor Company:				



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S.	Particulars	Disclosure
No.		
		The Transferor Company is authorized to be engaged in the business of providing auto engineering services.
d.	Rationale for	The rationale of the Scheme is as under:
	amalgamation / merger	(i) Enable consolidation of the business of both companies into one entity which will facilitate economies of scale, focused growth, operational efficiencies, business synergies and better supervision of the business of the group.
		(ii) Pooling of resources (including manpower, management, administration and marketing resources) of both companies resulting in synergies of operations and optimisation of logistics, resulting in more productive utilisation of said resources, savings in cost and operational efficiencies.
		(iii) Concentrated management focus, improved organisational capacity, integration rationalisation and streamlining of the organisation structure of the entities.
		(iv) Facilitating internal transfer of resources and optimum utilisation of assets.
		(v) Avoiding duplication of administrative functions, reduction in multiplicity of legal and regulatory compliances.
e.	In case of cash consideration – amount or otherwise share exchange ratio	Since the proposed Scheme of Amalgamation involves the amalgamation of M/s. Katra Auto Engineering Private Limited, a wholly owned subsidiary of the Company with Taneja Aerospace and Aviation Limited, the holding company, upon the Scheme coming into effect, the entire share capital of M/s. Katra Auto Engineering Private Limited shall stand cancelled and no new shares will be allotted by Taneja Aerospace and Aviation Limited.
f.	Brief details of change in shareholding pattern (if any) of listed entity	Since the proposed Scheme of Amalgamation involves the amalgamation of Katra Auto Engineering Private Limited, a wholly owned subsidiary of the Company with Taneja Aerospace and Aviation Limited, the holding company, there will be no change in the shareholding pattern of Taneja Aerospace and Aviation Limited after the amalgamation coming into effect.



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#### **ANNEXURE II**

#### 1. Details w.r.t re-appointment of Mrs. Rahael Shobhana Joseph as Whole Time Director

Sr. No	Particulars	Details
1.	Reason for change	Re-Appointment
2.	Date & terms of Appointment	3 years with effect from August 06, 2024 to August 05, 2027.
3.	Brief Profile	Mrs. Rahael Shobhana Joseph is a Graduate in Management (B.Sc.) from Royal Holloway University of London and has vide experience in Brand Development, Account Management and offshore business development across various industry segments.
4.	Disclosure of relation between directors	It is hereby affirmed that Mrs. Rahael Shobhana Joseph is not debarred from holding the office of director by virtue of any SEBI order or any other such authority and she is a spouse of Mr. Salil Taneja, Promoter Director of the Company.

chartered accountants (formerly Khimji Kunverji & Co LLP)

Independent Auditor's report on annual standalone financial results of Taneja Aerospace and Aviation Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Taneja Aerospace and Aviation Limited

#### **Opinion**

- We have audited the accompanying standalone financial results of Taneja Aerospace and Aviation Limited ('the Company') for the year ended 31 March 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. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:
  - 1. are presented in accordance with the requirements of the Listing Regulations in this regard; and
  - 2. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian accounting standards ('Ind AS') and other accounting principles generally accepted in India, of the net profit and Other Comprehensive Income and Other Financial Information for the year ended 31 March 2024.

#### **Basis for Opinion**

3. We conducted our audit in accordance with the Standard on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ('the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

## Management's responsibilities for the Standalone Financial Results

4. These standalone financial results have been prepared on the basis of the standalone annual financial statements. The Company's Board of Directors is responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit after tax and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Ind AS 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 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 the 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, which has been used for the purpose of preparation of the standalone financial results by the Directors of the Company, as aforesaid

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chartered accountants (formerly Khimji Kunverji & Co LLP)

- 5. In preparing the standalone financial results, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
- 6. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Standalone Financial Results

- 7. 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 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 standalone financial results.
- 8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - 1. Identify and assess the risks of material misstatement 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.
  - 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
  - 3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - 4. 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - 5. Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Chartered Accountants

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chartered accountants (formerly Khimji Kunverji & Co LLP)

- 9. 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.
- 10. 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**

11. The standalone financial results include the result for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

#### For KKC & Associates LLP

Chartered Accountants (formerly Khimji Kunverji & Co LLP) Firm Registration Number: 105146W/W100621

Praveen Kumar Daga

Partner

ICAI Membership No: 143762 UDIN: 24143762BKBPCV7705

Place: Bengaluru Date: 17 May 2024



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Phone: +91 4347 233 508, Fax: +91 4347 233 414, E-mail: secretarial@taal.co.in, Website: www.taal.co.in, CIN: L6200TZ1988PLC014460
STATEMENT OF STANDALONE FINANCIAL RESULTS FOR QUARTER AND YEAR ENDED MARCH 31, 2024

Sr.	Particulars		Quarter ended		R in lakh, unless of Year e			
		31-Mar-24	31-Mar-24 31-Dec-23 31-Mar-23			31-Mar-24 31-Mar-23		
Vo.		(Refer Note 3)	(Unaudited)	(Unaudited)	(Audited)	(Audited)		
1	Income			211.				
	(a) Revenue from operations other than trading activities	818.51	745.41	992.54	3,035.20	3,185.71		
	(b) Other income	24.83	5.18	17.79	50.85	139.14		
	Total income	843.34	750.59	1,010.33	3,086.05	3,324.85		
2	Expenses	69.30	47.38	223.32	142.37	284.18		
	(a) Other direct costs			110.85	355.09	352.55		
	(b) Employee benefits expenses	60.74	100.17		47.79	66.29		
	(c) Finance costs	11.55	10.81	12.73	THE RESERVE OF THE PARTY OF THE			
	(d) Depreciation expenses	95.40	94.90	86.16	371.61	296.08		
	(e) Administration and other expenses	240.84	166.83	155.26	618.88	681.87		
	Total expenses (a to f)	477.83	420.09	588.32	1,535.74	1,680.97		
	Due Sta / (Lace) had one assessable and the second days (42)	205.54	220.50	422.01	1,550.31	1,643.88		
3	Profit / (Loss) before exceptional items and tax (1 - 2)	365.51	330.50	422.01	1,550.51	*		
4	Exceptional items		•		•	47.00		
5	Profit / (Loss) before tax (3 - 4)	365.51	330.50	422.01	1,550.31	1,596.88		
6	Income tax expense							
а	Current tax - charge / (adjustment)	442.40	105.02	107 21	487.65	493.33		
	Current tax	112.49	105.92	187.31	Carlos and Market Burners and Carlos			
b	Deferred tax charge	0.66	(21.96)	(39.68)	(46.87)	21.51		
С	Adjustment relating to earlier years	•	(3.62)	(14.08)	(3.62)	(16.64		
6	Total income tax expense (a to c)	113.14	80.34	133.55	437.16	498.18		
7	Profit / (Loss) for the period after tax (5 - 6)	252.36	250.15	288.46	1,113.15	1,098.70		
8	Other Comprehensive Income (OCI), net of tax					22		
	a) Items that will not be reclassified subsequently to profit or loss					• h		
	Net gains/ (losses) on Fair Valuation of Equity Instruments	(30.57)		(10.82)	(30.57)	-1		
	through OCI							
	Income tax effect on Fair Valuation of Equity Instruments	3.18		(10.82)	3.18	- i		
	through OCI							
	Re-measurement gains/ (losses) on defined benefit plans	(5.10)		(10.82)	(5.10)	(10.82		
	Income tax effect	1.48		3.03	1.48	3.03		
	b) 'Items that will be reclassified subsequently to profit or loss			100				
8	Other comprehensive income for the period	(31.01)		(29.43)	(31.01)	(7.79		
9	Total comprehensive income for the period (7 + 8)	221.35	250.15	259.03	1,082.14	1,090.9		
•						,		
10	Paid-up equity share capital (Face value of INR 5/- each)	1,275.03	1,246.54	1,246.54	1,275.03	1,246.5		
	Reserves & Surplus excluding revaluation reserves	11,769.58	9,576.71	9,713.16	11,769.58	9,713.1		
11	Earnings / (Loss) per share (of INR 5/- each) (not annualised):							
	(a) Basic earnings / (loss) per share (INR)	1.00	1.00	1.16	4.45	4.4		
	(b) Diluted earnings / (loss) per share (INR)	1.00	1.00	1.16	4.45	4.4		



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STATEMENT OF STANDALONE ASSETS AND LIABILITIES AS AT MARCH 31, 2024

1100		(INR in lakh, unless	
		STANDA	LONE
S.N.	Particulars	As at March 31, 2024	As at March 31, 2023
		AUDITED	AUDITED
	ASSETS		
1	Non-current assets		
	a. Property, plant and equipment	9,434.01	8,924.5
	b. Capital work-in-progress	8.84	167.6
	c. Investment property	808.02	899.2
	d. Right to Use of Assets	28.07	37.1
	e. Financial assets		
	i. Investments	2,721.98	652.5
	ii. Other Financial assets	76.80	57.6
	f. Other non-current assets	5.26	5.2
		13,082.99	10,744.0
	Total non-current assets	13,002.33	, 20/,
2	Current assets		
	a. Financial assets		500
	i. Trade receivables	845.27	580.4
	ii. Cash and cash equivalents	585.08	849.0
	iii. Bank balances other than cash and cash equivalents	9.88	
	b. Current tax assets (net)	115.18	110.9
	c. Other current assets	104.46	50.:
	Total current assets	1,659.87	1,772.9
	TOTAL ASSETS (1+2)	14,742.86	12,516.9
	EQUITY AND LIABILITIES		
3	Equity	12.4	
-	a. Equity share capital	1,275.03	1,246.9
	b. Other equity	11,769.58	9,713.1
	Total Equity	13,044.60	10,959.7
		MAZERIA LINE CONTRACTOR	Contract November
100	Liabilities	217 53 650 1	
4	Non-current liabilities		
	a. Financial liabilities	346.90	307.
	i. Other financial liabilities	14.95	15.
	b. Provisions	480.43	346.
	c. Deferred tax liabilities (Net) d. Other non-current liabilities	280.80	
	Total non-current liabilities	1,123.08	987.
-			
5	Current liabilities		
	a. Financial liabilities		
	i. Borrowings	120.10	the state of the s
	ii. Trade payables	226.46	
	iii. Other financial liabilities	30.34	
	b. Lease Liabilities		
	c. Other current liabilities	166.58	
	d. Provisions	31.70	
	Total current liabilities	575.18	569
	Total liabilities	1,698.20	1,557
	TOTAL EQUITY AND LIABILITIES (3+4+5)	14,742.80	12,516



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Phone: 04347-233508, Fax: 04347-233414, E-mail: secretarial@taal.co.in, Web: www.taal.co.in, CIN L62200TZ1988PLC014460
STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2024

		s otherwise stated)
	Year ended	Year ended
Particulars	March 31, 2024	March 31, 2023
Cash flow from operating activities	(Audited)	(Audited)
Profit before tax	1,550.30	1,596.88
Adjustments for:	1,550.50	1,330.00
Depreciation expenses	371.61	296.08
Finance costs	3.98	26.16
Gain on sale of property, plant and equipments	(1.59)	(8.37)
Provision for doubtful debts / Bad-debts written off	67.97	(0.37)
사업 보통 그 보다 하는 보다는 경찰 가입을 하는데 하는데 하는데 하는데 하는데 하는데 하는데 보다는데 하는데 보다는데 하는데 하는데 하는데 하는데 하는데 하는데 하는데 하는데 하는데 하		
nterest expenses on Inter-Corporate Deposit	1.00	(45.22)
nterest income	(27.01)	(45.32)
Other Comprehensive Income on defined benefit plans	(3.61)	4 007 43
Operating profit before working capital changes	1,962.65	1,865.43
Decrease) / increase in trade payables, provisions and other liabilities	(5.38)	(104.84)
Decrease / (increase) in trade receivables and other assets	(247.28)	95.49
Cash generated from operations	1,709.99	1,856.07
ncome tax (paid) / refund (Net)	(304.55)	(270.59
Net cash flows generated from operating activities (A)	1,405.44	1,585.48
Cash flow from investing activities		
Payment for property, plant and equipment (including capital work-in-progress)	(622.08)	(356.13
Payment for investments in equity shares	(2,100.00)	
Proceeds from sale/ disposal of property, plant and equipments	1.75	600.00
Interest received	44.19	29.77
Net cash flows (used in)/generated from investing activities (B)	(2,676.14)	273.64
Cash flows from financing activities	20.40	
Issue of Equity Share Capital	28.49	
Premium on issue of Equity Share Capital	1,971.51	10.00
Rent paid	(10.40)	(9.09
Inter-Corporate Deposit taken during the year	75.00	
Repayment of current borrowings (Net)	(75.00)	(300.00
Dividend paid	(977.85)	
Interest paid	(4.98)	
Net cash flows used in financing activities (C)	1,006.77	(1,303.87
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(263.95)	555.25
Cash and cash equivalents at the beginning of the year	849.03	293.78
Cash and cash equivalents at the end of the year	585.08	849.03
Cash and cash equivalents comprise		
Balances with banks		
On current accounts	585.08	504.5
On fixed deposits with maturity of less than 3 months	-	344.4
Cash on hand	0.00	
Total cash and cash equivalents	585.08	



#### Notes to the standalone financial results:

- 1 The above financial results of Taneja Aerospace and Aviation Limited ('the Company') has been prepared in accordance with Indian Accounting Standards Ind AS as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016.
- 2 The Company operates in a single business segment of aerospace and aviation. Accordingly, no further segment disclosures are required.
- 3 The figures of quarter ended March 31, 2024 and March 31, 2023 are balaning figures between audited figures in respect of full financial year and published year to date figures upto third quarter of the relevant financial year.
- 4 Pursuant to the approval granted by the shareholders of the Company through postal ballot on 11th February 2024, the Board of Directors of the Company at their meeting held on 21st February 2024, has allotted 5,69,800 equity shares of Rs. 5/- each at a premium of Rs. 346/- per share for an aggregate amount of Rs. 19,99,99,800/- through preferential allotment to M/s. Asscher Enterprises Limited, Promoter of the Company in accordance with the provisions of Sections 42 & 62 of the Companies Act, 2013 read with the relevant rules made thereunder and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- 5 Pursuant to the approval granted by the Board of Directors, the Company has invested an amount of Rs. 20,00,00,000/- consisting of the amount raised through the aforementioned preferential issue in 23,608 equity shares of Rs. 10/- each of Altair Infrasec Private Limited.
- 6 Previous period/year's figures have been re-grouped/re-classified wherever considered necessary.
- 7 This Statement has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 17, 2024.

For Taneja Aerospace and Aviation Ltd

Rakesh Duda

**Managing Director** 

Date: May 17, 2024

Place: Bangalore

chartered accountants (formerly Khimji Kunverji & Co LLP)

Independent Auditor's report on annual consolidated financial results of Taneja Aerospace and Aviation limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Taneja Aerospace and Aviation limited

#### **Opinion**

- 1. We have audited the accompanying consolidated financial results of Taneja Aerospace and Aviation limited ('the Holding Company' or 'the Company) and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), for the year ended 31 March 2024, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
- 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 reports of other auditors on separate audited financial statements of the subsidiaries, the aforesaid consolidated financial results:
  - 2.1. include the annual financial results of the following entities indicate list of entities included in the consolidation. Also include name of the Holding Company:

Sr. No.	Name of the Entity	Relationship
1	Taneja Aerospace and Aviation Limited	Parent Company
2	Karta Auto Engineering Private Limited	Subsidiary Company

- 2.2. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- 2.3. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS'), and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2024.

#### **Basis for opinion**

3. We conducted our audit in accordance with the Standard on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ('the Act'). Our responsibilities under those SAs 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 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 Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in the 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### Management's responsibilities for the Consolidated Financial Results

4. These consolidated financial results have been prepared on the basis of the consolidated annual 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 consolidated net profit after tax and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant these

2nd Floor, 414, PSR Complex, Opp Vijaya Bank, Govinda Reddy Layout, Arekere MICO Layout Main Road, B G Road, Benead uG 566 T: +91 80 4092 7227 E: info@kkcllp.in W: www.kkcllp.in LLPIN: AAP-2267

chartered accountants (formerly Khimji Kunverji & Co LLP)

issued thereunder and other accounting principles generally accepted in India and in compliance with the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial result that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

- 5. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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.
- 6. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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

- 7. Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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.
- 8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - 8.1. 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.
  - 8.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
  - 8.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - 8.4. 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 Group 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

2nd Floor, 414, PSR Complex, Opp Vijaya Bank, Govinda Reddy Layout, Arekere MICO Layout Main Road, B G Road, Bengal T: +91 80 4092 7227 E: info@kkcllp.in W: www.kkcllp.in LLPIN: AAP-2267

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- 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 to cease to continue as a going concern.
- 8.5. 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.
- 8.6. Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group 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.
- 9. 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 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.
- 10. 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.
- 11. 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.

#### **Other Matters**

- 12. The consolidated financial results includes the audited financial statement of one subsidiary, whose Financial Statements reflect Group's share of total assets of Rs. 649.84 lakhs as at 31 March 2024, Group's share of total revenue of Rs. Nil and Rs. Nil and Group's share of total net loss of Rs. 0.06 lakhs and Rs. 0.06 lakhs for the quarter ended and for the year ended 31 March 2024 respectively, as considered in the consolidated financial results, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements of these entities have been furnished to us and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.
- 13. Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.



2nd Floor, 414, PSR Complex, Opp Vijaya Bank, Govinda Reddy Layout, Arekere MICO Layout Main Road, B G Road, Bengaluru - 560 076, India T: +91 80 4092 7227 E: info@kkcllp.in W: www.kkcllp.in LLPIN: AAP-2267

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14. The consolidated financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

#### For KKC & Associates LLP

Chartered Accountants (formerly Khimji Kunverji & Co LLP) Firm Registration Number: 105146W/W100621

Praveen Kumar Daga

Partner

ICAI Membership No: 143762 UDIN: 24143762BKBPCW8770

Place: Bengaluru Date: 17 May 2024



Regd. office: Belagondapalli Village, Thally Road, Denkanikottal Taluk, Krishnagiri Dist., Belagondapalli - 635114, Tamil Nadu, India
Phone: +91 4347 233 508, Fax: +91 4347 233 414, E-mail: secretarial@taal.co.in, Website: www.taal.co.in, CIN: L62200TZ1988PLC014460
STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR QUARTER AND YEAR ENDED MARCH 31, 2024

Sr.	Particulars	Particulars Quarter ended			(INR in lakh, unless otherwise stated) Year ended		
		31-Mar-24 31-Dec-23 31-Mar-23					
No.		(Refer Note 3)	(Unaudited)	(Unaudited)	(Audited)	(Audited)	
1	Income			7 11 22			
Trans	(a) Revenue from operations other than trading activities	818.51	745.41	992.54	3,035.20	3,185.71	
	(b) Other income	24.83	5.18	17.79	50.85	139.15	
	Total income	843.34	750.59	1,010.33	3,086.05	3,324.86	
2	Expenses (a) Other direct costs	69.30	47.38	223.32	142.37	284.18	
	(b) Employee benefits expenses	60.74	100.17	110.84	355.09	352.55	
		11.55	10.81	12.73	47.79	66.29	
	(c) Finance costs	95.40	94.90	86.15	371.61	296.08	
	(d) Depreciation expenses (e) Administration and other expenses	240.90	166.83	155.37	618.94	681.98	
		de a deserta su car					
	Total expenses (a to f)	477.89	420.09	588.41	1,535.80	1,681.08	
3	Profit / (Loss) before exceptional items and tax (1 - 2)	365.45	330.50	421.92	1,550.25	1,643.78	
4	Exceptional items	· .			•	47.00	
5	Profit / (Loss) before tax (3 - 4)	365.45	330.50	421.92	1,550.25	1,596.7	
	Troney (2003) Detaile tax (5° 4)						
6	Income tax expense					1	
a	Current tax - charge / (adjustment)						
	Current tax	112.49	105.92	187.31	487.65	493.3	
b	Deferred tax charge	0.66	(21.96)	(39.68)	(46.87)	21.5	
c	Adjustment relating to earlier years	(and the	(3.62)	(14.08)	(3.62)	(16.64	
6	Total income tax expense (a to c)	113.14	80.34	133.55	437.16	498.18	
7	Profit / (Loss) for the period after tax (5 - 6)	252.30	250.15	288.38	1,113.09	1,098.6	
8	Other Comprehensive Income (OCI), net of tax a) Items that will not be reclassified subsequently to profit or loss						
	Net gains/ (losses) on Fair Valuation of Equity Instruments	(30.57)		<u>.</u>	(30.57)		
	through OCI						
	Income tax effect on Fair Valuation of Equity Instruments	3.18	•		3.18		
	through OCI			(10.02)	(5.10)	(10.8	
	Re-measurement gains/ (losses) on defined benefit plans	(5.10)		(10.82) 3.03	1.48	3.0	
	Income tax effect on defined benefit plans	1.48	•	3.03	1.40	3.0.	
	b) 'Items that will be reclassified subsequently to profit or loss			•			
8	Other comprehensive income for the period	(31.01)		(7.79)	(31.01)	(7.7	
°	other comprehensive income for the period	A CONTRACTOR OF THE PARTY OF TH			4 000 00	1 000 9	
9	Total comprehensive income for the period (7 + 8)	221.29	250.15	280.59	1,082.08	1,090.8	
10	Paid-up equity share capital (Face value of INR 5/- each)	1,275.03	1,246.54	1,246.54	1,275.03	1,246.5	
	Reserves & Surplus excluding revaluation reserves	11,766.80	9,574.03	9,710.47	11,766.80	9,710.4	
11	Earnings / (Loss) per share (of INR 5/- each) (not annualised):						
7	(a) Basic earnings / (loss) per share (INR)	1.00	1.00		4.45 4.45	4.4	
			1.00	1.16			



Regd. office: Belagondapalli Village, Thally Road, Denkanikottai Taluk, Krishnagiri Dist., Belagondapalli - 635114, Tamil Nadu, India Phone: +91 4347 233 508, Fax: +91 4347 233 414, E-mail: secretarial@taal.co.in, Web: www.taal.co.in, CIN L62200TZ1988PLC014460 STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES AS AT MARCH 31, 2024

		CONSOLIDATED		
S.N.	Particulars	As at March 31, 2024	As at March 31, 2023	
		AUDITED	AUDITED	
	ASSETS			
1	Non-current assets	10.002.25	0.572.0	
	a. Property, plant and equipment		9,573.8	
	b. Capital work-in-progress		167.6	
	c. Investment property		899.2	
	d. Right to Use of Assets	28.07	37.1	
	e. Financial assets	2,000,42		
	i. Investments		57.6	
	ii. Other Financial assets			
	f. Other non-current assets	3.26	5.2	
	Total non-current assets	13,079.78	10,740.8	
2	Current assets			
	a. Financial assets			
	i. Trade receivables		580.4	
	ii. Cash and cash equivalents		849.7	
	iii. Bank balances other than cash and cash equivalents	그렇게 가는데 그 아이들의 얼룩하다면 가는 내려가 되는 것이 되었다고 있다.	182.7	
	b. Current tax assets (net)		110.5	
	c. Other current assets		50.1	
	Total current assets	1,660.37	1,773.6	
	TOTAL ASSETS (1+2)	14,740.15	12,514.5	
	EQUITY AND LIABILITIES			
3	Equity			
3	a. Equity share capital	1,275.03	1,246.5	
	b. Other equity	11,766.80	9,710.4	
	b. Other equity	Particulars	10,957.0	
	Total Equity	13,041.83	10,337.0	
	Liabilities			
4	Non-current liabilities			
	a. Financial liabilities	346.90	307.9	
	i. Other financial liabilities		15.0	
	b. Provisions		346.3	
	c. Deferred tax liabilities (Net)		318.3	
	d. Other non-current liabilities		987.7	
	Total non-current liabilities	2,223.00		
5	Current liabilities			
	a. Financial liabilities	120.10	148.7	
	i. Trade payables		198.0	
	ii. Other financial liabilities		37.4	
	b. Lease Liabilities		163.4	
	c. Other current liabilities		22.1	
	d. Provisions	575 24	569.8	
	Total current liabilities	373.24	303.0	
	Total liabilities	1,698.32	1,557.5	
	Total Liabilities	14 740 15	12,514.5	



Regd Office: Belagondapalli Village, Thally Road, Denkanikottal Taluk, Krishnagiri Dist., Belagondapalli - 635114, Tamil Nadu, India Phone: 04347-233508, Fax: 04347-233414, E-mail: secretarial@taal.co.in, Web: www.taal.co.in, CIN L62200TZ1988PLC014460 STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2024

		s otherwise stated)	
	Year ended	Year ended	
Particulars	March 31, 2024	March 31, 2023	
Cash flow from operating activities	(Audited)	(Audited)	
Profit before tax	1,550.24	1,596.77	
Adjustments for:	2,550.21	1,550.77	
Depreciation expenses	371.61	296.08	
Finance costs	3.98	26.16	
Gain on sale of property, plant and equipments	(1.59)	(8.37)	
Provision for doubtful debts / Bad-debts written off	67.97	(0.57)	
Interest expenses on ICD taken	1.00		
Interest income	(27.01)	(45.22)	
		(45.32)	
Other Comprehensive Income on defined benefit plans	(3.61)	4 007 07	
Operating profit before working capital changes	1,962.59	1,865.32	
Decrease) / increase in trade payables, provisions and other liabilities	(5.55)	(104.73)	
Decrease / (increase) in trade receivables and other assets	(247.28)	95.50	
Cash generated from operations	1,709.76	1,856.09	
ncome tax (paid) / refund (Net)	(304.55)	(270.59	
Net cash flows generated from operating activities (A)	1,405.21	1,585.50	
Cash flow from investing activities	(622.00)	(250.12	
Payment for property, plant and equipment (including capital work-in-progress)	(622.08)	(356.13	
Payment for investments in equity shares	(2,100.00)	500.00	
Proceeds from sale/ disposal of property, plant and equipments	1.75	600.00	
Interest received	44.19	29.76	
Net cash flows (used in)/generated from investing activities (B)	(2,676.14)	273.63	
Cash flows from financing activities			
Issue of Equity Share Capital	28.49		
Premium on issue of Equity Share Capital	1,971.51		
Rent paid	(10.40)	(9.10	
Inter Corporate Deposit taken during the year	75.00		
Repayment of current borrowings (Net)	(75.00)	(300.00	
Dividend paid	(977.85)	(968.62	
Interest paid	(4.98)		
Net cash flows used in financing activities (C)	1,006.77	(1,303.88	
	(204.40)	EFF 25	
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(264.18)	the state of the s	
Cash and cash equivalents at the beginning of the year	849.75	294.50	
Cash and cash equivalents at the end of the year	585.57	849.75	
Cash and cash equivalents comprise			
Balances with banks			
On current accounts	585.57	505.2	
On fixed deposits with maturity of less than 3 months		344.4	
Cash on hand	0.00	0.10	
Total cash and cash equivalents	585.57	849.7	



#### Notes to the consolidated financial results:

- 1 The above financial results of Taneja Aerospace and Aviation Limited ('the Company') has been prepared in accordance with Indian Accounting Standards Ind AS as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016.
- 2 The Company operates in a single business segment of aerospace and aviation. Accordingly, no further segment disclosures are required.
- 3 The figures of quarter ended March 31, 2024 and March 31, 2023 are balaning figures between audited figures in respect of full financial year and published year to date figures upto third quarter of the relevant financial year.
- 4 Pursuant to the approval granted by the shareholders of the Company through postal ballot on 11th February 2024, the Board of Directors of the Company at their meeting held on 21st February 2024, has allotted 5,69,800 equity shares of Rs. 5/- each at a premium of Rs. 346/- per share for an aggregate amount of Rs. 19,99,99,800/- through preferential allotment to M/s. Asscher Enterprises Limited, Promoter of the Company in accordance with the provisions of Sections 42 & 62 of the Companies Act, 2013 read with the relevant rules made thereunder and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- 5 Pursuant to the approval granted by the Board of Directors, the Company has invested an amount of Rs. 20,00,00,000/- consisting of the amount raised through the aforementioned preferential issue in 23,608 equity shares of Rs. 10/- each of Altair Infrasec Private Limited.
- 6 Previous period/year's figures have been re-grouped/re-classified wherever considered necessary.
- 7 This Statement has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 17, 2024.

For Taneja Aerospace and Aviation Ltd

Rakesh Duda

**Managing Director** 

Place: Bangalore

Date: May 17, 2024

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