

05<sup>th</sup> December, 2023

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

**Security ID: MODULEX**

**Scrip Code: 504273**

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on Tuesday, 05<sup>th</sup> December, 2023**

In reference to the earlier communication dated 28<sup>th</sup> November, 2023 and pursuant to the provisions of Regulation 30 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held on Tuesday, i.e. 05<sup>th</sup> December, 2023, through video conferencing has inter-alia considered and approved the following business items:

1. Un-audited Standalone and Consolidated Financial Results of the Company for the quarter and half year ended 30<sup>th</sup> September, 2023 with the Limited review reports issued by the statutory auditors thereon.

The meeting of the Board of Directors of the Company commenced at 01.00 P.M. and concluded at 01.11 P.M.

You are requested to kindly take the same on records.

Yours faithfully,

For Modulex Construction Technologies Limited

Bhoomi Mewada  
Company Secretary and Compliance Officer

Encl: As above

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

**Statement of Unaudited Standalone Financial Results for the Quarter and Half Year ended September 30, 2023**

(Rupees in Lakhs)

Sr. No.	Particulars	Standalone Financial Results					
		Quarter Ended			Half Year Ended		Year Ended
		September 30, 2023 (Unaudited)	June 30, 2023 (Unaudited)	September 30, 2022 (Unaudited)	September 30, 2023 (Unaudited)	September 30, 2022 (Unaudited)	March 31, 2023 (Audited) Refer Note 10
I	<b>Income</b>						
	Revenue from operations						
	Other income	4.27	5.61	11.61	9.88	13.98	20.12
	<b>Total income</b>	<b>4.27</b>	<b>5.61</b>	<b>11.61</b>	<b>9.88</b>	<b>13.98</b>	<b>20.12</b>
II	<b>Expenses</b>						
	Employee benefits expense	3.11	3.11	8.09	6.21	11.17	17.34
	Finance costs	15.08	14.32	12.01	29.40	23.48	50.59
	Depreciation and amortisation expenses	-	-	0.01	-	0.01	0.02
	Other expenses	3.87	3.35	17.17	7.22	43.15	68.65
	Legal and Professional Expenses	18.75	20.03	4.14	38.78	5.40	40.37
	<b>Total expenses</b>	<b>40.81</b>	<b>40.81</b>	<b>41.42</b>	<b>81.62</b>	<b>83.21</b>	<b>176.97</b>
III	<b>Profit / (Loss) before tax (I-II)</b>	<b>(36.55)</b>	<b>(35.20)</b>	<b>(29.81)</b>	<b>(71.74)</b>	<b>(69.23)</b>	<b>(156.85)</b>
IV	<b>Tax expenses</b>						
	Current Tax	-	-	-	-	-	-
	Deferred Tax	-	-	-	-	-	-
	Short / (Excess) Tax provision of earlier years *	-	-	-	-	0.00	0.00
V	<b>Profit / (Loss) after tax (III-IV)</b>	<b>(36.55)</b>	<b>(35.20)</b>	<b>(29.81)</b>	<b>(71.74)</b>	<b>(69.23)</b>	<b>(156.86)</b>
VI	<b>Other comprehensive income / (loss)</b>						
	<b>Items that will not be reclassified to profit or loss</b>	-	-	-	-	-	-
	<b>Items that will be reclassified to profit or loss</b>	-	-	-	-	-	-
	<b>Total comprehensive profit/(loss) net of tax (V+VI)</b>	<b>(36.55)</b>	<b>(35.20)</b>	<b>(29.81)</b>	<b>(71.74)</b>	<b>(69.23)</b>	<b>(156.86)</b>
VII	Paid-up equity share capital (face value of Rs. 10/- each)	6920.18	6920.18	5130.30	6920.18	5130.30	5130.30
VIII	Other Equity (excluding Revaluation Reserves)						27886.60
IX	<b>Earnings per share (EPS) (not annualised)</b>						
	(a) Basic (in Rs.)	(0.05)	(0.05)	(0.06)	(0.10)	(0.13)	(0.31)
	(b) Diluted (in Rs.)	(0.05)	(0.05)	(0.06)	(0.10)	(0.13)	(0.31)

- NOTES:**
- The above financial results have been reviewed and it is recommended by the Audit Committee of the Board which is approved by the Board of Directors at their meeting held on 05th December 2023. The statutory auditors have carried out the review of these results.
  - The above results have been prepared in accordance with the Indian Accounting Standards ("Ind-AS") as notified in the Companies (Indian Accounting Standards) Rules 2015 (as amended), specified under section 133 of the Companies Act, 2013.
  - There are no reportable segments under Ind AS-108 'Operating Segments' as all the activities relate to only one segment i.e. civil construction. Further the management of the Company is also reviewing the results / operations of the Company as single segment i.e. civil construction.
  - The fair value of investments in the subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) carried out by the two independent valuers during the period is sufficient to cover the cost of investments. The valuers have also considered the effect of the slow progress of the project (including temporary suspension of the project) by the subsidiary company. Considering the management outlook for improvement in the performance of the subsidiary company (MMBPL) in the long run and in the opinion of management, no impairment is required for investment value in the Subsidiary Company (MMBPL) since it is committed to complete the construction of the project.
  - In the opinion of the management, the Company is not required to obtain registration as Non-Banking Financial Company (NBFC) as it is neither carrying on any financial activities and nor proposing to carrying on financial activities as principal business in future and revenue of the Company is mainly affected due to delay in implementing the project by the subsidiary company. Further, the Company is taking necessary steps to generate revenue from non-financial assets. This is also confirmed by the consultant of the Company.
  - In the FY 2021-22, the Company had received a whistleblower complaint from one of the person (hereinafter referred to as "the complainant"). The Complainant was an independent director of the Company till 6th March 2023 (Refer Note 8). The Complaint was filed with respect to the conduct of the board meeting held for approval of the right issue of equity shares. Based on the complaint, said matter was raised by the statutory auditor to the audit committee and the statutory auditor had also submitted its report to the Central Government in Form No ADT 4 as per the requirement of the Companies (Audit and Auditor) Rules, 2014. The Company had appointed an independent third party to investigate the complaint. Based on the investigation report submitted by the third party which was also approved by the audit committee in a meeting held on 2nd September 2022, allegations made in the said whistleblower complaint were found baseless.  
  
Further, in the FY 2022-23, the Company had received an additional 2 whistleblower complaints from the above complainant. The Audit Committee has rebutted the allegation levelled by the Complainant and had suggested to take the appropriate legal action against the complainant by referring these entire matters to the board of directors for further actions. The board of directors is exploring the best feasible option to close the matter.
  - In the previous year, the board of directors in its meeting held on 9th November, 2022 approved for issue and allotment of not more than 1,81,05,576 equity shares of the Company on a preferential basis via swap against the equity shares of Give Vinduet Windows and Doors Private Limited in the ratio of 1:1.345. Further, shareholders have given approval for the issue of 1,78,98,746 equity shares on a preferential basis via a swap ratio of 1:1.353 through a postal ballot which commenced on 14th November 2022 and ended on 13th December 2022. In the current year, final in principle approval is received from the Bombay Stock Exchange is received for 1,78,98,746 equity shares of Rs 10 each to be issued at a price not less than Rs 13.53 to the persons other than cash on the preferential basis pursuant to share swap basis. As a result, with effect from 13th May 2023, Give Vinduet Windows and Doors Private Limited has become a subsidiary company.

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

**Statement of Unaudited Standalone Financial Results for the Quarter and Half Year ended September 30, 2023**

- 8 One of the independent director of the Company as mentioned in Note 6 had resigned w.e.f. 7th March 2023 and he had levelled certain allegations against the Company / certain employees & directors of the Company. Based on the said letter, the Company had received an email from the Bombay Stock Exchange to submit its reply. The Company had rebutted the allegation levelled by the said independent director. The Company had replied to the email received from the Bombay Stock Exchange and also uploaded it on the website of the stock exchange.
- 9 The Company has incurred a net loss in the current period and in the earlier years. The Company's current assets are insufficient to meet its current liabilities. The Company is implementing the project at Pune through its subsidiary company (Modulex Modular Buildings Private Limited) and the progress of the project is slow considering the various factors (including the temporary suspension of the project). There is material uncertainty related to the aforementioned conditions that may cast significant doubt on the Company continuing as a going concern. The management is expecting an improvement in the performance of the Company in the long run and the management is also committed to complete the project at Pune through its subsidiary company. Considering these and considering that the promoters are committed to give financial support as and when required by the Company and in the opinion of management, the unaudited standalone financial results are prepared on the going concern basis.
- 10 The figures of the previous period(s) have been regrouped / reclassified wherever necessary.

For and on behalf of the Board of Directors of  
Modulex Construction Technologies Limited

**AJAY**  
**SHRIDHAR**  
**PALEKAR**

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AJAY SHRIDHAR  
PALEKAR  
Date: 2023.12.05  
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Place: Pune  
Date: 05th December 2023

Ajay Palekar  
Managing Director  
DIN:02708940

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

Unaudited Standalone Statement of Assets and Liabilities as at September 30, 2023

(Rupees in Lakhs)

Sr. No.	Particulars	As at	As at
		September 30, 2023	March 31, 2023
		(Unaudited)	(Audited)
I	<b>ASSETS</b>		
	<b>Non-current assets</b>		
	Property, plant and equipment	0.01	0.01
	<u>Financial assets:</u>		
	Investments	36047.24	33618.87
	Deferred tax assets (net)	-	-
	Other non-current assets	47.71	36.39
		<b>36094.96</b>	<b>33655.27</b>
	<b>Current assets</b>		
	<u>Financial assets:</u>		
	Cash and cash equivalents	0.22	0.20
	Bank balances other than cash & cash equivalents	-	-
	Other financial assets	6.08	2.03
	Other current assets	5.36	1.01
		<b>11.66</b>	<b>3.24</b>
	<b>Total</b>	<b>36106.62</b>	<b>33658.51</b>
II	<b>EQUITY AND LIABILITIES</b>		
	<b>Equity</b>		
	Share capital	6920.18	5130.30
	Other equity	28442.65	27886.60
		<b>35362.83</b>	<b>33016.90</b>
	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	<u>Financial liabilities:</u>		
	Borrowings	22.20	22.20
	Other non current financial liabilities	-	-
		<b>22.20</b>	<b>22.20</b>
	<b>Current Liabilities</b>		
	<u>Financial liabilities:</u>		
	Borrowings	466.77	427.72
	Trade payables		
	Payable to micro enterprises and small enterprises	5.07	6.93
	Payable to others	66.53	31.82
	Other current financial liabilities	137.45	110.99
	Other current liabilities	45.78	41.95
		<b>721.59</b>	<b>619.40</b>
	<b>Total</b>	<b>36106.62</b>	<b>33658.51</b>

For and on behalf of the Board of Directors of  
Modulex Construction Technologies Limited

**AJAY  
SHRIDHAR  
PALEKAR**

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AJAY SHRIDHAR  
PALEKAR  
Date: 2023.12.05  
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Ajay Palekar  
Managing Director  
DIN:02708940

Place: Pune  
Date: 05th December 2023

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

Statement of Unaudited Standalone Cash Flow for the Half year ended September 30, 2023

(Rupees in Lakhs)

Sr. No.	Particulars	Half Year Ended	
		September 30, 2023	September 30, 2022
		(Audited)	(Audited)
<b>A)</b>	<b>Cash Flow from Operating Activities :</b>		
	Net (Loss) before tax	(71.74)	(69.23)
	<u>Adjustments for Non-Cash and Non-Operating Items :</u>		
	Interest Received on Fixed Deposit and debentures	(4.50)	(4.73)
	Depreciation	-	0.01
	Loss on financial instruments at fair value through profit and loss	(2.64)	15.96
	Liabilities no longer required written back	-	(9.25)
	Finance Cost	29.40	23.48
	Other Income	(2.74)	(0.00)
		-	-
	<b>Operating Profit before Working Capital Charges</b>	<b>(52.22)</b>	<b>(43.76)</b>
	<b>Adjustment for:</b>		
	(Increase) / Decrease in current and non current assets	(19.72)	(2.86)
	Increase / (Decrease) in current and non current liabilities	63.14	11.21
	<b>Cash generated from Operations</b>	<b>(8.80)</b>	<b>(35.41)</b>
	Income Tax paid (Net of Refund)	-	(1.87)
	<b>Net Cash Flow (used in) Operating Activities</b>	<b>(8.80)</b>	<b>(37.28)</b>
		<b>(A)</b>	
<b>B)</b>	<b>Cash Flow from Investing Activities:</b>		
	Interest Received on Fixed Deposit and debentures	4.50	4.72
	Interest Received on Compulsory Convertible Debenture	-	-
	Maturity Proceeds from Fixed Deposits	-	-
	Investment in 15% Compulsory Convertible Debentures	-	-
	Investment in Subsidiary	(2425.73)	-
	<b>Net Cash (used in) / generated from Investing Activities</b>	<b>(2421.23)</b>	<b>4.72</b>
		<b>(B)</b>	
<b>C)</b>	<b>Cash Flow from Financing Activities:</b>		
	Unsecured Loan Taken	39.05	51.50
	Repayment of unsecured loan from subsidiary	-	-
	Interest Paid	(29.40)	-
	Transaction cost for increase in authorised share capital	(4.04)	(19.00)
	Repayment of Loan from related Party	-	-
	Issue of share Capital (Including Security Premium)	2421.70	-
	Financial Guarantee	2.74	-
	<b>Net Cash generated from financing Activities</b>	<b>2430.05</b>	<b>32.50</b>
		<b>(C)</b>	
	<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>0.02</b>	<b>(0.06)</b>
	<b>Reconciliation of Cash and Cash Equivalents with the Balance Sheet</b>		
	<b>Opening Balance</b>	0.20	0.73
	<b>Closing Balance</b>	0.22	0.67
	<b>Net Increase/ (Decrease) in cash and cash equivalents</b>	<b>0.02</b>	<b>(0.06)</b>

For and on behalf of the Board of Directors of  
Modulex Construction Technologies Limited

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**AJAY SHRIDHAR PALEKAR**  
Date: 2023.12.05  
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**Ajay Palekar**  
Managing Director  
DIN:02708940

Place: Pune  
Date: 05th December 2023

# DHADDA & ASSOCIATES

CHARTERED ACCOUNTANTS

## Independent Auditor's Limited Review Report

Limited Review Report on unaudited Standalone financial results of MODULEX CONSTRUCTION TECHNOLOGIES LIMITED for quarterly and half year ended September 30, 2023 Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To the Board of Directors of MODULEX CONSTRUCTION TECHNOLOGIES LIMITED

1. We have reviewed the accompanying statement of standalone Unaudited Financial Results of Modulex Construction Technologies Limited ("the Company") for the quarter and half year ended September 30, 2023 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulation") as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ("the Circular").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 ("the Act") as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in the audit. Accordingly, we do not express an audit opinion.

4. **Material uncertainty related to Going Concern**

We draw attention to Note No. 9 in the statement which states that the Company has incurred a net loss in the current period and in the earlier years. The Company's current assets are not sufficient to meet its current liabilities. The Company is implementing the project at Pune through its subsidiary company (Modulex Modular Buildings Private Limited) and the progress of the project is slow considering the various factors (including the temporary suspension of the project). There is material uncertainty related to the aforementioned conditions read with point (a) of the Emphasis of Matters paragraph of the limited review report that may cast significant doubt on the Company continuing as a going concern. Further, we are informed that

H.O.-Flat No. 7/8, Bheru Mansion, Gandhi Bazar, Bengaluru, Karnataka - 560004  
B.O.-G-1, 635-636, Surya Nagar, Gopalpura Bypass, Jaipur, Rajasthan- 302019



# DHADDA & ASSOCIATES

CHARTERED ACCOUNTANTS

the promoters/shareholders are committed to give financial support as and when required by the Company, the management expects an improvement in the performance of the Company in the long run and the management is also committed to complete the project at Pune through the subsidiary company. Considering this, in the opinion of management, the statement is prepared on a going concern basis.

Considering this, in the opinion of management, the Statement are prepared on a going concern basis. Our conclusion is not modified with respect to this matter. This matter was also reported in the independent auditor's report of the previous financial year by the predecessor auditor. Their conclusion was not modified in respect of this matter in the previous financial year ended / quarter ended March 31, 2023.

## 5. **Emphasis of Matter Paragraph**

Without qualifying our opinion, attention is invited to the following:

- a) The total of current liabilities of INR 721.59 lakhs exceeds the total of current assets of INR 11.66 lakhs as at September 30, 2023. Also, the company has incurred a net loss in the current period amount to INR (36.55) lakhs and negative retained earnings amount to INR (560.94) lakhs including the earlier years. This condition would raise substantial doubt about the company's ability to continue its operation for the foreseeable future. The Company's ability to continue as a going concern is dependent upon its ability to generate sufficient level of positive cash flows from its future operations and continued financial support of the company. Our conclusion is not modified with respect to this matter.
- b) The Company has not deposited the tax deducted at source (TDS) amount of INR 33.48 lakhs (including provision for interest on TDS of INR 7.71 lakhs) payable to the income tax department. The Company has made provision for interest liability arising due to the delay in depositing TDS. Our conclusion is not modified with respect of the above matters.
- c) The company has shown TDS receivable amount of INR 3.17 lakhs as of review date. However, there is uncertainty regarding the recoverability of this amount since the same has not been deposited by the deductor and therefore, it is not reflected in 26AS statement of the company. Our conclusion is not modified with respect of the above matters.
- d) As stated in Note 4 of the Statement, the Company has carried out the fair value of investment in the subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) from the two valuers during the period ended September 30, 2023 that is sufficient to cover the cost of investments. Considering the same and the management outlook for improvement in the performance of the Subsidiary Company (MMBPL) in the long run, in the opinion of management, no impairment is required for investment value in the Subsidiary Company (MMBPL), as the management is committed to complete the construction of the project. We have relied on the information & explanation given by the management. Our conclusion is not modified with respect of the above matters.

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e) As stated in Note 6 of the Statement, in the financial year 2021-22, the Company has received a whistleblower complaint from one of the person (hereinafter referred to as "the complainant"). The Complainant was an independent director of the Company till March 06, 2023. The Complaint was filed with respect to the conduct of the board meeting held for approval of the right issue of equity shares. Based on the complaint, the said matter was raised by us to the audit committee, and we had also submitted its report to the Central Government in Form No ADT 4 as per the requirement of the Companies (Audit and Auditor) Rules, 2014. The Company had appointed an independent third party to investigate the complaint. Based on the investigation report submitted by the third party which was also approved by the audit committee in a meeting held on September 02, 2022, allegations made in the said whistleblower complaint were found baseless.

Further, in the previous year 2022-23, the Company had received an additional two whistleblower complaints from the above complainant. The Audit Committee has rebutted the allegation levelled by the Complainant and suggested to take the appropriate legal action against the complainant by referring these entire matters to the board of directors for further actions. The board of directors is exploring the best feasible option to close the matter. Our conclusion is not modified with respect to the above matters.

f) Reference is invited to Note 5 of the Statement that the Company is not required to obtain registration as a Non-Banking Financial Company (NBFC) as it is neither carrying on any financial activities nor proposing to carry any financial activities as a principal business in future as the revenue generation is mainly affected due to delay in implementing the project by the subsidiary company. However, the Company is taking necessary steps to generate revenue from non-financial assets. This was also confirmed by the consultant of the Company. Our conclusion is not modified with respect to the above matters.

g) As stated in Note 8 of the Statement, one of the independent director of the Company had resigned w.e.f. March 07, 2023 and he had levelled certain allegations against the Company/certain employees & directors of the Company. Based on the said letter, the Company had received an email from the Bombay Stock Exchange to submit its reply. The Company had rebutted the allegation levelled by the said independent director. The Company had replied to the email received from the Bombay Stock Exchange and also uploaded it on the website of the stock exchange. Our conclusion is not modified with respect to the above matters.

6. Based on our review conducted as stated in para 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement is not prepared and presented, in all material respects, in accordance with the principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Act, as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies.

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# DHADDA & ASSOCIATES

CHARTERED ACCOUNTANTS

7. The comparative Ind AS financial information of the Company for the quarter ended June 30, 2023, corresponding quarter and period ended September 30, 2022, included in these unaudited standalone financial results, were reviewed by the predecessor auditor who expressed an unmodified conclusion vide their report dated November 08, 2023, and March 18, 2023, respectively and the Ind AS financial statements of the Company for the year ended March 31, 2023, were audited by predecessor auditor who expressed an unmodified opinion on those financial statements on May 30, 2023.

**For & On Behalf of**  
**DHADDA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
Firm Registration No: 013807S

HARSHA Digitally signed by  
HARSHA RAMNANI  
RAMNANI Date: 2023.12.05  
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**HARSHA RAMNANI**  
PARTNER  
Membership No: 411766  
UDIN: 23411766BGVXSS5409



Place: Jaipur  
Date: December 05, 2023

H.O.-Flat No. 7/8, Bheru Mansion, Gandhi Bazar, Bengaluru, Karnataka - 560004  
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**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

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**Statement of Unaudited Consolidated Financial Results for the Quarter And Half Year ended September 30, 2023**

(Rupees in Lakhs)

Sr. No.	Particulars	Consolidated Financial Results					
		Quarter Ended			Half Year Ended		Year Ended
		September 30, 2023 (Unaudited)	June 30, 2023 (Unaudited)	September 30, 2022 (Unaudited)	September 30, 2023 (Unaudited)	September 30, 2022 (Unaudited)	March 31, 2023 (Audited) Refer Note 19
I	<b>Income from operations</b>						
	Income from operations	-	-	-			-
	Other income	14.75	2.64	12.71	17.39	16.15	29.59
	<b>Total income from operations</b>	<b>14.75</b>	<b>2.64</b>	<b>12.71</b>	<b>17.39</b>	<b>16.15</b>	<b>29.59</b>
II	<b>Expenses</b>						
	Employee benefits expense	49.91	49.28	71.45	99.19	136.86	242.14
	Finance costs	41.67	54.13	72.09	95.80	141.48	284.72
	Depreciation and amortisation expenses	2.33	2.24	2.46	4.57	4.92	9.84
	Other expenses	34.71	48.67	49.62	83.38	114.58	201.52
	Legal and Professional Expenses	39.75	132.49	187.51	172.24	191.32	281.84
	<b>Total expenses</b>	<b>168.38</b>	<b>286.80</b>	<b>383.12</b>	<b>455.18</b>	<b>589.15</b>	<b>1,020.06</b>
III	<b>(Loss) before share in (Loss) of Associate, exceptional item and tax (I-II)</b>	<b>(153.63)</b>	<b>(284.16)</b>	<b>(370.42)</b>	<b>(437.79)</b>	<b>(573.00)</b>	<b>(990.47)</b>
IV	Share in (Loss) of Associate			(0.55)		(1.79)	(1.79)
V	<b>(Loss) before exceptional items and tax (III-IV)</b>	<b>(153.63)</b>	<b>(284.16)</b>	<b>(370.96)</b>	<b>(437.79)</b>	<b>(574.79)</b>	<b>(992.26)</b>
VI	Exceptional item (Refer Note 14)			13.25		88.34	88.34
VII	<b>(Loss) before tax (V-VI)</b>	<b>(153.63)</b>	<b>(284.16)</b>	<b>(357.71)</b>	<b>(437.79)</b>	<b>(486.44)</b>	<b>(903.91)</b>
VIII	<b>Tax expenses</b>						
	Current tax	-	-	-	-	-	-
	Deferred tax	-	-	-	-	-	-
	Short / (Excess) Tax provision of earlier years	-	-	-	-	0.30	0.30
IX	<b>Profit / (Loss) after tax (III-IV)</b>	<b>(153.63)</b>	<b>(284.16)</b>	<b>(357.71)</b>	<b>(437.79)</b>	<b>(486.75)</b>	<b>(904.22)</b>
X	<b>Other comprehensive income / (loss) net of tax</b>						
	<b>Items that will not be reclassified to profit or loss</b>						
	Share in other comprehensive loss of Associate		-	1.29		11.46	11.46
	Remeasurement of the defined benefit plans (Net)	-	-	-	-	-	(7.27)
	<b>Items that will be reclassified to profit or loss</b>	-	-	-	-	-	-
XI	<b>Total comprehensive profit/(loss) net of tax (V+VI)</b>	<b>(153.63)</b>	<b>(284.16)</b>	<b>(356.43)</b>	<b>(437.79)</b>	<b>(498.21)</b>	<b>(908.41)</b>
	<b>Profit / (Loss) for the period attributable to:</b>						
	Owners of the Group	(166.86)	(284.50)	(357.70)	(451.36)	(486.74)	(902.98)
	Non-Controlling Interests	13.23	0.34	(0.01)	13.58	(0.01)	(1.24)
	<b>Other Comprehensive Income for the period attributable to :</b>						
	Owners of the Group	-	-	1.29	-	(11.46)	(4.20)
	Non-Controlling Interests *	-	-	0.00	-	(0.00)	0.01
	<b>Total Comprehensive Income for the period attributable to :</b>						
	Owners of the Group	(166.86)	(284.50)	(356.42)	(451.36)	(498.20)	(907.18)
	Non-Controlling interests	13.23	0.34	(0.01)	13.58	(0.01)	(1.23)
XII	Paid-up equity share capital (face value of Rs. 10/- each)	<b>6920.18</b>	<b>6920.18</b>	<b>5130.30</b>	<b>6920.18</b>	<b>5130.30</b>	<b>5,130.30</b>
XIII	Other Equity (excluding Revaluation Reserves)		-				<b>20,801.86</b>
XIV	<b>Earnings per share (EPS) (not annualised)</b>						
	(a) Basic (in Rs.)	<b>(0.24)</b>	<b>(0.47)</b>	<b>(0.70)</b>	<b>(0.71)</b>	<b>(0.95)</b>	<b>(1.76)</b>
	(b) Diluted (in Rs.)	<b>(0.24)</b>	<b>(0.47)</b>	<b>(0.70)</b>	<b>(0.71)</b>	<b>(0.95)</b>	<b>(1.76)</b>

\* Figures are below thousands.

**NOTES:**

- The unaudited consolidated financial results have been reviewed as well as recommended by the Audit Committee of the Board which is approved by the Board of Directors at their meeting held on 05th December 2023. The statutory auditors have carried out the review of these results.
- The above results have been prepared in accordance with the Indian Accounting Standards ("Ind-AS") as notified in the Companies (Indian Accounting Standards) Rules 2015 (as amended), specified under section 133 of the Companies Act, 2013.
- In the FY 2021-22, the Holding Company had received a whistleblower complaint from one of the person (hereinafter referred to as "the complainant"). The Complainant was an independent director of the Holding Company till 6th March 2023 (Refer Note 15). The Complaint was filed with respect to the conduct of the board meeting held for approval of the right issue of equity shares. Based on the complaint, said matter was raised by the predecessor statutory auditor to the audit committee and they had also submitted its report to the Central Government in Form No ADT 4 as per the requirement of the Companies (Audit and Auditor) Rules, 2014. The Holding Company had appointed an independent third party to investigate the complaint. Based on the investigation report submitted by the third party which was also approved by the audit committee in a meeting held on 2nd September 2022, allegations made in the said whistleblower complaint were found baseless.  
  
Further, in the FY 2022-23, the Holding Company had received an additional 2 whistleblower complaints from the above complainant. The Audit Committee has rebutted the allegation levelled by the Complainant and had suggested to take the appropriate legal action against the complainant by referring these entire matters to the board of directors for further actions. The board of directors is exploring the best feasible option to close the matter.
- The Holding Company is not required to obtain registration as a Non-Banking Financial Company (NBFC) as it is neither carrying on any financial activities nor proposing to carry on the financial activities as a principal business in the future. Further, the revenue of the Holding Company is affected mainly due to the delay in implementing the project by the Subsidiary [Modulex Modular Buildings Private Limited (MMBPL)]. However, it is taking necessary steps to generate revenue from non-financial assets. This opinion is also confirmed by the consultant of the Holding Company and the statutory auditor has relied upon this opinion.  
  
Further, in respect of one of the subsidiary (Give Vinduet Windows and Doors Private Limited), in the opinion of the management of the said subsidiary company & based on opinion taken from an independent external consultant, the subsidiary company is not required to obtain registration as Non-Banking Financial Company (NBFC) as it is neither carrying on any financial activities and nor proposing to carrying on financial activities as principal business in future and revenue of the subsidiary Company is mainly affected due to delay in implementing the project / manufacturing facility. Further, the subsidiary company is taking necessary steps to generate revenue from non-financial assets.
- In respect of the subsidiary company (MMBPL), due to multiple factors including delays in raising the resources from the banks and other regulatory issues resulted in the temporary suspension of construction activity at the project site at Indapur, Pune [which is taken on lease from MIDC (Maharashtra Industrial Development Corporation)].  
  
The subsidiary company is in discussion with a consortium consisting of two member banks for funding the project to the extent of Rs. 8,500 lakhs. The subsidiary company had received sanction letters from two Banks in previous year dated 1st December 2022 and on 13 September 2023, the subsidiary company has received the letter for extending terms of sanction from one bank and is in process of getting extension letter from other bank. The management is expecting the disbursement of the loan on the fulfillment of certain terms and conditions.  
  
Considering the continued delay in the construction of the project, the subsidiary company has continued to incur losses in the current period and in the earlier years and current liabilities are greater than current assets. The management is committed to complete the construction of the factory complex and promoters/ shareholders are committed to provide the necessary funds to the subsidiary company as and when required. The management is expecting trial production and commercial production to be commenced in FY 2024-25.

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

**Statement of Unaudited Consolidated Financial Results for the Quarter And Half Year ended September 30, 2023**

Further, the subsidiary company received a letter dated 12th August, 2020 from MIDC asking the subsidiary company to vacate the above project site due to a delay in construction of the work / delay in payment of premium charges. The subsidiary company vide letter dated 13th August, 2020 had replied to the said notice and requested more time to make payment of outstanding premium charges. Further, the subsidiary company vide letter dated 24th September, 2021 has requested an extension of time for construction work for additional re-allotment fees of Rs. 810 lakhs. The subsidiary company is confident of receipt of the extension letter from MIDC for the construction of work. The outcome of additional liability payable to MIDC (including interest for delay in payment of premium, if any) would be determined based on the decision of MIDC and pending this decision, additional liability has been considered as contingent liabilities by the subsidiary company for the quarter ended 30th September 2023 (this was disclosed under contingent liabilities in the consolidated financial statements for the year ended 31st March, 2023 also). As a result, no impact has been given in the consolidated financial results for the quarter ended 30th September, 2023.

Considering the commitment from the shareholders/promoters to continue to infuse funds for the execution of the project, the management's expectation for receipt of an extension letter from MIDC for construction work as well as the future business prospects of the subsidiary company including valuation reports obtained by the subsidiary company from two valuers dated 26th October 2023 and 31st October 2023, in the opinion of the management there is no impairment of property, plant and equipment and capital work in progress as on date and further, the management has prepared the consolidated financial results on going concern basis.

6 In respect of the subsidiary company (MMBPL), one of the non-executive director was brought into the board of the said subsidiary company on the mutual understanding that fees will be accrued and paid out on achieving financial closure of the project. However, in FY 21-22, the said director had demanded entire fees of Rs. 96.33 lakhs even though financial closure of the project was not achieved. The subsidiary company had not agreed to the said demand. However, the subsidiary company had paid Rs. 47.18 lakhs as expended goodwill in FY 22-23 and the balance amount of Rs. 49.15 lakhs was treated as contingent liabilities. Further, the additional claim of Rs. 12 lakhs pertaining to FY 22-23 is also treated as contingent liabilities. These entire contingent liabilities are disclosed in the audited consolidated financial statements for the year ended 31st March 2023 pending outcome of final dispute / settlement.

The additional liability of Rs. 1 lakhs during the quarter along with above mentioned liabilities are treated as contingent liabilities by the subsidiary company as the financial closure of the project is still not achieved as on 30th September 2023. As a result, no impact has been given in the consolidated financial results for the quarter ended 30th September 2023.

7 The Subsidiary Company (MMBPL) has accounted the managerial remuneration of Rs. 132.50 lakhs in the previous year 2022-23. As per Section 197 of the Companies Act 2013, there is an excess managerial remuneration aggregating to Rs 57.18 lakhs pertaining to the previous year 2022-23 which has been booked in the subsidiary company's books of account. However, the subsidiary company has actually paid Rs. Rs 80.13 lakhs for the FY 2022-23. The approval for excess managerial remuneration by the Board of directors and shareholders was short by Rs. 2.69 lakhs till previous year and the same is approved by the board of directors and shareholders of subsidiary company subsequent to quarter ended 30th September 2023 (which is within the time limit prescribed under the Companies Act, 2013).

8 There are no reportable segments under Ind AS-108 'Operating Segments' as all the activities relate to only one segment i.e. civil construction. Further the Group is also reviewing the results / operations as single segment i.e. civil construction.

9 In the previous year, the board of directors of the holding company in its meeting held on 9th November, 2022 approved for issue and allotment of not more than 1,81,05,576 equity shares of the holding company on a preferential basis via swap against the equity shares of Give Vinduet Windows and Doors Private Limited in the ratio of 1:1.345. Further, shareholders have given approval for the issue of 1,78,98,746 equity shares on a preferential basis via a swap ratio of 1:1.353 through a postal ballot which commenced on 14th November 2022 and ended on 13th December 2022. In the current year, final in principle approval is received from the Bombay Stock Exchange is received for 1,78,98,746 equity shares of Rs 10 each to be issued at a price not less than Rs 13.53 to the persons other than cash on the preferential basis pursuant to share swap basis. As a result, with effect from 13th May 2023, Give Vinduet Windows and Doors Private Limited has become a subsidiary company and hence, the figures of the current quarter are not comparable with previous /earlier quarters presented in above results.

10 The board of directors in its meeting dated 18th January, 2022 had approved for sale of entire investments in Redribbon Advisory Services Private Limited (RRASPL) (subsidiary company) in one or more tranches at face value i.e. for aggregate consideration of Rs. 415.76 lakhs. In the FY 2021-22, the Company had sold 12,50,000 equity shares for an aggregate consideration of Rs. 125 lakhs and in FY 2022-23, the Company further sold 2,907,600 equity shares for an aggregate consideration of Rs. 290.76 lakhs. Due to this transaction, RRASPL ceases to be subsidiary company and had become an associate company in quarter ended 30th June 2022. Further, RRASPL ceases to be associate company in quarter ended 30th September 2022. Accordingly, the gain due to loss of control (i.e. ceases to be subsidiary / associate) aggregating to Rs. 88.34 lakhs is recognised as an exceptional item in the result for the year ended 31st March 2023.

11 The fair value of investments in the subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) carried out by the two independent valuers as on 30th June 2023 is sufficient to cover goodwill of Rs. 25,731.19 lakhs arising due to investment in the said subsidiary company. The valuers have also considered effect of the slow progress of project (including temporary suspension of project) by subsidiary company. Considering the management outlook for improvement in the performance of the Subsidiary Company (MMBPL) in the long run and in the opinion of management, no impairment is required for goodwill, since it is committed to complete the construction of the project.

12 In the current quarter, the subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) has issued and allotted 59,395 equity shares for aggregate consideration of Rs. 33 lakhs on a private placement basis to the Company in which the director is having control.

13 In the quarter ended 30th September 2023, the board of directors and shareholders of a subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) have approved the conversion of the unsecured loan including interest on the loan (taken from the Company in which the Director is having control) aggregating to Rs 2,546.39 lakhs into equity share capital by issuing 45,83,127 equity shares having face value of Rs 10 each at a price of Rs 55.56 per share.

14 The subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) had paid an advance of Rs. 240 lakhs to Credit Express Financial services till previous quarter. As per the agreement, the vendor would be able to charge the subsidiary company on completion of services. Even though the rendering of the service by the vendor is still in process, as a matter of abundant caution, the subsidiary company has made provision for professional services to the extent of the advance paid to the vendor towards service rendered by the consultant but billable at the time of completion of services.

15 One of the independent director of the Holding Company as mentioned in Note 3 has resigned w.e.f. 7th March 2023 and he has levelled certain allegations against the Holding Company / certain employees & directors of the Holding Company. Based on the said letter, the Holding Company has received an email from the Bombay Stock Exchange to submit its reply. The Holding Company has rebutted the allegation levelled by the said independent director. The Holding Company has replied to the email received from the Bombay Stock Exchange and also uploaded it on the website of the stock exchange.

16 The Group has incurred a net loss in the current quarter and in the earlier years. The Group's current assets are not sufficient to meet its current liabilities. The Group is implementing the project at Pune through its subsidiary company (Modulex Modular Buildings Private Limited) and the progress of the project is slow considering the various factors (including the temporary suspension of the project). There is material uncertainty related to the aforementioned conditions that may cast significant doubt on the Group continuing as a going concern. The management is expecting an improvement in the performance of the Group in the long run and the management is also committed to complete the project at Pune through its subsidiary company. Considering these and considering that the promoters are committed to give financial support as and when required by the Group, in the opinion of management, the Unaudited consolidated financial results are prepared on the going concern basis.

17 In the Q1 23-24, the board has approved for removal of directors (Mr. Sandeep Khurana & Mr. Prem Pasricha) of its subsidiary company (Modulex Modular Buildings Private Limited) and has also called up the shareholders meeting for the same. However, before the shareholder's meeting both directors have resigned and their resignations have also been accepted by the subsidiary company. One of the director has raised claim for managerial remuneration which is covered in note 6 above and other director has also raised certain claim aggregating to Rs. 94 lakhs on the subsidiary company which has been rebutted by the subsidiary company and hence, it has been treated as contingent liabilities by the subsidiary company.

18 In the previous quarter, the subsidiary company (Modulex Modular Buildings Private Limited) has paid a donation of Rs 0.57 lakhs which is approved by the Board of Directors, however, approval of the shareholders is not taken as per the requirement of Section 181 of the Companies Act, 2013. The subsidiary company is in process of taking approval from shareholders.

19 The figures of the previous period(s) have been regrouped / reclassified wherever necessary.

For and on behalf of the Board of Directors of  
Modulex Construction Technologies Limited

AJAY  
SHRIDHAR  
PALEKAR

Digitally signed by AJAY  
SHRIDHAR PALEKAR  
Date: 2023.12.05  
12:44:33 +05'30'

Ajay Palekar  
Managing Director  
DIN:02708940

Place: Pune  
Date: 05th December 2023

**MODULEX CONSTRUCTION TECHNOLOGIES LIMITED**

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

**Unaudited Statement of Audited Consolidated Assets and Liabilities as at September 30, 2023**

(Rupees in Lakhs)

Particulars	As at	
	September 30, 2023	March 31, 2023
	(Unaudited)	(Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	4.48	4.28
Right of Use assets	680.62	684.78
Goodwill on Consolidation	25844.42	25731.20
Capital work in progress	3254.54	3254.54
<u>Financial assets:</u>		
Investments	-	60.15
Other non-current assets	482.70	371.75
	<b>30266.75</b>	<b>30106.68</b>
<b>Current assets</b>		
<u>Financial assets:</u>		
Cash and cash equivalents	31.55	3.48
Bank balances other than cash and cash equivalents	-	-
Loans and Advances	14.90	12.96
Other financial assets	3.80	6.88
Other current assets	459.62	205.20
	<b>509.86</b>	<b>228.52</b>
<b>TOTAL</b>	<b>30776.62</b>	<b>30335.20</b>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY</b>		
Share Capital	6920.18	5130.30
Other equity	20998.86	20801.86
Non Controlling interest	218.48	34.89
	<b>28137.52</b>	<b>25967.06</b>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Financial liabilities:		
Borrowings	-	179.65
Other financial liabilities	47.93	78.29
Provisions	38.82	37.92
	<b>86.75</b>	<b>295.86</b>
<b>Current Liabilities</b>		
Financial Liabilities:		
Borrowings	332.53	1672.90
Lease liabilities	396.16	396.16
Trade payables		
Payable to micro enterprises and small enterprises	7.77	23.01
Payable to others	378.05	211.73
Other financial liabilities	755.99	1205.81
Other current liabilities	657.21	542.25
Provisions	24.63	20.42
	<b>2552.35</b>	<b>4072.28</b>
<b>TOTAL</b>	<b>30776.62</b>	<b>30335.20</b>

For and on behalf of the Board of Directors of  
Modulx Construction Technologies Limited

**AJAY SHRIDHAR PALEKAR**  
Digitally signed by  
AJAY SHRIDHAR  
PALEKAR  
Date: 2023.12.05  
12:44:51 +05'30'

Ajay Palekar  
Managing Director  
DIN:02708940

Place: Pune  
Date: 05th December 2023

MODULEX CONSTRUCTION TECHNOLOGIES LIMITED

CIN - L25999PN1973PLC182679

Regd. Office : A-82, MIDC Industrial Estate, Indapur, Pune, Maharashtra - 413132

Statement of Unaudited Consolidated Cash Flow for the Half Year ended September, 30 2023

(Rupees in Lakhs)

Sr. No.	Particulars	Half Year Ended	
		September 30, 2023	September 30, 2022
		(Unaudited)	(Unaudited)
<b>A)</b>	<b>Cash Flow from Operating Activities :</b>		
	Net (Loss) before Tax and after exceptional items	(437.79)	(573.00)
	<u>Adjustments for Non-Cash and Non-Operating Items :</u>		
	Depreciation and Amortisation	4.57	4.92
	Exceptional items	-	-
	Interest income on deposit, investment, loan and income tax refund	(0.11)	(6.90)
	(Gain) / loss on financial instruments at fair value through profit and loss	(14.65)	16.23
	Liabilities no longer required written off	-	(9.25)
	Finance cost	95.80	141.48
	<b>Cash Flow before Changes in Working Capital</b>	<b>(352.17)</b>	<b>(426.53)</b>
	<b>Movement in working capital:</b>		
	(Increase) / Decrease in Current and non current assets	(295.65)	33.07
	Increase /(Decrease) in Current and non current liabilities	(178.66)	142.08
	<b>Net Cash (Used in) Operating Activities</b>	<b>(826.48)</b>	<b>(251.38)</b>
	Income Tax paid (Net of Refund)	-	(0.30)
	<b>Net Cash Flow (used in) Operating Activities</b>	<b>(826.48)</b>	<b>(251.68)</b>
<b>B)</b>	<b>Cash Flow from Investing Activities:</b>		
	Interest received on Fixed Deposit	0.11	-
	Interest received on Compulsory convertible Debentures & Fixed Deposit	-	6.89
	Investment in 15% Compulsory convertible Debentures	-	-
	Maturity proceeds from Fixed deposit	-	-
	Unsecured Loan given to Company in which Directors are interested	(1.94)	-
	Proceeds from unsecured loan given above	-	-
	Derecognition of investment in equity shares in subsidiary (RRASPL)	-	237.66
	Recognition of Property, plant and equipment Including CWIP (Net of Capital advances)	58.96	(6.57)
	Investment in equity shares of Co-operative bank*	(66.65)	(0.00)
	<b>Net Cash (Used In) / generated from Investing Activities</b>	<b>(9.52)</b>	<b>237.97</b>
<b>C)</b>	<b>Cash Flow from Financing Activities:</b>		
	Issue of share Capital (Including Security Premium)	2514.28	-
	Share Application money pending for allotment	-	-
	Proceeds from unsecured borrowings from Company in which directors are interested	-	4.50
	Proceeds from borrowings from Directors	11.79	-
	Interest paid	(95.80)	-
	Transaction cost for increase in authorised share capital	(4.04)	-
	Repayment of borrowings to related parties	(1873.61)	(1.10)
	Share Issue Expense	-	(19.00)
	Proceeds from borrowings from other company	311.44	-
	<b>Net Cash Flow generated from Financing Activities -</b>	<b>864.05</b>	<b>(15.60)</b>
	<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>28.06</b>	<b>(29.31)</b>
	<b>Reconciliation of Cash and Cash Equivalents with the Balance Sheet</b>		
	Cash & Cash Equivalent at the beginning of the year	3.48	31.61
	Cash & Cash Equivalent at the end of the period	31.55	2.31
	<b>Net Increase/ (Decrease) in Cash and Cash Equivalents</b>	<b>28.06</b>	<b>(29.31)</b>

For and on behalf of the Board of Directors of  
Modulex Construction Technologies Limited

**AJAY**  
**SHRIDHAR**  
**PALEKAR**

Digitally signed by  
AJAY SHRIDHAR  
PALEKAR  
Date: 2023.12.05  
12:45:09 +05'30'

Ajay Palekar  
Managing Director  
DIN:02708940

Place: Pune  
Date: 05th December 2023

# DHADDA & ASSOCIATES

CHARTERED ACCOUNTANTS

## Independent Auditor's Limited Review Report

Limited Review Report on Unaudited Consolidated Financial Results of MODULEX CONSTRUCTION TECHNOLOGIES LIMITED for quarterly and half year ended September 30, 2023 Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

### To the Board of Directors of MODULEX CONSTRUCTION TECHNOLOGIES LIMITED

1. We have reviewed the accompanying statement of Consolidated Unaudited Financial Results of Modulex Construction Technologies Limited ("the Holding Company ") and its Subsidiaries (the Holding Company and its Subsidiaries together referred to as "the Group") for the quarter and half year ended September 30, 2023 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 ("the Act") as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in the audit. Accordingly, we do not express an audit opinion.

The statement includes the results/information of the following entities:

Sr No.	Name of the Entity	Relationship
i.	Modulex Modular Buildings Private Limited	Subsidiary
ii.	Give Vinduet Windows and Doors Private Limited	Subsidiary (w.e.f. 13 <sup>th</sup> May 2023)

H.O.-Flat No. 7/8, Bheru Mansion, Gandhi Bazar, Bengaluru, Karnataka - 560004  
B.O.-G-1, 635-636, Surya Nagar, Gopalpura Bypass, Jaipur, Rajasthan- 302019



# DHADDA & ASSOCIATES

CHARTERED ACCOUNTANTS

#### 4. Material uncertainty related to going concern

We draw attention to the statement which states that the Group has incurred a net loss in the current period and in the earlier years. The Group's current assets are not sufficient to meet its current liabilities. The Group is implementing the project at Pune through its subsidiary company (Modulex Modular Buildings Private Limited) and the progress of the project is slow considering the various factors (including the temporary suspension of the project). There is material uncertainty related to the aforementioned conditions read with point (a) of the Emphasis of Matters paragraph of the limited review report that may cast significant doubt on the Group continuing as a going concern. Further, we are informed that the promoters/shareholders are committed to give financial support as and when required by the Group, the management expects an improvement in the performance of the Group in the long run and the management is also committed to complete the project at Pune through the subsidiary company. Considering this, in the opinion of management, the statement is prepared on a going concern basis.

Our opinion is not modified with respect to this matter. This matter was also reported in the independent auditor's report of the previous financial year ended March 31, 2023 by the predecessor auditor. Their conclusion was not modified in respect of the above matters in the previous financial year ended / quarter ended March 31, 2023.

#### 5. Emphasis of Matters

- a) In the case of Modulex Construction Technologies Limited (MCTL), the Holding Company, total of current liabilities of INR 721.59 lakhs exceeds the total of current assets of INR 11.66 lakhs as at September 30, 2023. Also, the company has incurred a net loss in the current period amount to INR (36.55) lakhs and negative retained earnings amount to INR (560.94) lakhs including the earlier years. This condition would raise substantial doubt about the company's ability to continue its operation for the foreseeable future. The Company's ability to continue as a going concern is dependent upon its ability to generate sufficient level of positive cash flows from its future operations and continued financial support of the company. Our conclusion is not modified with respect to this matter.
- b) In case of Modulex Construction Technologies Limited (MCTL), the Holding Company, has not deposited the tax deducted at source (TDS) amount of INR 33.48 lakhs (including provision for interest on TDS of INR 7.71 lakhs) payable to the income tax department. The Company has made provision for interest liability arising due to the delay in depositing TDS. Our conclusion is not modified with respect of the above matters.
- c) In the case of Modulex Construction Technologies Limited (MCTL), the Holding Company, has shown TDS receivable amount of INR 3.17 lakhs as of review date. However, there is uncertainty regarding the recoverability of this amount since the same has not been deposited by the deductor and therefore, it is not reflected in 26AS statement of the Company. Our conclusion is not modified with respect of the above matters.

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- d) In case of Modulex Construction Technologies Limited (MCTL), the Holding Company, as stated in Note 11 of the Statement, the Company has carried out the fair value of investments in the subsidiary company (Modulex Modular Buildings Private Limited [MMBPL]) from the two valuers as on 30th September 2023 which is sufficient to cover the cost of investments. Considering the same and the management outlook for improvement in the performance of the Subsidiary Company (MMBPL) in the long run, in the opinion of management, no impairment is required for investment value in the Subsidiary Company (MMBPL), since the management is committed to complete the construction of the project. We have relied on the information & explanation given by the management. Our conclusion is not modified with respect of the above matters.
- e) In case of Modulex Construction Technologies Limited (MCTL), the Holding Company, as stated in Note 3 of the Statement, in the financial year 2021-22, the Company has received a whistleblower complaint from one of the person (hereinafter referred to as "the complainant"). The Complainant was an independent director of the Company till March 06, 2023. The Complaint was filed with respect to the conduct of the board meeting held for approval of the right issue of equity shares. Based on the complaint, the said matter was raised by predecessor auditor to the audit committee, and they also submitted its report to the Central Government in Form No ADT 4 as per the requirement of the Companies (Audit and Auditor) Rules, 2014. The Company had appointed an independent third party to investigate the complaint. Based on the investigation report submitted by the third party which was also approved by the audit committee in a meeting held on September 02, 2022, the allegations made in the said whistleblower complaint were found baseless.
- Further, in the previous year 2022-23, the Company received an additional two whistleblower complaints from the above complainant. The Audit Committee has rebutted the allegation levelled by the Complainant and suggested to take the appropriate legal action against the complainant by referring these entire matters to the board of directors for further actions. The board of directors is exploring the best feasible option to close the matter. Our conclusion is not modified with respect to the above matters.
- f) In case of Modulex Construction Technologies Limited (MCTL), the Holding Company, reference is invited to Note 4 of the Statement that the Company is not required to obtain registration as a Non-Banking Financial Company (NBFC) as it is neither carrying on any financial activities nor proposing to carry any financial activities as a principal business in future as the revenue generation is mainly affected due to delay in implementing the project by the subsidiary company. However, the Company is taking necessary steps to generate revenue from non-financial assets. This was also confirmed by the consultant of the Company. Our conclusion is not modified with respect to the above matters.
- g) In case of Modulex Construction Technologies Limited (MCTL), the Holding Company, as stated in Note 15 of the Statement, one of the independent director of the Company had resigned w.e.f. March 07, 2023 and he had levelled certain allegations against the Company/certain employees & directors of the

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Company. Based on the said letter, the Company had received an email from the Bombay Stock Exchange to submit its reply. The Company had rebutted the allegation levelled by the said independent director. The Company had replied to the email received from the Bombay Stock Exchange and also uploaded it on the website of the stock exchange. Our conclusion is not modified with respect to the above matters.

- h) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary total of current liabilities of INR 2,382.34 lakhs exceeds the total of current assets of INR 1,040.22 lakhs as at September 30, 2023. Also, the company has incurred a net loss in the current period amounting to INR (242.05) lakhs and negative retained earning amount to INR (6,574.55) lakhs including the earlier years. This condition would raise substantial doubt about the company's ability to continue its operation for the foreseeable future. The Company's ability to continue as a going concern is dependent upon its ability to generate sufficient level of positive cash flows from its future operations and continued financial support of the company. Our conclusion is not modified with respect to this matter.
- i) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary has not deposited the tax deducted at source (TDS) amount of INR 410.60 lakhs (including interest liability provision amount to INR 125.09 lakhs) payable to the income tax department. The Company has made provision for interest liability arising due to the delay in depositing TDS. Our conclusion is not modified with respect to this matter.
- j) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary has shown TDS receivable amount of INR 21.64 lakhs as of review date. However, there is uncertainty regarding the recoverability of this amount since the same has not been deposited by the deductor and therefore, it is not reflected in 26AS statement of the company. Our conclusion is not modified with respect to this matter.
- k) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary as stated in Note 5 of the Statement, there is a delay in the construction of the project for the reasons stated in the said note which includes the delay in raising the funds & non-receipt of an extension letter from MIDC. The Company has continued to incur losses in the current quarter and in the earlier years. Further, its current liabilities are also greater than current assets. Considering the commitment from the shareholders/promoters to infuse the funds for execution of the project, the expectation of management for receipt of an extension letter from MIDC for construction work as well as the future business prospect of the Company there is no impairment of property, plant and equipment and capital work in progress required as on date. Our conclusion is not modified with respect to this matter.
- l) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary attention is drawn to Note 6 of the Statement, where one of the non-executive director has demanded the fees of INR 96.33 lakhs in FY 2021-22. As mentioned in the same note, we are informed by the management that said

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director was brought on board on the mutual understanding that fees will be accrued / payable on achieving financial closure of the project and since financial closure is not achieved, the fees were not payable to the said director. However, in the previous year, the Company had paid INR 47.18 lakhs as expended goodwill, and the balance amount of INR 61.15 lakhs (including liability for FY 2022-23) were treated as contingent liabilities in the previous year pending the outcome final dispute/settlement.

Further, we are informed by the management that the additional liability of INR 1 lakh for the Q1 23-24 is also not payable as per the mutual understanding stated above and hence, the entire amount of INR 62.15 lakhs is considered as contingent liabilities as on September 30, 2023. Our conclusion is not modified with respect to this matter.

- m) In the case of Modulex Modular Buildings Private Limited (MMBPL), a subsidiary as stated in the Statement, has paid an advance of INR 240 lakhs to Credit Express Financial Services till the previous quarter. As per the agreement, the vendor would be able to charge the Company on completion of services. Even though the rendering of the service by the vendor is still in process, as a matter of abundant caution, the Company has made provision for professional services to the extent of the advance paid to the vendor for service rendered by the consultant but billable at the time of completion of services. Our conclusion is not modified with respect to this matter.
- n) In the case of Give Vinduet Windows and Doors Private Limited (GVWDPL), a subsidiary has negative retained earnings amounts to INR (274.96) lakhs as on September 30, 2023. Also, the company has not commenced their business operations till the date of signing of this report. This condition would raise substantial doubt about the company's ability to continue its operation for the foreseeable future. The Company's ability to continue as a going concern is dependent upon its ability to generate sufficient level of positive cash flows from its future operations and continued financial support of the company. Our conclusion is not modified with respect to this matter.
- o) In the case of Give Vinduet Windows and Doors Private Limited (GVWDPL), a subsidiary has not deposited the tax deducted at source (TDS) amount of INR 24.58 lakhs (including provision for interest on TDS of INR 7.18) payable to the income tax department. The Company has made provision for interest liability arising due to the delay in depositing TDS. Our conclusion is not modified with respect to the above matters.
- p) In the case of Give Vinduet Windows and Doors Private Limited (GVWDPL), a subsidiary has shown TDS receivable amount of INR 71.25 lakhs as of review date. However, there is uncertainty regarding the recoverability of this amount since the same has not been deposited by the deductor and therefore it is not reflected in 26AS statement of the Company. Our conclusion is not modified with respect to the above matters.

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Our conclusion is not modified with respect of the above matters. All the above matters were also reported in the independent auditor report of the previous financial year ended March 31, 2023 by the predecessor auditor.

6. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. The comparative Ind AS financial information of the Company for the quarter ended June 30, 2023, corresponding quarter and period ended September 30, 2022, included in these unaudited standalone financial results, were reviewed by the predecessor auditor who expressed an unmodified conclusion vide their report dated November 08, 2023, and March 18, 2023, respectively and the Ind AS financial statements of the Company for the year ended March 31, 2023, were audited by predecessor auditor who expressed an unmodified opinion on those financial statements on May 30, 2023.

**For & On Behalf of**  
**DHADDA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
Firm Registration No: 013807S

**HARSHA** Digitally signed by  
**RAMNANI** HARSHA RAMNANI  
Date: 2023.12.05  
12:53:00 +05'30'

**HARSHA RAMNANI**  
PARTNER  
Membership No: 411766  
UDIN: 23411766BGVXST3043



Place: Jaipur  
Date: December 05, 2023

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