

KPL/2025-26/BSE
Dated: 28th May, 2025

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street MUMBAI – 400 001 Scrip Code : 530299	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (E) MUMBAI – 400 051 Scrip Code : KOTHARIPRO
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Dear Sir / Madam,

Sub: Outcome of the Meeting of the Board of Directors of Kothari Products Limited

In furtherance to our letter dated 19th April, 2025 and pursuant to the provisions of Regulations 30, and 33 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (“Listing Regulations”), the Board of Directors at its meeting held today i.e. Wednesday, 28th May, 2025, which commenced at 12:00 Noon and concluded at 7:45 P.M. has, inter-alia considered and approved the following:

A. Financial Results:

1. The Audited Standalone and Consolidated Financial Results of the Company for the quarter and year ended 31st March, 2025, as recommended by the Audit Committee, along with the Auditor's Report issued by M/s. G.M. Kapadia & Co., Chartered Accountants, Statutory Auditor, which are enclosed herewith as **Annexure-A**. The said results are also being uploaded on the corporate website of the Company i.e. www.kothariproducs.in and extract thereof is being published in the newspaper.
2. Declaration by the Company is made under Regulation 33(3)(d) of the Listing Regulations with unmodified opinion in the Auditor's Report, which is also enclosed herewith as **Annexure-B**.

B. Dividend:

3. The Company has not recommended any dividend for the year ended 2024-2025 to conserve the resources for the future.

C. Appointment of Secretarial Auditor:

4. Appointment of M/s. Adesh Tandon & Associates (Firm Registration/Unique Number:1987UP019700 and Peer Review Number 741/2020) as the Secretarial Auditor of the Company for a term of five consecutive years from 1st April, 2025 to 31st March, 2030, subject to the approval of members of the ensuing AGM.

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Regd. Off. : “Pan Parag House”, 24/19, The Mall, Kanpur - 208 001 (INDIA)
Phone : +91 512 2312171-72-73-74

E-mail : info@kothariproducs.in & kothari@kothariproducs.in

CIN No : L 16008 UP 1983 PLC 006254

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The requisite disclosure, pursuant to Para A of Part A of Schedule III of Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is enclosed as **Annexure-C**.

The said information will also be uploaded on the corporate website of the Company (www.kothariproducs.in) and on website of the National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com).

Kindly take the above information on your record.

Thanking you,

For Kothari Products Limited



(Raj Kumar Gupta)
CS & Compliance Officer
FCS: 3281



Encls: as above

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA

PHONE : (91-22) 6611 6611 FAX : (91-22) 6611 6600

Independent Auditor's Report on Audit of Annual Standalone Financial Results and Review of Quarterly Standalone Financial Results of Kothari Products Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Kothari Products Limited
Kanpur.

Opinion and Conclusion

We have (a) audited Standalone Financial Results for the year ended March 31, 2025 and (b) reviewed the Standalone Financial Results for the quarter ended March 31, 2025 (refer "Other Matters" section below), which were subject to limited review by us, both included in the accompanying "the Statement" / "Standalone Financial Results for the Quarter and Year Ended March 31, 2025" of **Kothari Products Limited** ("the Company"), ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Standalone Financial Results

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended March 31, 2025:

- (i) is presented in accordance with requirements of Regulation 33 of the Listing Regulations, as amended; and
- (ii) gives 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 total comprehensive income and other financial information of the Company for the year then ended.

(b) Conclusion on Unaudited Standalone Financial Results for the quarter ended March 31, 2025

With respect to the Standalone Financial Results for the quarter ended March 31, 2025, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Results for the quarter ended March 31, 2025, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Standalone Financial Results for the year ended March 31, 2025

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the paragraph (a) Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial



Results for the year ended March 31, 2025 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 issued by ICAI. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the annual financial results.

Management's and Board of Director's Responsibilities for the Statement

This Statement, which includes the Standalone Financial Results is the responsibility of the Company's Management and approved by the Board of Directors for the issuance. The Standalone Financial Results for the year ended March 31, 2025 has been compiled from the related audited standalone financial statements. The Company's Board of Directors are responsible for the preparation and presentation of the Standalone Financial Result for the quarter and year ended March 31, 2025 that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Statement

(a) Audit of the Standalone Financial Results for the year ended March 31, 2025

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the year ended March 31, 2025 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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Standalone Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than



for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of standalone financial statements on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 statement 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.
- Evaluate the overall presentation, structure and content of the Annual Standalone Financial Results, including the disclosures, and whether the Annual Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the Company to express an opinion on the Annual Standalone Financial Results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Standalone Financial Results for the quarter ended March 31, 2025

We conducted our review of the Standalone Financial Results for the quarter ended March 31, 2025 in accordance with the Standard on Review Engagements ("SRE") 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Other Matters

The Statement includes the results for the quarter ended March 31, 2025 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2025 and the published unaudited year to date figures up to the third quarter of the current financial years, which were subjected to limited review by us. Our report on the Statement is not modified in respect of this matter.

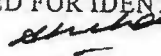
For G. M. Kapadia & Co.
Chartered Accountants
Firm Registration No. 104767W



Place : Mumbai
Date : May 28, 2025


Atul Shah
Partner
Membership No. 039569
UDIN: 25039569BMLNDG2131

KOTHARI PRODUCTS LIMITED					
Regd.Office: "PAN PARAG HOUSE", 24/19, The Mall, Kanpur - 208 001 (U.P.)					
Phone Nos. :0512- 2312171-74, E-mail: rk Gupta@kothariproducts.in, Website:http://www.kothariproducts.in					
CIN No. L16008UP1983PLC006254					
STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2025					
(Rupees in Lacs)					
PARTICULARS	Standalone				
	Quarter Ended			Year Ended	
	31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	REFER NOTE:3	UNAUDITED	REFER NOTE:3	AUDITED	
I. Revenue from operations	5,580	3,720	7,235	30,370	28,547
II. Other income	1,546	2,391	572	14,477	2,510
III.Total Income (I + II)	7,126	6,111	7,807	44,847	31,057
IV. Expenses					
Purchase of stock-in-trade	5,248	3,929	6,951	30,237	27,591
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(16)	(68)	97	(345)	174
Employee benefit expense	78	84	65	308	274
Depreciation and amortisation expense	51	46	53	188	159
Finance Costs	195	143	110	548	418
Other Expenses	823	392	355	8,170	1,089
Total Expenses	6,379	4,526	7,631	39,106	29,716
V. Profit before Exceptional Items and Tax (III-IV)	747	1,585	176	5,741	1,341
VI. Exceptional items	-	-	-	-	-
VII. Profit before Tax (V-VI)	747	1,585	176	5,741	1,341
VIII. Tax Expense					
1. Current tax	292	-	11	292	92
2. Deferred tax	39	(18)	(12)	54	37
3. Excess/(Short) provision of tax relating to earlier years	51	3	(4)	54	(4)
IX. Profit/(Loss) for the period (VII-VIII)	355	1,600	181	5,331	1,216
X. Other Comprehensive Income					
A. i) Items that will not be reclassified to profit or loss					
ii) Income Tax relating to these Items	-	-	-	-	-
B. i) Items that will be reclassified to profit or loss	-	-	-	-	-
ii) Income Tax relating to these Items	-	-	-	-	-
Total Other Comprehensive Income for the Period (Net of Tax)	-	-	-	-	-
XI.TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (IX+X)	355	1,600	181	5,331	1,216
XII. Paid-up Equity Share Capital (Face Value of Rs.10/- per share)	5,969	2,984	2,984	5,969	2,984
XIII. Other Equity	-	-	-	95,602	93,256
XIV.Earnings per Equity Share * :					
1.Basic	0.59	5.36	0.61	8.93	4.08
2.Diluted	0.59	5.36	0.61	8.93	4.08
# Amount less than Rs.50000/-					
*EPS is not annualised for the quarter ended					

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BY 
G. M. KAPADIA & CO.
MUMBAI

Notes:

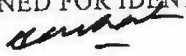
- 1 The aforesaid results have been reviewed by the Audit Committee and approved by the Board of Directors for release, at their respective meetings held on 27th May, 2025 & 28th May, 2025 respectively.
- 2 The above results have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 05th July, 2016.
- 3 The figures for the last quarter(s) of the current year and of the previous year are the balancing figures between the audited figures in respect of the full financial year(s) ended 31st March and the unaudited published year to date figures up to the third quarters ended 31st December for the respective years which were subjected to Limited Review by the Statutory Auditors of the Company.
- 4 In accordance with the Ind AS 108 "Operating Segments", segment information has been given in the consolidated financial results of the Company and therefore, no separate disclosure on segment information is given in these financial results.
- 5 The Board of Directors of the Company has not recommended any dividend for the financial year 2024-2025 to conserve the resources for the future.
- 6 During the quarter ended March 31, 2025 the Company has acquired 80% stake in a Company known as Sai Veeran Agencies Private Limited which is engaged in the business of real estate development. Accordingly Sai Veeran Agencies Private Limited and its subsidiaries & associates have been consolidated with effect from March 25, 2025.
- 7 The figures of the previous periods have been regrouped/recast wherever considered necessary to make them meaningful and comparable with the figures of the current periods.


FOR KOTHARI PRODUCTS LIMITED

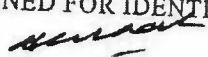
Place: New Delhi

Date: 28.05.2025

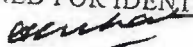
(DEEPAK KOTHARI)
CHAIRMAN & MANAGING DIRECTOR
DIN: 00088973


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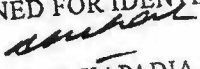
<p style="text-align: center;">KOTHARI PRODUCTS LIMITED</p> <p style="text-align: center;">Regd. Office: "PAN PARAG HOUSE", 24/19, The Mall, Kanpur - 208 001</p> <p style="text-align: center;">Phone Nos.: 0512- 2312171-74, E-mail: rk@kothariproducts.in, Website: http://www.kothariproducts.in</p> <p style="text-align: center;">CIN No. L16008UP1983PLC006254</p> <p style="text-align: center;">STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH 2025</p> <p style="text-align: right;">(Rupees in Lacs)</p>		
PARTICULARS	Standalone	
	AS AT 31.03.2025 AUDITED	AS AT 31.03.2024 AUDITED
ASSETS		
(1) Non-Current Assets		
(a) Property, Plant and Equipment	1,073	879
(b) Capital Work in Progress	-	113
(c) Investment Property	3,335	2,999
(d) Financial Assets		
(i) Investments	67,494	71,547
(ii) Trade Receivables	-	-
(iii) Loans	2,690	3,282
(iv) Other Financial Asset	995	431
(e) Deferred Tax Assets (Net)	-	35
(f) Other Non-Current Assets	6,816	3,104
(2) Current Assets		
(a) Inventories	734	390
(b) Financial assets		
(i) Investments	1,300	914
(ii) Trade Receivables	12,247	12,586
(iii) Cash and Cash Equivalents	3,658	1,278
(iv) Bank Balances other than (iii) above	408	157
(v) Loans	16,349	4,829
(vi) Other Financial Asset	587	863
(c) Current Tax Assets (Net)	76	204
(d) Other Current Assets	1,525	2,247
TOTAL ASSETS (1 + 2)	1,19,987	1,05,853
EQUITY & LIABILITIES		
Equity		
(a) Equity Share capital	5,969	2,984
(b) Other Equity	95,602	93,256
LIABILITIES		
(1) Non-current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	1,404	4,793
(ii) Other Financial Liabilities	173	224
(b) Provisions	-	-
(c) Deferred Tax Liabilities (Net)	20	-
(d) Other Non Current Liabilities	-	-
(2) Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	12,289	1,141
(ii) Trade Payables	-	-
(a) Total Outstanding Dues of Micro and Small Enterprises	-	-
(b) Total Outstanding Dues of Creditors other than Micro and Small Enterprises	4,101	2,962
(iii) Other Financial Liabilities	122	197
(b) Other Current Liabilities	125	129
(c) Provisions	-	-
(d) Current Tax Liabilities (Net)	182	182
TOTAL EQUITY & LIABILITIES	1,19,987	1,05,853
<p>Place: New Delhi Date: 28.05.2025</p> <p style="text-align: right;"> FOR KOTHARI PRODUCTS LIMITED  (DEEPAK KOTHARI) CHAIRMAN & MANAGING DIRECTOR DIN: 00086973 </p>		

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STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2025				
(Rupees in Lacs)				
PARTICULARS	YEAR ENDED 31ST MARCH, 2025		YEAR ENDED 31ST MARCH, 2024	
	AUDITED		AUDITED	
(A) CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before Tax		5,741		1,341
Adjustments for:				
- Depreciation	188		198	
- Finance Cost	548		418	
- Bad debt and balances written off / (back) (net)	1,391		#	
- change in provision for expected credit loss / (gain) (net)	-		(556)	
- Net Unrealised Forex Gain (-) / Loss	(83)		(11)	
- Fair Value Adjustment relating to Investment in Mutual Funds and Listed Securities	65		(259)	
- Lease Rent- (Impact on discounting of Security Deposits)	(22)		(7)	
- Profit (-) / Loss on Sale of Property, Plant and Equipment	#		16	
- Profit (-) / Loss on Sale of Investment Property	-		(3)	
- Net Profit on Sale of Investments	3,882		(19)	
- Net Profit on Sale of Investments-Subsidiary	(9,420)		-	
- Profit on Buy Back of Equity Shares	(1,907)		-	
- Interest receivable on Income tax refund	(9)		(23)	
- Interest Income	(1,310)		(566)	
- Dividend Income	(4)	(6,691)	(3)	(964)
Operating Profit before Working Capital Changes		(940)		467
Adjustments for:				
- Trade Receivables & Others	(1,771)		4,572	
- Inventories	(345)		174	
- Trade Payables & Others	1,103	(1,013)	258	5,008
Cash Generated from Operations		(1,553)		5,492
Net Income Tax Paid		(430)		(297)
Net Cash Flow from Operating Activities		(2,383)		5,195
(B) CASH FLOW FROM INVESTING ACTIVITIES :				
- Purchase of Property, Plant and Equipment	(228)		(49)	
- Sale of Property, Plant and Equipment	3		74	
- Purchase of Investment Property	(351)		(828)	
- Sale of Investment Property	-		236	
- Capital Work-in-Progress	-		(113)	
- Purchase of Investments- Others	(16,026)		(8,940)	
- Sale of Investments-Others	8,420		1,386	
- Purchase of Investments- Subsidiary	(11,832)		-	
- Sale of Investments-Subsidiary	19,920		-	
- Proceeds from Buy Back of Equity Share	8,570		-	
- Loans to Subsidiary Companies (Net)	-		9,305	
- Loans to Associate Companies (Net)	942		2,500	
- Loans to Others	(11,452)		(4,200)	
- Interest Received	293		248	
- Investment in Bank Deposits	(711)		(82)	
- Dividend Received	4	(2,478)	3	(460)
Net Cash flow from/(used in) Investing Activities		(2,478)		(460)
(C) CASH FLOW FROM FINANCING ACTIVITIES :				

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- Proceeds / (Repayment) of borrowings (Secured)	(1,067)		(1,262)	
- Proceeds / (Repayment) of borrowings (Unsecured)	8,714		(2,015)	
- Finance Cost	(406)	7,241	(372)	(3,649)
Net Cash flow from/(used in) Financing Activities		7,241		(3,649)
NET CHANGES IN CASH & CASH EQUIVALENTS (A+B+C)		2,360		1,086
Cash & Cash Equivalents - Opening Balance		1,278		192
Cash & Cash Equivalents - Closing Balance		3,658		1,278
# Amount less than Rs.50000/-				
<div style="display: flex; justify-content: space-between;"> <div> Place: New Delhi Date: 28.05.2025 </div> <div style="text-align: center;"> FOR KOTHARI PRODUCTS LIMITED  (DEEPAK KOTHARI) CHAIRMAN & MANAGING DIRECTOR DIN: 00088973 </div> </div>				

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G. M. KAPADIA & CO.
MUMBAI

G. M. KAPADIA & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA

PHONE : (91-22) 6611 6611 FAX : (91-22) 6611 6600

Independent Auditor's Report on Audit of Annual Consolidated Financial Results And Review of Quarterly Consolidated Financial Results of Kothari Products Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Kothari Products Limited
Kanpur.

Opinion and Conclusion

We have (a) audited the Consolidated Financial Results for the year ended March 31, 2025 and (b) reviewed the Consolidated Financial Results for the quarter ended March 31, 2025 (refer "Other Matters" section below), which were subject to limited review by us, both included in the accompanying "Consolidated Financial Results for the Quarter and Year Ended March 31, 2025" of **Kothari Products Limited** (hereinafter referred to as the "the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates for the quarter and year ended March 31, 2025 (hereinafter referred to as the "Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

(a) Opinion on Annual Consolidated Financial Results

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the audit reports of other auditors on standalone financial statements/ consolidated financial statements and other financial information of subsidiaries and associates referred to in Other Matters section below, the Consolidated Financial Results for the year ended March 31, 2025:

1. includes the annual standalone /consolidated audited financial results, wherever applicable, of the following entities;

Sr. No.	Name of the Entities
1	Holding Company (Standalone Financial Statement) a. Kothari Products Limited
2	Subsidiaries (Standalone Financial Statement) a. KPL Exports Ltd. (under control upto July 15, 2024) b. Kothari Products Singapore Pte. Ltd.
3	Subsidiary (Consolidated Financial Statement) a. Sai Veeran Agencies Private Limited (under control from March 25, 2025)
4	Associates (Standalone Financial Statement) a. Sankhya Realtors Pvt. Ltd. b. Haraparvati Realtors Pvt. Ltd. c. Subhadra Realtors Pvt. Ltd. d. SPPL Hotels Pvt. Ltd.

2. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations as amended; and
3. gives 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



MUMBAI NEW DELHI CHENNAI BENGALURU HYDERABAD JAIPUR

principles generally accepted in India of the consolidated net loss and consolidated total comprehensive loss and other financial information of the Group and its associates for the year ended March 31, 2025.

(b) Conclusion on Unaudited Consolidated Financial Results for the quarter ended March 31, 2025

With respect to the Consolidated Financial Results for the quarter ended March 31, 2025, based on our review conducted and procedures performed as stated in paragraph (b) of Auditor's Responsibilities section below and based on the considerations of the review reports of the other auditors referred to in other matters section below, nothing has come to our attention that causes us to believe that the Consolidated Financial Results for the quarter ended March 31, 2025, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2025

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated financial Results for the year ended March 31, 2025 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 issued by ICAI. We believe that the audit evidence obtained by us and other auditors in terms of their report referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion.

Management's and Board of Director's Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Results is the responsibility of the Holding Company's Management and approved by the Board of Directors for the issuance. The Consolidated Financial Results for the year ended March 31, 2025, has been compiled from the related audited consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these Statement for the quarter and year ended March 31, 2025 that give a true and fair view of the consolidated net loss and consolidated other comprehensive loss and other financial information of the Group, and its associates in accordance with the Indian Accounting Standards prescribed under section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and 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 respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Holding Company, as aforesaid.



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In preparing the Statement, the respective Board of Directors of the companies included in the Group and its associates are responsible for assessing the ability of the Group and of its associates 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 entity or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Statement

(a) Audit of the Consolidated Financial Results for the year ended March 31, 2025

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2025 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 this Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Consolidated Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of consolidated financial statements on whether the Group and its associates has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, and its associates 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 Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.



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- Perform procedures in accordance with the circular issued by the SEBI under regulation 33(8) of Listing Regulations to the extent applicable.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results and other financial information of the Group and its associates to express an opinion on the Statement. 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 Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Consolidated Financial Results for the quarter ended March 31, 2025.

We Conducted our review of the Consolidated Financial Results for the quarter ended March 31, 2025 in accordance with the Standard on Review Engagements ("SRE") 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

Other Matter

- (i) The Statement, includes (a) the audited standalone financial results of two subsidiaries (including one foreign subsidiary), whose standalone financial statement reflects total assets of ₹ 33,531 lacs as at March 31, 2025, the total revenue of ₹ 13,744 lacs and ₹ 62,457 lacs, total net profit /(loss) after tax of ₹ 10 lacs and ₹ (5,865) lacs and total comprehensive profit /(loss) of ₹ 10 lacs and ₹ (5,865) lacs for the quarter ended March 31, 2025 and year ended March 31, 2025 respectively and net cash inflows/ (outflows) of ₹ 1,072 lacs for the year ended March 31, 2025, as considered in the Statement. (b) The Statement also includes the audited consolidated financial results of one subsidiary, whose consolidated financial statement reflects total assets of ₹ 33,194 lacs as at March 31, 2025, the total revenue of ₹ 2,958 lacs and ₹ 2,958 lacs, total net profit /(loss) after tax of ₹ 609 lacs and ₹ 609 lacs and total comprehensive profit /(loss) of ₹ 609 lacs and ₹ 609 lacs for the quarter ended March 31, 2025 and year ended March 31, 2025 respectively and net cash inflows / (outflows) of ₹ (499) lacs for the year ended March 31, 2025, as considered in the Statement (c) The Statement also includes the audited standalone financial results of three associates whose standalone financial results includes the Group's share of net profit /(loss) after tax of ₹ 212 lacs and ₹ 67 lacs and the total comprehensive profit / (loss) of ₹ 221 lacs and ₹ 69 lacs and for the quarter ended



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March 31, 2025 and the year ended March 31, 2025 respectively, as considered in the Statement, whose standalone financial results which have not been audited by us.

(ii) The consolidated audited financial results also include the Group's share of net profit/(loss) after tax of ₹ (160) lacs and ₹ (96) lacs and the total comprehensive profit/(loss) of (160) lacs and ₹ (96) lacs for the quarter ended March 31, 2025 and for the year ended March 31, 2025, respectively as considered in the Results, in respect of one associate, its financial results which have not been audited by us or by its auditor. These financial results are certified by the management.

These financial statements have been audited by their respective independent auditors whose reports have been furnished to us by the Management of the Company and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates are based solely on the reports of such auditors and the procedures performed by us are as stated in paragraph above. Our opinion on the Statement is not modified in respect of above matters with respect to our reliance on the work done and the report of the other auditors.

The Statement includes the results for the quarter ended March 31, 2025 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2025 and the published unaudited year to date figures up to the third quarter of the current financial years, which were subjected to limited review by us. Our report on the Statement is not modified in respect of this matter.



Place : Mumbai
Date : May 28, 2025

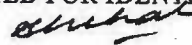
For G. M. Kapadia & Co.
Chartered Accountants
Firm Registration No. 104767W

Atul Shah
Partner
Membership No. : 039569
UDIN : 25039569BMLNDH2896

CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2025

(Rupees in Lacs)

PARTICULARS	Consolidated				
	Quarter Ended			Year Ended	
	31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	REFER NOTE:3	UNAUDITED	REFER NOTE:3	AUDITED	
I. Revenue from operations	22,283	22,149	27,630	95,785	94,237
II. Other income	1,549	2,393	1,063	5,137	3,168
III. Total Income (I + II)	23,832	24,542	28,693	1,00,923	1,02,405
IV. Expenses					
Purchase of stock-in-trade	21,881	22,178	27,085	95,022	97,554
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(856)	(68)	194	(1,058)	137
Employee benefit expense	145	144	144	574	576
Depreciation and amortisation expense	51	46	53	188	190
Finance Costs	204	145	128	566	614
Other Expenses	931	505	370	14,480	1,217
Total Expenses	22,356	22,950	27,974	1,09,772	1,00,388
V. Profit before Share of Profit/ (Loss) of Associates, Exceptional Items and Tax (III-IV)	1,476	1,592	719	(8,849)	2,017
VI. Share of Profit/ (Loss) of Associates (net of tax) accounted for using Equity Method	53	(547)	420	(29)	1,322
VII. Profit before Exceptional Items and Tax (V+VI)	1,529	1,045	1,139	(8,878)	3,340
VIII. Exceptional items	-	-	-	-	-
IX. Profit before Tax (VII-VIII)	1,529	1,045	1,139	(8,878)	3,340
X. Tax Expense					
1. Current tax	402	-	11	402	93
2. Deferred tax	39	(17)	(12)	54	32
3. Excess/(Short) provision of tax relating to earlier years	61	3	(4)	65	(34)
XI. Profit/(Loss) for the period (IX-X)	1,027	1,059	1,144	(9,399)	3,249
XII. Other Comprehensive Income					
A. i) Items that will not be reclassified to profit or loss					
Share of Profit/(Loss) of Associates					
a) Remeasurement of defined employee benefit (Net of Taxes)	9	(2)	(17)	2	(9)
B. i) Items that will be reclassified to profit or loss	-	-	-	-	-
ii) Income Tax relating to these Items	-	-	-	-	-
Total Other Comprehensive Income for the Period (Net of Tax)	9	(2)	(17)	2	(9)
XIII. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (XI+XII)	1,036	1,057	1,127	(9,397)	3,240
Profit/(Loss) for the period attributable to :-					

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(i) Owners of the parent	905	1,059	1,144	(9,521)	3,249
(ii) Non-controlling interest	122	#	#	122	#
Other Comprehensive Income attributable to :-					
(i) Owners of the parent	9	(2)	(17)	2	(9)
(ii) Non-controlling interest	-	-	-	-	-
Total Comprehensive Income attributable to :-					
(i) Owners of the parent	914	1,057	1,127	(9,519)	3,240
(ii) Non-controlling interest	122	#	#	122	#
XIV. Paid-up Equity Share Capital (Face Value of Rs.10/- per share)					
	5,969	2,984	2,984	5,969	2,984
XV. Other Equity					
	-	-	-	1,03,589	1,16,632
XVI. Earnings per Equity Share * :					
1. Basic	1.52	3.55	3.84	(15.95)	10.59
2. Diluted	1.52	3.55	3.84	(15.95)	10.59

Amount less than Rs.50000/-

*EPS is not annualised for the quarter ended

Notes:


- The aforesaid results have been reviewed by the Audit Committee and approved by the Board of Directors for release, at their respective meetings held on 27th May, 2025 & 28th May, 2025 respectively.
- The above results have been prepared in accordance with Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 05th July, 2016.
- The figures for the last quarter(s) of the current year and of the previous year are the balancing figures between the audited figures in respect of the full financial year(s) ended 31st March and the unaudited published year to date figures up to the third quarters ended 31st December for the respective years which were subjected to Limited Review by the Statutory Auditors of the Company.
- The aforesaid consolidated financial results consist of results of the Company and its Subsidiary Companies-Kothari Products Singapore Pte. Ltd. & Sai Veeran Agencies Pvt. Ltd.(including its Subsidiaries & Associates) and its Associate Companies - Sankhya Realtors Pvt. Ltd., Harapervati Realtors Pvt. Ltd., Suphdra Realtors Pvt. Ltd. & SPPL Hotels Pvt. Ltd.
- The Board of Directors of the Company has not recommended any dividend for the financial year 2024-2025 to conserve the resources for the future.
- The figures of the previous periods have been regrouped/recast wherever considered necessary to make them meaningful and comparable with the figures of the current periods.

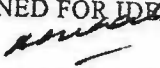
FOR KOTHARI PRODUCTS LIMITED

Place: New Delhi
Date: 28.05.2025

(DEEPAK KOTHARI)
CHAIRMAN & MANAGING DIRECTOR
DIN: 00088973

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BY *[Signature]*
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PART II					
CONSOLIDATED SEGMENT INFORMATION FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2025					
(Rupees in Lacs)					
PARTICULARS	Consolidated				
	Quarter Ended			Year Ended	
	31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	REFER NOTE:3	UNAUDITED	REFER NOTE:3	AUDITED	
Segment Revenue (including Inter Segment Revenue)					
a) Trading Items	23,287	28,576	28,275	99,083	1,01,209
b) Real Estate etc.	545	(4,034)	418	1,840	1,196
Total	23,832	24,542	28,693	1,00,923	1,02,405
Less : Inter Segment Revenue	-	-	-	-	-
Net Sales/Income from operations	23,832	24,542	28,693	1,00,923	1,02,405
Segment Results [Profit (+)/Loss (-) before tax and interest]					
a) Trading Items	1,543	1,773	725	(9,228)	2,022
b) Real Estate etc.	190	(583)	542	916	1,932
Total	1,733	1,190	1,267	(8,312)	3,954
Less : Interest	204	145	128	566	614
Total Profit / (Loss) Before Tax	1,529	1,045	1,139	(8,878)	3,340
Segment Assets					
a) Trading Items	98,718	87,194	1,20,413	98,718	1,20,413
b) Real Estate etc.	50,968	37,132	12,878	50,968	12,878
Total Segment Assets	1,49,686	1,24,326	1,33,291	1,49,686	1,33,291
Segment Liabilities					
a) Trading Items	39,667	12,919	10,834	39,667	10,834
b) Real Estate etc.	461	2,842	2,841	461	2,841
Total Segment Liabilities	40,128	15,761	13,675	40,128	13,675
FOR KOTHARI PRODUCTS LIMITED					
<div> <div>Place: New Delhi Date: 28.05.2025</div> <div>  (DEEPAK KOTHARI) CHAIRMAN & MANAGING DIRECTOR DIN: 00088973 </div> </div>					

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CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH 2025

(Rupees in Lacs)

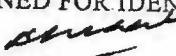
PARTICULARS	Consolidated	
	AS AT 31.03.2025 AUDITED	AS AT 31.03.2024 AUDITED
ASSETS		
(1) Non-Current Assets		
(a) Property, Plant and Equipment	2,025	879
(b) Capital Work in Progress	-	1,471
(c) Investment Property	7,656	3,783
(d) Other Intangible Assets	-	-
(e) Goodwill	798	-
(f) Financial Assets		
(i) Investments	30,795	31,624
(ii) Trade Receivables	-	-
(iii) Loans	4,416	3,587
(iv) Other Financial Asset	1,196	423
(g) Deferred Tax Assets (Net)	-	95
(h) Other Non-Current Assets	6,815	3,255
(2) Current Assets		
(a) Inventories	7,217	619
(b) Financial assets		
(i) Investments	12,758	914
(ii) Trade Receivables	45,236	50,551
(iii) Cash and Cash Equivalents	8,423	3,132
(iv) Bank Balances other than (iii) above	408	157
(v) Loans	17,152	8,043
(vi) Other Financial Asset	669	1,330
(c) Current Tax Assets (Net)	76	255
(d) Other Current Assets	4,055	5,475
TOTAL ASSETS (1 + 2)	1,49,686	1,33,291
EQUITY & LIABILITIES		
Equity		
(a) Equity Share capital	5,969	2,994
(b) Other Equity	1,03,589	1,16,627
(c) Non Controlling Interests	2,880	-
LIABILITIES		
(1) Non-current liabilities		
(a) Financial Liabilities		
(i) Borrowings	11,287	6,463
(ii) Other Financial Liabilities	173	224
(b) Provisions	-	3
(c) Deferred Tax Liabilities (Net)	1,652	-
(d) Other Non Current Liabilities	-	-
(2) Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	15,089	1,759
(ii) Trade Payables	-	-
(a) Total Outstanding Dues of Micro and Small Enterprises	-	-
(b) Total Outstanding Dues of Creditors other than Micro and Small Enterprises	6,580	4,486
(iii) Other Financial Liabilities	175	219
(b) Other Current Liabilities	879	338
(c) Provisions	-	-
(d) Current Tax Liabilities (Net)	1,013	183
TOTAL EQUITY & LIABILITIES	1,49,686	1,33,291

Amount less than Rs.50000/-

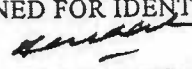
Place: New Delhi
 Date: 28.05.2025


FOR KOTHARI PRODUCTS LIMITED

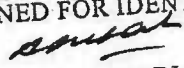
(DEEPA KOTHARI)
 CHAIRMAN & MANAGING DIRECTOR
 DIN: 00088973

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CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2025				
(Rupees in Lacs)				
PARTICULARS	YEAR ENDED 31ST MARCH, 2025		YEAR ENDED 31ST MARCH, 2024	
	AUDITED		AUDITED	
(A) CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit / (Loss) before Tax		(5,976)		5,340
Adjustments for:				
- Depreciation	198		190	
- Finance Cost	566		514	
- Bad debt and balances written off / (back) (net)	1,390		4	
- change in provision for expected credit loss / (gain) (net)	6,071		(556)	
- Exchange Translation Reserve on Consolidation	(541)		960	
- Non Controlling Interests	-		-	
- Net Unrealised Forex Gain (-) / Loss	(83)		(11)	
- Fair Value Adjustment relating to Investment in Mutual Funds and Listed Securities	65		(236)	
- Lease Rent- (Impact on discounting of Security Deposits)	(22)		(7)	
- Share of Net Profits of Associates accounted for using Equity Method	29		(1,323)	
- Profit (-) / Loss on Sale of Property, Plant and Equipment	-		(369)	
- Profit (-) / Loss on Sale of Investment Property	-		(3)	
- Net Profit on Sale of Investments	3,822		(46)	
- Net Profit on Sale of Investments-Subsidiary	26		-	
- Interest receivable on income tax refund	(9)		(23)	
- Interest Income	(1,378)		(782)	
- Dividend Income	(4)	10,180	(3)	11,611
Operating Profit before Working Capital Changes		1,302		1,729
Adjustments for:				
- Trade Receivables & Others	8,564		14,249	
- Inventories	(1,185)		137	
- Trade Payables & Others	1,915	9,314	490	14,875
Cash Generated from Operations		10,616		16,605
Net Income Tax Paid		(591)		(611)
Net Cash Flow from Operating Activities		10,025		16,022
(B) CASH FLOW FROM INVESTING ACTIVITIES :				
- Purchase of Property, Plant and Equipment	(229)		(49)	
- Purchase of Investment Property	(361)		(828)	
- Capital Work-in-Progress	-		(201)	
- Sale of Property, Plant and Equipment	3		1,932	
- Sale of Investment Property	-		236	
- Purchase of Investments- Others	(17,805)		(8,640)	
- Sale of Investments- Others	8,421		1,633	
- Sale of Investments-Subsidiary	19,356		-	
- Purchase of Investments-Subsidiary	(11,832)		-	
- Loans to Associate Companies (Net)	942		2,505	
- Loans to Others	(10,821)		1,371	
- Interest Received	361		342	
- Investment in Bank Deposits	(711)		2,496	
- Dividend Received	4	(12,652)	3	3,500
Net Cash flow from/(used in) Investing Activities		(12,652)		3,500
(C) CASH FLOW FROM FINANCING ACTIVITIES :				

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- Proceeds / (Repayment) of borrowings (Secured)	(1,067)		(4,347)	
- Proceeds / (Repayment) of borrowings (Unsecured)	6,546		(14,895)	
- Finance Cost	(423)	5,056	(569)	(19,811)
Net Cash flow from/(used in) Financing Activities		5,056		(19,811)
NET CHANGES IN CASH & CASH EQUIVALENTS (A+B+C)		2,429		119
Cash & Cash Equivalents - Opening Balance		3,132		3,251
Add: Consequent to Acquisition of Subsidiary		2,662		-
Cash & Cash Equivalents - Closing Balance		8,423		3,433
<p>* Amount less than Rs.50000/-</p> <p>FOR KOTHARI PRODUCTS LIMITED</p> <p></p> <p>(DEEPAK KOTHARI)</p> <p>CHAIRMAN & MANAGING DIRECTOR</p> <p>DIN: 00088973</p>				
<p>Place: New Delhi</p> <p>Date: 28.05.2025</p>				

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Annexure 'B'



KOTHARI
PRODUCTS LIMITED

KPL/2025-26/BSE
28.05.2025

Bombay Stock Exchange Ltd. 1 st floor New Trading Ring Rotunda Building P.J.Towers Dalal Street, Fort MUMBAI – 400 001 Scrip Code : 530299	National Stock Exchange of India Ltd. Exchange Plaza, 5 th floor Plot No. C/1, G Block, Bandra Kurla Complex Bandra (E) MUMBAI – 400 051 Scrip Code : KOTHARIPRO
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Dear Sir,

Sub : Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Anurag Tandon, Chief Financial Officer of Kothari Products Ltd. ('the Company') hereby declare that the Statutory Auditors of the Company, M/s. G.M.Kapadia & Co. (Firm Registration No.104767W) has issued Audit Reports with unmodified opinion on Audited Financial Results of the Company (Standalone & Consolidated) for the quarter and year ended on 31st March, 2025.

This Declaration is given in compliance to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2016, vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016.

Kindly take this declaration on your records.

Thanking you,

Yours faithfully,
For **KOTHARI PRODUCTS LTD.**


(Anurag Tandon)
Chief Financial Officer

Admin Off : C/62, Vibgyor Tower, 14th Floor, Opp. Trident, Next to Citi Bank, Bandra Kurla Complex, Bandra (E), Mumbai - 400 098.
Tel.: 022-4311 9000 • Fax : 022-43119090 • E-mail : mumbaioffice@kothariproducts.in • GSTIN No. 27AAACK5571F1ZK

Head Off : 24/19, The Mall, Kanpur - 208001 U. P. Tel.: 91-512-2312171-74 • Fax : 91-512-2312058 • Website : www.kothariproducts.in
Corporate Identity No. : L16008UP1983PLC006254

ANNEXURE - C



Details regarding appointment of Secretarial Auditor

Sl. No.	Particulars	Details
1.	Reason for change viz. appointment,	The Board of Directors of the Company at its meeting held today i.e. Wednesday, May 28, 2025, has on the basis of recommendation of the Audit Committee, approved the appointment of M/s. Adesh Tandon & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company, for a term of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030, subject to the approval of the shareholders of the Company at the ensuing 41 st Annual General Meeting ("AGM")
2.	Date of Appointment	For a term of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030. (Subject to the approval of the shareholders of the Company at the AGM)
3.	Brief profile (in case of appointment)	<p>M/s. Adesh Tandon & Associates (ATA) is a reputed firm of Company Secretaries with the leadership of Mr. Adesh Tandon, proprietor of the firm who is fellow member of Institute of Company Secretaries of India having more than 37 years of experience in secretarial consultancy and other legal practices.</p> <p>ATA is having expertise in Secretarial Audit, Due Diligence Audit, Corporate Governance and Compliance etc. The firm also provides the services of consultancy regarding merger & amalgamation, takeover and other SEBI compliances.</p> <p>Mr. Adesh Tandon also provides his legal expertise in legal case like oppression & mismanagement and appears before judicial forums like the NCLT and NCLAT.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



Regd. Off. : "Pan Parag House", 24/19, The Mall, Kanpur - 208 001 (INDIA)

Phone : +91 512 2312171-72-73-74

E-mail : info@kothariproductions.in & kothari@kothariproductions.in

CIN No : L 16008 UP 1983 PLC 006254