

HEIL/SE-12/2024-25

May 16, 2024

To,
The Manager (Listing),
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Script Code No. : **543600**

To,
The Manager (Listing),
National Stock Exchange of India Limited
"Exchange Plaza", C-I, Block - G,
Bandra - Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol : **HARSHA**

Dear Sir/Madam,

Sub : Outcome of the Board Meeting held on Thursday, May 16, 2024

Ref : Regulation 30 and 33 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015

With reference to the subject matter and pursuant to the Regulation 30 & 33 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), and further with respect to intimation dated May 10, 2024 to Stock Exchanges for Board Meeting Scheduled to be held on May 16, 2024, we wish to inform you that the Board of Directors of the Company at its meeting held today i.e May 16, 2024 inter alia, has considered and approved the following matters:

1. Financial Results

Standalone and Consolidated Audited Financial Results for the quarter and year ended March 31, 2024 together with Auditor Reports (both Standalone and consolidated) of the Statutory Auditors, that were placed before the Board of Directors and as recommended by the Audit Committee at its meeting held today, May 16, 2024.

It is confirmed that M/s Pankaj R. Shah & Associates, Chartered Accountants (FRN: 107361W), Statutory Auditors have issued the Audit Reports with unmodified opinion on the audited standalone and consolidated financial results of the Company.

We enclosed herewith following.

Standalone and Consolidated Audited Financial Results for the quarter and year ended March 31, 2024 together with Auditors' Report of the Statutory Auditors, and declaration with respect to Audit Reports with unmodified opinion to the Audited Financial Results.

2. Dividend

The Board has recommended a final dividend of Re.1 per Equity Share of Rs. 10/-each fully paid up (10%) to the shareholders of the Company for the Financial Year ended March 31, 2024.

The dividend recommended by the Board of Directors of the Company is subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The dividend, if approved by the shareholders at the AGM, will be paid, subject to deduction of tax at source, within 30 days from the date of declaration.

3. AGM

We wish to inform you that the 14th Annual General Meeting ('AGM') of the Company will be held through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') on Monday, September 16, 2024, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

4. Record Date for AGM and Dividend

Pursuant to Regulation 42 of SEBI LODR read with Section 91 of the Companies Act, 2013 including rules made thereunder, Monday, September 9, 2024 has been fixed as the Record date for the purpose of forthcoming AGM and Dividend, if declared at the AGM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Board has fixed Monday, September 9, 2024 as the cut-off date to record entitlement of the members to cast their vote electronically for the business to be transacted at the ensuing Annual General Meeting of the Company.

5. Book Closure for AGM

Pursuant to regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 10, 2024 to Monday, September 16, 2024 (both days inclusive) for the purpose of ensuing Annual General Meeting ("AGM") of the Company.

6. Re-Appointment of Mr. Rajendra Shah (DIN: 00061922) as a Chairman & Whole-time Director of the Company for the period of five years with effect from December 25, 2024.

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, re-appointment of Mr. Rajendra Shah (DIN: 00061922) as a Chairman & Whole-time Director of the Company for the period of five years with effect from December 25, 2024 to December 24, 2029, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, are given in **Annexure A**.

7. Re-Appointment of Mr. Harish Rangwala (DIN: 00278062) as a Managing Director of the Company for the period of five years with effect from December 25, 2024.

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, re-appointment of Mr. Harish Rangwala (DIN: 00278062) as a Managing Director of the Company for the period of five years with effect from December 25, 2024 to December 24, 2029, subject to the approval of the

shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, are given in **Annexure B**.

8. Re-Appointment of Mr. Vishal Rangwala (DIN: 02452416) as a Chief Executive Officer & Whole-time Director of the Company for the period of five years with effect from December 25, 2024

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, re-appointment of Mr. Vishal Rangwala (DIN: 02452416) as a Chief Executive Officer & Whole-time Director of the Company for the period of five years with effect from December 25, 2024 to December 24, 2029, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, are given in **Annexure C**.

9. Re-Appointment of Mr. Pilak Shah (DIN: 00407960) as a Chief Operating Officer & Whole-time Director of the Company for the period of five years with effect from December 25, 2024

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, re-appointment of Mr. Pilak Shah (DIN: 00407960) as a Chief Operating Officer & Whole-time Director of the Company for the period of five years with effect from December 25, 2024 to December 24, 2029, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, are given in **Annexure D**.

10. Re-Appointment of Ms. Hetal Naik (DIN: 01990172) as a Whole-time Director of the Company for the period of five years with effect from December 25, 2024

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, re-appointment of Ms. Hetal Naik (DIN: 01990172) as a Whole-time Director of the Company for the period of five years with effect from December 25, 2024 to December 24, 2029, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, are given in **Annexure E**.

11. Appointment of Secretarial Auditor

The Board has appointed M/ s. Chirag Shah & Associates, Practicing Company Secretaries, as a Secretarial Auditor of the Company for the Financial Year 2024-25. The brief profile of the Secretarial Auditor is attached as **Annexure –F**.

12. Appointment of Cost Auditor

The Board has appointed M/ s. Kiran J. Mehta & Co, Cost Accountants as a Cost Auditor to audit the cost records of the Company for the Financial Year 2024-25 and recommended the remuneration for the approval of the members in the ensuing 14th Annual General Meeting of the Company. The brief profile of the Cost Auditor is attached as **Annexure –G**.

13. Appointment of Internal Auditor

The Board has appointed M/s. Talati & Talati LLP, Chartered Accountants and M/s MAR & Co., Chartered Accountants, Internal Auditor of the Company for Engineering business division and Solar EPC business division respectively for the Financial Year 2024-25. The brief profile of the Internal Auditors are attached as **Annexure –H**.

The meeting was commenced at 11:30 a.m and concluded at 1:30 p.m.

Kindly take the same on your records.

Yours faithfully,

FOR HARSHA ENGINEERS INTERNATIONAL LIMITED



Kiran Mohanty
Company Secretary and Chief Compliance Officer
MEM NO. : F9907



Annexure – A
Brief Profile of Mr. Rajendra Shah

Name	Mr. Rajendra Shah
Reason for Change	Re-appointment Mr. Rajendra Shah is a Chairman & Whole-time director of the Company. His current term will expire on December 24, 2024. He has been re-appointed as Chairman & Whole-time director with effect from December 25, 2024, subject to the approval of shareholders.
Re-appointment Date & Term of Reappointment	December 25, 2024 Re-appointment as Chairman & Whole-time director , for 5 years with effect from December 25, 2024 to December 24, 2029 subject to approval of the shareholders at the ensuing AGM liable to retire by rotation.
Brief Profile	Mr. Rajendra Shah holds a bachelor’s degree in Mechanical Engineering from Lukhdirji Engineering College, Morbi. He was awarded the AMA Atlas Dycechem “Outstanding Entrepreneur of the Year Award 2001” by the Ahmedabad Management Association. Currently, he is looking after overall management of our Company, particularly all financial matters. He is associated with Blind People’s Association, Ahmedabad as President. He was Chairman of CII Gujarat for 2019-20. He has over 38 years of experience in the precision engineering business for bearing cages and stamped components.
Disclosure of relationships between directors	Except as disclosed below, there is no relationship between the Directors inter-se: (i) Mr. Rajendra Shah is the father of Mr. Pilak Shah, COO & Whole-time Director and Ms. Hetal Naik. Whole-time Director of the Company.

Annexure – B
Brief Profile of Mr. Harish Rangwala

Name	Mr. Harish Rangwala
Reason for Change	Re-appointment Mr. Harish Rangwala is a Managing director of the Company. His current term will expire on December 24, 2024. He has been re-appointed as Managing Director with effect from December 25, 2024, subject to the approval of shareholders.
Re-appointment Date & Term of Reappointment	December 25, 2024 Re-appointment as Managing Director , for 5 years with effect from December 25, 2024 to December 24, 2029 subject to approval of the shareholders at the ensuing AGM liable to retire by rotation.
Brief Profile	Mr. Harish Rangwala holds a bachelor's degree in Mechanical Engineering from Lukhdirji Engineering College, Morbi. He served at Tata Chemicals and thereafter joined our Company. Currently, he is looking after overall management of our Company along with renewable energy division. He has over 38 years of experience in the precision engineering business for bearing cages and stamped components.
Disclosure of relationships between directors	Except as disclosed below, there is no relationship between the Directors inter-se: (i) Mr. Harish Rangwala is the father of Mr. Vishal Rangwala, Chairman & Whole-time Director of the Company.

Annexure – C
Brief Profile of Mr. Vishal Rangwala

Name	Mr. Vishal Rangwala
Reason for Change	Re-appointment Mr. Vishal Rangwala is a CEO & Whole-time Director of the Company. His current term will expire on December 24, 2024. He has been re-appointed as CEO & Whole-time Director with effect from December 25, 2024, subject to the approval of shareholders.
Re-appointment Date & Term of Reappointment	December 25, 2024 Re-appointment as CEO & Whole-time Director, for 5 years with effect from December 25, 2024 to December 24, 2029 subject to approval of the shareholders at the ensuing AGM liable to retire by rotation.
Brief Profile	Mr. Vishal Rangwala holds a bachelor's degree in Mechanical Engineering from University of Pune. He further holds a Master of Science degree in Engineering Management from University of Southern California. In 2005, he was appointed as a senior staff analyst at United Service - a division of United Airlines. Thereafter he joined our Company in September 2007, as a manager for marketing. He is responsible for the overall strategic directions for the Harsha group and is currently leading marketing and corporate functions. He has over 14 years of experience in the precision engineering business for bearing cages and stamped components.
Disclosure of relationships between directors	Except as disclosed below, there is no relationship between the Directors inter-se: i. Mr. Vishal Rangwala is the son of Mr. Harish Rangwala, Managing Director of the Company.

Annexure – D
Brief Profile of Mr. Pilak Shah

Name	Mr. Pilak Shah
Reason for Change	Re-appointment Mr. Pilak Shah is a COO & Whole-time Director of the Company. His current term will expire on December 24, 2024. He has been re-appointed as COO & Whole-time Director with effect from December 25, 2024, subject to the approval of shareholders.
Re-appointment Date & Term of Reappointment	December 25, 2024 Re-appointment as COO & Whole-time Director, for 5 years with effect from December 25, 2024 to December 24, 2029 subject to approval of the shareholders at the ensuing AGM liable to retire by rotation.
Brief Profile	Mr. Pilak Shah holds a bachelor's degree in Mechanical Engineering from Nirma Institute of Technology. He further holds a master's degree in Integrated Manufacturing Systems Engineering from North Carolina State University. Thereafter he joined our Company in 2006, as a manager for resource management and was thereafter, appointed as director on the Board of our Company on February 5, 2016. He is responsible for the overall strategic directions of the Harsha Group. He has over 14 years of experience in the precision engineering business for bearing cages and stamped components.
Disclosure of relationships between directors	Except as disclosed below, there is no relationship between the Directors inter-se: i. Mr. Pilak Shah is the son of Mr. Rajendra Shah Chairman & Whole-time Director and brother of Ms. Hetal Naik, Whole-time Director of the Company;

Annexure – E
Brief Profile of Ms. Hetal Naik

Name	Ms. Hetal Naik
Reason for Change	Re-appointment Ms. Hetal Naik is a Whole-time Director of the Company. His current term will expire on December 24, 2024. He has been re-appointed as Whole-time Director with effect from December 25, 2024, subject to the approval of shareholders.
Re-appointment Date & Term of Reappointment	December 25, 2024 Re-appointment as Whole-time Director, for 5 years with effect from December 25, 2024 to December 24, 2029 subject to approval of the shareholders at the ensuing AGM liable to retire by rotation.
Brief Profile	Ms. Hetal Naik holds the bachelor's degree in Mechanical Engineering from L.D. Engineering College and has completed Master of Technology in Mechanical Engineering with specialization in Design Engineering. She has been associated with our Company since 2015. She has extensive knowledge and technical skills in Designing Software's, Design Failure Mode and Effect Analysis (DFMEA), Automotive Engineering, Lean Manufacturing, Geometric Dimensioning and Tolerancing (GD&T), Sheet Metal, Total Productive Maintenance (TPM) etc. She is responsible for Health and Safety of all employees and other stakeholders who may be affected by our Company's operations. She also plays a vital role in managing TPM function of our Company.
Disclosure of relationships between directors	Except as disclosed below, there is no relationship between the Directors inter-se: i. Ms. Hetal Naik is the daughter of Mr. Rajendra Shah, Chairman & Whole-time Director and sister of Mr. Pilak Shah, COO & Whole-time Director of the Company.

Annexure – F
Brief Profile of Secretarial Auditor

Name	Chirag Shah & Associates
Reason for Change	Appointment
Appointment Date	May 16, 2024
Terms of Appointment	In accordance with resolution passed by the board of directors at their meeting held on 16 th May 2024.
Brief Profile	<p>Chirag Shah and Associates (“CSA”) was incorporated as a Proprietorship firm in the year of 2000 with a vision and having expertise knowledge by Mr. Chirag B Shah and qualified Company Secretaries as employee at present.</p> <p>In the year of 2018-19, Proprietorship firm was converted in to a Partnership firm with the same name i.e "Chirag Shah and Associates" due to expansion of practice and to serve the clients better.</p>

Annexure – G
Brief Profile of Cost Auditor

Name	M/s Kiran J. Mehta & Co.
Reason for Change	Appointment
Appointment Date	May 16, 2024
Terms of Appointment	In accordance with resolution passed by the board of directors at their meeting held on 16 th May 2024.
Brief Profile	<p>Kiran J Mehta & Co. is a Partnership firm of Cost Accountants, working since last more than four decades. It started in the year 1977 as a proprietorship concern by Late Shri Kiran kumar J. Mehta.</p> <p>Since the year 1990, it became partnership firm and as on date it is the oldest partnership firm in the Gujarat region since 1990.</p> <p>Mr. Kiran kumar J. Mehta had two Gold Medals for graduation, in the subjects of Accountancy. He also got Certificate of Merit in both the examinations of Institute of Cost Accountants of India with the national level rank. He did his Graduation and CMA in the same academic year 1973. (ICAI – CMA Membership No. Fellow - M/4733)</p>

Annexure – H
Brief Profile of Internal Auditor

Name of Auditor	Talati & Talati LLP	M A R & Co. (MARC)
Reason for change	Appointment	Appointment
Appointment Date	May 16, 2024	May 16, 2024
Terms of Appointment	Appointed as an Internal Auditor of the Company for Engineering business division for financial year 2024-25 in accordance with resolution passed by the board of directors at their meeting held on 16 th May 2024.	Appointed as an Internal Auditor of the Company for Solar EPC business division for financial year 2024-25 in accordance with resolution passed by the board of directors at their meeting held on 16 th May 2024.
Scope of Audit	Engineering Business Division	Solar EPC Business Division
Brief Profile	Talati & Talati LLP, Chartered Accountants was conceptualized by CA.Sunil Talati (Past President, ICAI) at Ahmedabad in 1976. With a constant vigor to grow and provide quality services to clients across India, the firm established its branches at Vadodara, Mumbai, Anand, Surat, Delhi, Noida, Kochi and Dubai (UAE).	M A R & Co., Chartered Accountants was incorporated on 1 st April 2014 at Ahmedabad that believes in providing the finest professional services to its clientele with its specialization in tax and regulatory matters, coupled with industry expertise, in an integrated manner.

Pankaj R. Shah & Associates

Chartered Accountants

CA. Dr. Pankaj Shah
B.Com., F.C.A., Ph.D.(Commerce)

CA. Chintan Shah
B.Com., LL.B., F.C.A.

CA. Nilesh Shah
B.Com., LL.B., F.C.A.

CA. Manali Shah
B.Com., F.C.A.

7th Floor, Regency Plaza, Opp. Rahul Tower, Near Madhur Hall, Anandnagar Cross Road, Satellite, Ahmedabad - 380015. India. Phone : +91-79-2693 1024, 2693 1026, 2693 2587, Fax : +91-79-2693 2874 URL : <http://www.prsca.in>

Independent Auditors' Report on Quarterly and Year to Date audited Standalone Ind AS Financial Results of M/s Harsha Engineers International Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Harsha Engineers International Limited

Report on audit of Standalone Ind AS Financial Results

Opinion

We have audited the accompanying Statement of Standalone Ind AS Financial results of **Harsha Engineers International Limited** (the "Company"), for the quarter and year ended March 31, 2024 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the statement:

- is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- gives a true and fair view in conformity with Indian Accounting Standard prescribed under Section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued there under 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 quarter and year ended March 31, 2024.

Basis for Opinion

We conducted our audit of the Statement in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Managements Responsibilities for the Standalone Ind AS Financial Results

The statement has been prepared on the basis of Standalone Ind AS annual financial statement. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the state of affairs (financial position), Profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors Responsibilities for the Audit of the Standalone Ind AS Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements 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 Standards on Auditing 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 Ind AS financial statements

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

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, 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 on whether the company has adequate internal financial controls system 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 management.

- Conclude on the appropriateness of management'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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial 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 standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Other Matter

The standalone annual financial results include the results for the quarter ended March 31, 2024 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subjected to a limited review by us. Our report on the Statement is not modified in respect of this matter.

For Pankaj R Shah & Associates
Chartered Accountants
(Firm Regn.No.107361W)





CA Chintan Shah
Partner

Membership No. 110142

UDIN : 24110142-BK-HCMM2563

Place: Ahmedabad

Date: 16-05-2024



HARSHA ENGINEERS INTERNATIONAL LIMITED

Regd. Office : Sarkhej-Bavla Road, Changodar, Ahmedabad- 382213, Gujarat – India; CIN:L29307GJ2010PLC063233
Ph. +91 2717 618200 Fax.+91 2717 618259, Website : www.harshaengineers.com Email : sec@harshaengineers.com

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

Particular	Quarter ended			Year ended	
	31-Mar-24	31-Dec-23	31-Mar-23	31-Mar-24	31-Mar-23
	Audited Refer Note - (3)	Unaudited	Audited Refer Note - (3)	Audited	Audited
	Rs. In lakhs			Rs. In lakhs	
REVENUE:					
Revenue from Operations	29,753	25,884	24,774	1,08,094	1,02,472
Other Income	736	1,088	597	3,048	3,163
TOTAL REVENUE	30,489	26,972	25,371	1,11,142	1,05,635
EXPENSES:					
Cost of Material Consumed	17,454	14,435	12,077	60,092	53,102
Change in Inventories of Finished Goods & Work-in-progress	(953)	(394)	166	(1,285)	916
Employee Benefits Expenses	2,943	2,922	2,786	11,814	10,904
Finance Costs	169	168	135	633	1,191
Depreciation and Amortization Expense	692	684	599	2,685	2,331
Other Expenses	5,176	5,166	4,700	20,438	19,961
TOTAL EXPENSES	25,481	22,981	20,463	94,377	88,405
PROFIT BEFORE TAXATION	5,008	3,991	4,908	16,765	17,230
Less : Tax Expenses					
(a) Current Tax	1,073	878	970	3,771	3,863
(b) Deferred Tax	176	116	258	303	528
Less : Total Tax Expenses	1,249	994	1,228	4,074	4,391
PROFIT AFTER TAXATION	3,759	2,997	3,680	12,691	12,839
Other Comprehensive Income					
i) Items that will be reclassified to profit or loss					
Gains / (Loss) of Cashflow Hedge	259	(420)	281	604	(988)
Income tax relating to these items	(65)	105	(70)	(152)	249
ii) Items that will not be reclassified to profit or loss					
Remeasurement of post-employment benefit obligations	(61)	(2)	27	(69)	(12)
Income tax relating to these items	15	1	(7)	17	3
Other Comprehensive Income	148	(316)	231	400	(748)
Total Comprehensive Income	3,907	2,681	3,911	13,091	12,091
Paid-up equity share capital - face value of ₹ 10 each	9,104	9,104	9,104	9,104	9,104
Other Equity				1,15,442	1,03,264
Earnings per Share(not annualised for the quarter)					
Basic EPS - In ₹	4.13	3.29	4.07	13.94	15.19
Diluted EPS -In ₹	4.13	3.29	4.07	13.94	15.19

Notes

(1) The above audited standalone financial results for the quarter and year ended 31 March 2024 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors in their respective meetings held on 16 May 2024. The statutory auditors have expressed an unmodified opinion.

(2) The audited standalone financial results are prepared in accordance with the Indian Accounting Standards 34 "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment Rules), 2016.

(3) Figures of the quarter ended 31 March 2024 and 31 March 2023 are the balancing figures between audited figures in respect of the full financial year and year to date figures up to the third quarter of the relevant financial year. Also the figures up to the end of third quarter had only been reviewed and not subject to audit.

(4) Refer Annexure-I for standalone statement of assets and liabilities.

(5) Refer Annexure-II for standalone statement of cash flows.

(6) Figures for the previous periods have been regrouped, reclassified and restated wherever necessary to make them comparable with the current period's figures

(7) M/s HASPL Americas Corporation, Wholly Owned Subsidiary of the Company has been terminated in accordance with applicable laws, as per certificate issued by State Corporation Commission, Virginia on 29 February 2024. The necessary accounting treatment has been given accordingly in these financials.

(8) The Company has transferred equity investment of 32,97,050 shares representing 25.9999% of Sunstream Green Energy One Pvt. Ltd, Associates of the Company to the Sunstream Green Energy Pvt. Ltd at Rs 10/- per share in accordance with Agreement for Sale of Shares dated 25 January 2024 (Share Purchase Agreement). The necessary accounting treatment has been given accordingly in these financials.



RW.

(9) Segment Reporting:					(Rs. In lakhs)	
Particular	Quarter ended			Year ended		
	31-Mar-24	31-Dec-23	31-Mar-23	31-Mar-24	31-Mar-23	
	Audited Refer Note - (3)	Unaudited	Audited Refer Note - (3)	Audited	Audited	
BUSINESS SEGMENTS INFORMATION						
1. Segment Revenues :						
a. Engineering & Others	23,776	21,202	22,882	91,548	95,936	
b. Solar-EPC and O&M	5,977	4,682	1,892	16,546	6,536	
Total Revenue from Operations	29,753	25,884	24,774	1,08,094	1,02,472	
2. Segment Operating Results (EBITDA) # :						
a. Engineering & Others	5,770	4,608	5,626	19,906	20,654	
b. Solar-EPC and O&M	99	235	16	177	98	
Total Operating Results (EBITDA)	5,869	4,843	5,642	20,083	20,752	
3. Segment Results (PBT) :						
a. Engineering & Others	4,926	3,784	4,906	16,665	17,218	
b. Solar-EPC and O&M	82	207	2	100	12	
Total Profit Before Tax (PBT)	5,008	3,991	4,908	16,765	17,230	
4. Segment Assets :						
a. Engineering & Others	1,42,853	1,38,363	1,26,519	1,42,853	1,26,519	
b. Solar-EPC and O&M	10,017	11,000	8,956	10,017	8,956	
Total Assets	1,52,870	1,49,363	1,35,475	1,52,870	1,35,475	
5. Segment Liabilities :						
a. Engineering & Others	18,042	17,429	13,823	18,042	13,823	
b. Solar-EPC and O&M	10,267	11,296	9,284	10,267	9,284	
Total Liabilities	28,309	28,725	23,107	28,309	23,107	

Operating Results (EBITDA) : Total Profit Before Finance Cost, Tax, Depreciation & Amortisation

(10) IPO Fund Utilization status report as on 31st March 2024					(Rs. In lakhs)	
Particulars				Amount		
Total IPO Proceeds				45,500		
Less: IPO Expenses				(2,560)		
Net Proceeds as per Prospectus				42,940		
Particulars				Amount as proposed in the Offer Document	Amount Utilised	Unutilised Amount
1. Pre-payment or scheduled repayment of a portion of the existing borrowing availed by the Company				27,000	27,000	-
2. Funding capital expenditure requirements towards purchase of machinery				7,795	4,693	3,102
3. Infrastructure repairs and renovation of our existing production facilities including office premises in India				712	666	46
4. General corporate purposes				7,433	7,433	-
Total				42,940	39,792	3,148

Place: Ahmedabad
Date: 16 May 2024

By order of Board of Directors
For Harsha Engineers International Limited



Rajendra Shah
Chairman & Whole-time Director
DIN: 00061922

HARSHA ENGINEERS INTERNATIONAL LIMITED		
Annexure I-Audited Standalone Statement of Assets and Liabilities as at 31 March 2024		
(Rs. In Lakhs)		
Particulars	As at	As at
	31-Mar-24	31-Mar-23
	Audited	Audited
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	25,027	23,833
Capital Work-In-Progress	696	1,096
Other Intangible Assets	31	53
Financial Assets		
Investments	31,852	23,801
Loans & Advances	2,026	1,996
Other Financial Assets	334	329
Other Tax Assets [Net]	135	155
Other Non-Current Assets	850	888
Total Non-Current Assets	60,951	52,151
Current Assets		
Inventories	28,921	29,101
Financial Assets		
Investments	19,606	16,104
Trade Receivables	26,870	21,868
Cash and Cash Equivalents	1,014	5,163
Other Bank Balances	8,670	6,909
Loans & Advances	3,972	1,123
Other Financial Assets	206	79
Other Current Assets	2,660	2,977
Total Current Assets	91,919	83,324
TOTAL ASSETS	1,52,870	1,35,475
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	9,104	9,104
Other Equity	1,15,442	1,03,264
Total Equity	1,24,546	1,12,368
Liabilities		
Non-Current Liabilities		
Financial Liabilities		
Borrowings	128	-
Lease liabilities	165	112
Other Financial Liabilities	363	267
Provisions	854	835
Deferred Tax Liabilities (Net)	1,400	1,135
Other Non-Current Liabilities	0	1
Total Non-Current Liabilities	2,910	2,350
Current Liabilities		
Financial Liabilities		
Borrowings	9,847	8,806
Lease liabilities	93	99
Trade Payables		
-Dues to Micro & Small Enterprises	405	629
-Dues to other than Micro & Small Enterprises	10,206	6,716
Other Financial Liabilities	3,293	3,029
Other Current Liabilities	1,184	1,140
Provisions	250	223
Current Tax Liabilities [Net]	136	115
Total Current Liabilities	25,414	20,757
Total Liabilities	28,324	23,107
TOTAL EQUITY AND LIABILITIES	1,52,870	1,35,475



HARSHA ENGINEERS INTERNATIONAL LIMITED

Annexure II-Audited Standalone Cash flow Statement for the year ended 31 March 2024

(Rs. In Lakhs)

Particulars	For the year ended 31-Mar-24	For the year ended 31-Mar-23
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax as per statement of Profit & Loss	16,765	17,230
Adjustments for:		
Depreciation and Amortization Expenses	2,685	2,331
Interest Income	(1,569)	(829)
Finance Cost	633	1,191
Loss/(Profit) on Sale of Investment	(1,030)	(435)
Bad debts/Provision for doubtful trade receivables	3	(284)
Share of Profit/Loss from Joint venture / Associates	(29)	(24)
Loss / (Profit) on Sale of Assets	(1)	46
Operating Profit before Working Capital Changes	17,457	19,226
Adjustments for Changes in Working Capital		
Inventories	180	159
Trade Receivables	(5,005)	(208)
Other Current Assets	(559)	3,453
Other Non-Current Assets	15	682
Trade Payables	3,266	(6,689)
Other Financial Liabilities	360	1,238
Other Current	44	(767)
Provisions	293	(1,470)
Cash Generated from Operations	16,051	15,624
Income Taxes Paid	(3,635)	(3,748)
Net Cash Flow from Operating Activities (A)	12,416	11,876
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of Property, Plant and Equipment, Capital Work-In-Progress and Other Intangibles	(3,465)	(6,819)
Proceeds from Sale of Property, Plant and Equipment	9	46
Sale / (Purchase) of Investments (Net)	(12,623)	(18,844)
Loans and Advances (Net)	8	(536)
Investment in fixed deposits with bank (Net)	(1,761)	(5,319)
Interest Income	1,569	829
Share of Profit/Loss from Joint venture / Associates	29	24
Net Cash Flow from Investing Activities (B)	(16,234)	(30,619)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from IPO of Equity Share Face Value	-	1,379
Proceed from IPO of Security Premium (Net of IPO Expenses)	(2)	42,046
Dividends Paid	(911)	-
Availment of Non-Current Borrowings	128	-
Repayment of Non-Current Borrowings	-	(12,580)
Finance Cost	(633)	(1,191)
Proceeds / (Repayment) of Current Borrowings (Net)	1,088	(7,363)
Increase / (Decrease) in Non-Current Liability	(1)	-
Net Cash Flow from Financing Activities (C)	(331)	22,291
Net Increase/(Decrease) in Cash and Cash equivalents (D) (A+B+C)	(4,149)	3,548
Particulars	For the year ended 31-Mar-24	For the year ended 31-Mar-23
Cash and Cash Equivalents at the Beginning		
Cash on Hand	6	6
Balances with Banks	5,157	1,603
	5,163	1,609
Cash and Cash Equivalents added pursuant to the Scheme of Amalgamation - 2		
Balances with Banks	-	6
	-	6
Cash and Cash Equivalents at the End		
Cash on Hand	9	6
Balances with Banks	1,005	5,157
	1,014	5,163



Pankaj R. Shah & Associates

Chartered Accountants

CA. Dr. Pankaj Shah
B.Com., F.C.A., Ph.D.(Commerce)

CA. Chintan Shah
B.Com., LL.B., F.C.A.

CA. Nilesh Shah
B.Com., LL.B., F.C.A.

CA. Manali Shah
B.Com., F.C.A.

CA. Sandip Gupta
B.Com., F.C.A.

7th Floor, Regency Plaza, Opp. Rahul Tower, Near Madhur Hall, Anandnagar Cross Road, Satellite, Ahmedabad - 380015. India. Phone : +91-79-2693 1024, 2693 1026, 2693 2587, Fax : +91-79-2693 2874 URL : <http://www.prscs.in>

Independent Auditor's Report on Audit of Quarterly and Annual Consolidated Financial Results of Harsha Engineers International Limited. ("the Parent") pursuant to the requirements of Regulations 33 and 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, as amended

TO THE BOARD OF DIRECTORS OF

Harsha Engineers International Limited

Opinion and Conclusion

We have audited the Consolidated Financial Results for the year ended March 31, 2024 and Consolidated Financial Results for the quarter ended March 31, 2024 [refer paragraph (a) of 'Other Matters' section below] both included in the accompanying "Statement of Consolidated Audited Financial Results for the Quarter and Year Ended March 31, 2024" of **Harsha Engineers International Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive income of its joint ventures and associates for the quarter and year ended March 31, 2024, submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

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 the consideration of the audit reports of the other auditors on separate financial statements of the , joint ventures and associates, referred to in Other Matters section below, the Consolidated Financial Results for year ended March 31, 2024:

- i. includes the results of the entities as under:
 1. Harsha Precision Bearing Components (China) Co. Ltd. - Subsidiary
 2. Harsha Engineers Advantek Limited - Subsidiary
 3. HASPL Americas Corporation – Subsidiary (Till 29-02-2024)
 4. Harsha Engineers Europe SRL - Subsidiary
 5. Cleanmax Harsha Solar LLP- Joint Venture
 6. Sunstream Green Energy One Private Limited-Associate (Till 25-01-2024)
- ii. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations . and Disclosure Requirements) Regulations, 2015, as amended; and
- iii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group including its joint ventures and associates for the year ended March 31, 2024.

Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2024

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 paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group and its joint ventures and 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, 2024 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Results is the responsibility of the Parent's Board of Directors and has been approved by them for the issuance. The Consolidated Financial Results for the year ended March 31, 2024, has been compiled from the related audited consolidated financial statements. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and year ended March 31, 2024 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group including its joint ventures and associates, in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS"), prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint ventures and 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 Parent, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities 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 joint ventures and associates are responsible for overseeing the financial reporting process of the Group and of its joint ventures and associates.

Auditor's Responsibilities

(a) Auditor's Responsibilities for audit of the Consolidated Financial Results for year ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2024 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 scepticism 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates 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 ability of the Group and its joint ventures and 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 Consolidated Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures and associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.
- Obtain sufficient appropriate audit evidence regarding the Financial Information of the entities within the Group, its joint ventures and associates to express an opinion on the Consolidated

Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Annual Consolidated Financial Results of which we are the independent auditors. For the entities included in the Annual Consolidated Financial Results, which have been audited by the other auditors and 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.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Consolidated Financial Results.

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

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

Other Matters

(a) The Statement includes the results for the Quarter ended March 31, 2024, being the balancing figure between the audited figures in respect of the full financial year and the published year to date figures for the 9 months ended December 31, 2023, which were subject to limited review by us.

(b) We did not audit the financial statements of 3 subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs.28,849.53 lakhs as at March 31, 2024 and total revenues of Rs.31,872.77 lakhs for the year ended March 31, 2024, total net loss after tax of Rs.1,577.01 lakhs for the year ended March 31, 2024 and total comprehensive income of Rs.(1,576.84) for the year ended March 31, 2024 and net cash inflows of Rs.593.58 lakhs for the year ended March 31, 2024, as considered in the Statement (the figures reported above are before eliminations on consolidation). These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and a joint venture, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above

(c) We did not audit the financial statements of 1 joint venture and 1 associate (Till 25-01-2024). These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these associates and a joint venture, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our report on the statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

For Pankaj R Shah & Associates
Chartered Accountants
(Firm Regn.No.107361W)

gshah



CA Chintan Shah
Partner

Membership No. 110142
UDIN : 24110142BKHC MN 8253
Place: Ahmedabad
Date: 16-05-2024



HARSHA ENGINEERS INTERNATIONAL LIMITED

Regd. Office : Sarkhej-Bavla Road, Changodar, Ahmedabad- 382213, Gujarat - India; CIN:L29307GJ2010PLC063233
Ph. +91 2717 618200 Fax.+91 2717 618259, Website : www.harshaengineers.com Email : sec@harshaengineers.com

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

Particular	Quarter ended			Year ended	
	31-Mar-24	31-Dec-23	31-Mar-23	31-Mar-24	31-Mar-23
	Audited Refer Note - (3)	Unaudited	Audited Refer Note - (3)	Audited	Audited
	Rs. In lakhs			Rs. In lakhs	
REVENUE:					
Revenue from Operations	38,040	32,445	34,369	1,39,230	1,36,402
Other Income	775	1,109	582	2,949	2,979
TOTAL REVENUE	38,815	33,554	34,951	1,42,179	1,39,381
EXPENSES:					
Cost of Material Consumed	21,863	18,592	17,848	77,905	73,373
Change in Inventories of Finished Goods & Work-in-progress	(597)	(1,052)	521	(181)	214
Employee Benefits Expenses	4,287	4,131	4,067	16,905	15,619
Finance Costs	283	284	256	1,077	1,584
Depreciation and Amortization Expense	998	1,002	915	3,932	3,612
Other Expenses	7,033	6,799	6,853	27,466	28,267
TOTAL EXPENSES	33,867	29,756	30,460	1,27,104	1,22,669
PROFIT BEFORE TAXATION	4,948	3,798	4,491	15,075	16,712
Less : Tax Expenses					
(a) Current Tax	1,092	884	970	3,797	3,846
(b) Deferred Tax	178	(54)	259	135	538
Less : Total Tax Expenses	1,270	830	1,229	3,932	4,384
PROFIT AFTER TAXATION	3,678	2,968	3,262	11,143	12,328
Less: Profit transferred to Minority Interest	-	-	0	-	0
PROFIT AFTER TAXATION (Net)	3,678	2,968	3,262	11,143	12,328
Other Comprehensive Income					
i) Items that will be reclassified to profit or loss					
Gains / (Loss) of Cashflow Hedge	259	(420)	281	604	(988)
Income tax relating to these items	(65)	105	(70)	(152)	249
ii) Items that will not be reclassified to profit or loss					
Remeasurement of post-employment benefit obligations	(61)	(2)	27	(69)	(12)
Income tax relating to these items	15	1	(7)	17	3
Other Comprehensive Income	148	(316)	231	400	(748)
Total Comprehensive Income	3,826	2,652	3,493	11,543	11,580
Paid-up equity share capital - face value of ₹ 10 each	9,104	9,104	9,104	9,104	9,104
Other Equity				1,08,424	98,073
Earnings per Share(not annualised for the quarter)					
Basic EPS - In ₹	4.04	3.26	3.58	12.24	14.59
Diluted EPS -In ₹	4.04	3.26	3.58	12.24	14.59

Key Performance Indicators *

Revenue from Operations	38,040	32,445	34,369	1,39,230	1,36,402
EBITDA ¹	6,229	5,084	5,662	20,084	21,908
EBITDA margins ²	16.37%	15.67%	16.47%	14.43%	16.06%
PAT	3,678	2,968	3,262	11,143	12,328
PAT margin ³	9.67%	9.15%	9.49%	8.00%	9.04%
Return on Average Equity ⁴				9.91%	15.40%

1 EBITDA = PBT + Depreciation and Amortization Expense + Finance Costs

2 EBITDA margin = EBITDA / Revenue from Operations

3 PAT margin = PAT / Revenue from Operations

4 Return on Average Equity = PAT / ((Beginning Equity + Ending Equity)/2)

Notes

(1) The above audited consolidated financial results for the quarter and year ended 31 March 2024 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors in their respective meetings held on 16 May 2024. The statutory auditors have expressed an unmodified opinion.

(2) The audited consolidated financial results are prepared in accordance with the Indian Accounting Standards 34 "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment Rules), 2016.

(3) Figures of the quarter ended 31 March 2024 and 31 March 2023 are the balancing figures between audited figures in respect of the full financial year and year to date figures up to the third quarter of the relevant financial year. Also the figures up to the end of third quarter had only been reviewed and not subject to audit.

(4) The audited consolidated financial results comprise of the results / financial information of the Holding Company, i.e., Harsha Engineers International Limited, its subsidiaries namely - Harsha Precision Bearing Components (China) Co. Ltd. -China, Harsha Engineers Europe SRL-Romania, Harsha Engineers Advantek Limited, HASPL Americas Corporation (till 29 February 2024) and its Joint Venture/ Associate namely - Cleanmax Harsha Solar LLP, Sunstream Green Energy One Private Limited-Associate (till date 25 January 2024).

(5) Refer Annexure-I for consolidated statement of assets and liabilities.

(6) Refer Annexure-II for consolidated statement of cash flows.

(7) Figures for the previous periods have been regrouped, reclassified and restated wherever necessary to make them comparable with the current period's figures.



(8) M/s Harsha Engineers Advantek Ltd., a wholly owned subsidiary of the Company, has commenced commercial production at its lease site in 4th quarter of financial year 2023-24.

(9) M/s HASPL Americas Corporation, Wholly Owned Subsidiary of the Company has been terminated in accordance with applicable laws, as per certificate issued by State Corporation Commission, Virginia on 29 February 2024. The necessary accounting treatment has been given accordingly in these financials.

(10) The Company has transferred equity investment of 32,97,050 shares representing 25.9999% of Sunstream Green Energy One Pvt. Ltd., Associates of the Company to the Sunstream Green Energy Pvt. Ltd at Rs 10/- per share in accordance with Agreement for Sale of Shares dated 25 January 2024 (Share Purchase Agreement). The necessary accounting treatment has been given accordingly in these financials.

(11) Segment Reporting:

(Rs. In lakhs)

Particular	Quarter ended			Year ended	
	31-Mar-24	31-Dec-23	31-Mar-23	31-Mar-24	31-Mar-23
	Audited Refer Note - (3)	Unaudited	Audited Refer Note - (3)	Audited	Audited
BUSINESS SEGMENTS INFORMATION					
1. Segment Revenues :					
a. Engineering & Others	32,063	27,763	32,477	1,22,684	1,29,866
b. Solar-EPC and O&M	5,977	4,682	1,892	16,546	6,536
Total Revenue from Operations	38,040	32,445	34,369	1,39,230	1,36,402
2. Segment Operating Results (EBITDA) # :					
a. Engineering & Others	6,063	4,849	5,646	19,840	21,810
b. Solar-EPC and O&M	166	235	16	244	98
Total Operating Results (EBITDA)	6,229	5,084	5,662	20,084	21,908
3. Segment Results (PBT) :					
a. Engineering & Others	4,799	3,591	4,489	14,908	16,700
b. Solar-EPC and O&M	149	207	2	167	12
Total Profit Before Tax (PBT)	4,948	3,798	4,491	15,075	16,712
4. Segment Assets :					
a. Engineering & Others	1,41,920	1,40,937	1,35,558	1,41,920	1,35,558
b. Solar-EPC and O&M	10,017	11,000	8,956	10,017	8,956
Total Assets	1,51,937	1,51,937	1,44,514	1,51,937	1,44,514
5. Segment Liabilities :					
a. Engineering & Others	27,782	26,753	28,053	27,782	28,053
b. Solar-EPC and O&M	10,267	11,296	9,284	10,267	9,284
Total Liabilities	38,049	38,049	37,337	38,049	37,337

Operating Results (EBITDA) : Total Profit Before Finance Cost, Tax, Depreciation & Amortisation

(12) IPO Fund Utilization status report as on 31st March 2024

(Rs. In lakhs)

Particulars	Amount
Total IPO Proceeds	45,500
Less: IPO Expenses	(2,560)
Net Proceeds as per Prospectus	42,940

Particulars	Amount as proposed in the Offer Document	Amount Utilised	Unutilised Amount
1. Pre-payment or scheduled repayment of a portion of the existing borrowing availed by the Company	27,000	27,000	-
2. Funding capital expenditure requirements towards purchase of machinery	7,795	4,693	3,102
3. Infrastructure repairs and renovation of our existing production facilities including office premises in India	712	666	46
4. General corporate purposes	7,433	7,433	-
Total	42,940	39,792	3,148

Place: Ahmedabad
Date: 16 May 2024

By order of Board of Directors
For Harsha Engineers International Limited



Rajendra Shah
Chairman & Whole-time Director
DIN: 00061922

HARSHA ENGINEERS INTERNATIONAL LIMITED		
Annexure I-Audited Consolidated Statement of Assets and Liabilities as at 31 Mrch 2024		
(Rs. In Lakhs)		
Particulars	As at	
	31-Mar-24	31-Mar-23
	Audited	Audited
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	34,499	31,359
Capital Work-In-Progress	1,515	1,162
Goodwill on Consolidation	7,175	7,175
Other Intangible Assets	103	133
Financial Assets		
Investments	3,801	3,314
Loans & Advances	11	8
Other Financial Assets	737	329
Other Tax Assets [Net]	138	158
Other Non-Current Assets	2,323	1,112
Total Non-Current Assets	50,302	44,750
Current Assets		
Inventories	35,366	37,688
Financial Assets		
Investments	19,607	16,104
Trade Receivables	31,893	28,037
Cash and Cash Equivalents	1,500	6,244
Other Bank Balances	10,661	7,115
Loans & Advances	3,936	1,045
Other Financial Assets	206	79
Other Current Assets	3,189	3,452
Total Current Assets	1,06,358	99,764
TOTAL ASSETS	1,56,660	1,44,514
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	9,104	9,104
Other Equity	1,08,424	98,073
Total Equity	1,17,528	1,07,177
Liabilities		
Non-Current Liabilities		
Financial Liabilities		
Borrowings	294	791
Lease liabilities	332	426
Other Financial Liabilities	381	267
Provisions	859	835
Deferred Tax Liabilities (Net)	765	663
Other Non-Current Liabilities	0	1
Total Non-Current Liabilities	2,631	2,983
Current Liabilities		
Financial Liabilities		
Borrowings	16,948	16,903
Lease liabilities	93	99
Trade Payables		
-Dues to Micro & Small Enterprises	411	629
-Dues to other than Micro & Small Enterprises	12,882	11,114
Other Financial Liabilities	4,149	3,552
Other Current Liabilities	1,630	1,736
Provisions	250	223
Current Tax Liabilities [Net]	138	98
Total Current Liabilities	36,501	34,354
Total Liabilities	39,132	37,337
TOTAL EQUITY AND LIABILITIES	1,56,660	1,44,514



HARSHA ENGINEERS INTERNATIONAL LIMITED

Annexure II-Audited Consolidated Cash flow Statement for the year ended 31 March 2024

(Rs. In Lakhs)

Particulars	For the year ended 31-Mar-24	For the year ended 31-Mar-23
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax as per statement of Profit & Loss	15,075	16,712
Adjustments for:		
Depreciation and Amortization Expenses	3,932	3,612
Interest Income	(1,484)	(739)
Finance Cost	1,077	1,584
Loss/(Profit) on Sale of Investment	(1,124)	(435)
Foreign Currency Translation Reserve	(88)	(196)
Bad debts/Provision for doubtful trade receivables	16	(284)
Share of Profit/Loss from Joint venture / Associates	(29)	(24)
Loss / (Profit) on Sale of Assets	(19)	47
Operating Profit before Working Capital Changes	17,356	20,277
Adjustments for Changes in Working Capital		
Inventories	2,322	(116)
Trade Receivables	(3,872)	522
Other Current Assets	(655)	3,506
Other Non-Current Assets	(388)	682
Trade Payables	1,550	(6,411)
Other Financial Liabilities	711	1,127
Other Current	(106)	(648)
Provisions	320	(1,488)
Cash Generated from Operations	17,238	17,451
Income Taxes Paid	(3,659)	(3,748)
Net Cash Flow from Operating Activities (A)	13,579	13,703
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of Property, Plant and Equipment, Capital Work-In-Progress and Other Intangibles	(7,453)	(7,439)
Proceeds from Sale of Property, Plant and Equipment	48	55
Sale / (Purchase) of Investments (Net)	(4,966)	(18,836)
Loans and Advances (Net)	(1,376)	(391)
Investment in fixed deposits with bank (Net)	(3,546)	(5,326)
Interest Income	1,484	739
Share of Profit/Loss from Joint venture / Associates	29	24
Net Cash Flow from Investing Activities (B)	(15,780)	(31,174)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from IPO of Equity Share Face Value	-	1,379
Proceed from IPO of Security Premium (Net of IPO Expenses)	(2)	42,046
Dividends Paid	(911)	-
Availment of Non-Current Borrowings	128	-
Repayment of Non-Current Borrowings	(625)	(12,993)
Finance Cost	(1,077)	(1,584)
Proceeds / (Repayment) of Current Borrowings (Net)	(55)	(7,274)
Changes in Non-Current Liability	(1)	-
Net Cash Flow from Financing Activities (C)	(2,543)	21,574
Net Increase/(Decrease) in Cash and Cash equivalents (D) (A+B+C)	(4,744)	4,103
Particulars	For the year ended 31-Mar-24	For the year ended 31-Mar-23
Cash and Cash Equivalents at the Beginning		
Cash on Hand	10	6
Balances with Banks	6,234	2,135
	6,244	2,141
Cash and Cash Equivalents at the End		
Cash on Hand	10	10
Balances with Banks	1,490	6,234
	1,500	6,244

