Kovilpatti Lakshmi Roller Flour Mills Limited

Regd.Office & Flour Mill	Phone :+91 – 462 – 2486532 (4 Lines)
75/8, Benares Cape Road	Mobile: +91 – 94433 – 75445
Gangaikondan – 627 352	Fax :+91 – 462 - 2486132
Tirunelveli District	E-Mail: ho@klrf.in
Tamil Nadu	Web : www.klrf.in
CIN : L15314TN1961PLC004674	GSTN : 33AAACK6029N1ZF

REF/BSE/2023-24/ 2nd February 2024

BSE Limited
BSE's Corporate Relationship Department
First Floor, New Trading Ring
Rotunda Building, P. J.Towers
Dalal Street
Mumbai – 400001.

Dear Sir,

Scrip Code: 507598

Sub: Outcome of Board Meeting

Ref: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), we hereby intimate that the Board of Directors of Kovilpatti Lakshmi Roller Flour Mills Limited ('Company'), at their meeting held on, Friday, 2nd February 2024, has inter alia considered and approved the following matters.

1. **Issue and allotment of equity shares pursuant to the Scheme of Amalgamation**

   Pursuant to the Scheme of Amalgamation of Raya Foods Private Limited ("Transferor Company") with Kovilpatti Lakshmi Roller Flour Mills Limited ("Transferee Company") sanctioned by the National Company Law Tribunal, Chennai Bench vide order dated 5th January 2024 & 18th January 2024 coming into effect, the Board of Directors of the Company have allotted 35,00,000 equity shares of Rs. 10/- each in the Company to those shareholders whose names appeared on the Register of Members of Raya Foods Private Limited (Transferor Company) as on 1st February 2024, being the record date fixed by the Transferor Company for the said purpose.

   The equity shares allotted above, shall be listed on BSE Limited (BSE) and shall rank pari-passu in all respects with the existing equity shares of the Company.

   Consequent to the above allotment, the issued and paid-up equity share capital of the Company stands increased from Rs. 5,54,14,760/- comprising of 55,41,476 equity shares of Rs. 10/- each to Rs. 9,04,14,760/- comprising of 90,41,476 equity shares of Rs. 10/- each.

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2. **Unaudited financial result for the quarter and nine months ended 31st December 2023.**

   Pursuant to Regulation 33 of the Listing Regulations, we enclose herewith the unaudited financial results for the quarter and nine months ended 31st December 2023 along with Segment Reporting and Limited Review Reports of the Statutory Auditor dated 2nd February 2024. The statutory auditor has expressed an unmodified audit opinion in this regard.

   Pursuant to Regulation 47 of the Listing Regulations, an extract of the unaudited financial results for the quarter and nine months ended 31st December 2023 will be published in the prescribed format in English and Tamil newspapers within the stipulated time. The financial results of the Company will also be placed on the website of the Company (www.klrf.in).

3. **Approval for purchase of vacant land in Thiruvandarkoil, Pondicherry – 605102.**

   The Board of Directors has granted their approval to purchase a vacant land admeasuring to the extent of 1.29 acres (approx.) situated at Thiruvandarkoil, Pondicherry -605102 from unrelated third-party seller(s) for commercial purposes of the Company. We will intimate the material development, if any, in relation to the vacant land proposed to be acquired to the Stock Exchange promptly.

Kindly take the above on record.

The meeting commenced at 10:00 AM (IST) and concluded at 12:10 PM (IST).

Thanking you,

Yours faithfully,
For Kovilpatti Lakshmi Roller Flour Mills Limited

SANKARACURTALAM PIRAMUTHU
Digitally signed by SANKARACURTALAM PIRAMUTHU
Date: 2024.02.02 12:11:03 +05'30'

S. Piramuthu
Company Secretary and Compliance Officer
FCS No: 9142

MARIMUTHU AND ASSOCIATES
CHARTERED ACCOUNTANTS

CA. P. MARIMUTHU
B.Com, F.C.A
Proprietor

Independent Auditor's Review Report on the quarter and nine months ended Standalone Financial Results of the Kovilpatti Lakshmi Roller Flour Mills Limited (formerly KLRF Limited) pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended:

To

The Board of Directors

Kovilpatti Lakshmi Roller Flour Mills Limited

Gangaikondan

1. I have reviewed the accompanying statement of unaudited financial results of **Kovilpatti Lakshmi Roller Flour Mills Limited (formerly KLRF Limited)** (the "Company") for the quarter and nine months ended December 31, 2023 (referred as the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015"), as amended from time to time.

   The Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Further, the Management is also responsible to ensure that the accounting policies used in the preparation of this Statement are consistent and prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies and initialled by me for identification purposes. My responsibility is to issue a report on the Statement based on my review.

2. I conducted my review of the statement 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 Institute of Chartered Accountants of India (ICAI). This Standard requires that I plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement.

3. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with standards on auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

MARIMUTHU AND ASSOCIATES
FRN 014572 S
CHARTERED ACCOUNTANTS

58A Sivapuram I Tirunelveli – 627001.
Contact: 90252-88574 I Email: auditorpm@yahoo.co.in

4. The Statement of the company includes the financial information of the Engineering division of the company whose financial information reflects total assets of Rs.5,567.35 lakhs as at 31st December 2023 and the total revenue of Rs.7,545.00 lakhs for upto the period ended on that date. The financial information of the Engineering division has been reviewed by the branch auditors whose reports have been furnished to me by the management and my review so far as it relates to this branch, is based solely on the report of the branch auditors.

5. I draw attention to Note 4 of the Statement in respect of the Scheme of Amalgamation between the company and M/s. Raya Foods Private Limited (Transferor Company) from the appointed date of April 1, 2022, as approved by the Hon'ble National Company Law Tribunal, Chennai Bench vide its order dated 5th January 2024. The Accounting treatment pursuant to the Scheme has been given effect from the date required under IND AS 103 – Business Combinations (i.e.) from April 1, 2022. Accordingly, the figures for the quarter and nine months ended December 31, 2022, the year ended March 31, 2023, and the quarter ended September 30, 2023, have been restated to give effect to the aforesaid merger. My opinion is not modified in respect to this matter.

6. Based on my review conducted as above, nothing has come to my attention that causes me to believe that the Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard ("Ind AS") specified under Section 133 of the companies act, 2013 as amended, read with the relevant rules issued thereunder and other recognised accounting practices and policies and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 read with SEBI circular dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Marimuthu and Associates
Chartered Accountants
Firm Registration No.014572S

MARIMUTHU AND ASSOCIATES
FRN 014572 S
CHARTERED ACCOUNTANTS

CA. P Marimuthu
Membership No. 005770

Place: Tirunelveli
Date: February 02, 2024
UDIN: 24005770BKFCJA2244

Kovilpatti Lakshmi Roller Flour Mills Limited

Regd. Office: 75/8, Benares Cape Road, Gangaikondan – 627352

Telephone : +91 462-248 6532 Fax : +91 462-248 6132 E-mail : ho@klrf.in Website : www.klrf.in

CIN : L15314TN1961PLC004674

Statement of standalone unaudited financial results for the quarter and nine months ended December 31, 2023

Rs.in Lakhs

Sl No	Particulars	Three months ended			Nine months ended		Year ended
		December 31, 2023 (unaudited)	September 30, 2023 (unaudited)	December 31, 2022 (unaudited)	December 31, 2023 (unaudited)	December 31, 2022 (unaudited)	March 31, 2023 (audited)
	Income from Operations						
1	(a) Revenue from operations	10,363.32	11,198.58	10,452.86	31,267.98	30,166.48	40,541.05
2	(b) Other income(Net)	33.54	43.68	37.88	113.92	537.73	575.25
3	**Total Income (1+2)**	**10,396.86**	**11,242.26**	**10,490.74**	**31,381.90**	**30,704.21**	**41,116.30**
4	**Expenses**						
	a) Cost of materials consumed	7,197.91	8,166.48	7,684.13	22,367.46	21,900.11	29,271.69
	b) Purchase of stock in trade	459.65	113.79	129.05	761.84	385.62	524.79
	c) Changes in inventories of finished goods, work in progress and stock in trade	35.28	29.98	(67.60)	51.72	(36.94)	151.61
	d) Employees benefits expense	494.04	449.22	438.89	1,363.25	1,220.78	1,916.25
	e) Finance cost	231.95	218.36	237.87	628.91	602.69	775.33
	f) Depreciation and amortisation expense	163.86	160.99	160.61	479.08	480.56	630.92
	g) Other expenses	1,569.83	1,671.83	1,680.46	4,773.78	4,846.05	6,426.85
	Total expenses (4)	**10,152.52**	**10,810.65**	**10,263.41**	**30,426.04**	**29,398.87**	**39,697.44**
5	**Profit before exceptional items and tax (3-4)**	**244.34**	**431.61**	**227.33**	**955.86**	**1,305.34**	**1,418.86**
6	Exceptional items	-	-	-	-	-	-
7	**Profit before tax (5-6)**	**244.34**	**431.61**	**227.33**	**955.86**	**1,305.34**	**1,418.86**
8	**Tax expense**						
	Current tax	50.58	112.52	39.72	239.78	228.07	247.90
	Deferred tax	23.59	12.40	29.13	37.58	129.32	161.32
	Total tax expenses (8)	74.17	124.92	68.85	277.36	357.39	409.22
9	**Profit for the period from continuing operations (7-8)**	**170.17**	**306.69**	**158.48**	**678.50**	**947.95**	**1,009.64**
10	**Profit / (Loss) from discontinued operations**	-	-	-	-	-	-
11	Tax expense of discontinued operations	-	-	-	-	-	-
12	**Profit / (Loss) from discontinued operations (after tax) (10-11)**	-	-	-	-	-	-
13	**Profit for the period (9+12)**	**170.17**	**306.69**	**158.48**	**678.50**	**947.95**	**1,009.64**
14	**Other comprehensive income , net of income tax**						
	a) (i) items that will not be reclassified to profit or loss	1.15	(0.14)	(6.17)	2.56	(18.52)	6.60
	(ii) income tax relating to items that will not be reclassified to profit or loss	(0.32)	0.04	1.72	(0.71)	5.15	(1.84)
	Total other comprehensive income , net of income tax	**0.83**	**(0.10)**	**(4.45)**	**1.85**	**(13.37)**	**4.76**
15	**Total comprehensive income for the period (13+14) (comprising Profit /(Loss) and other comprehensive for the period**	**171.00**	**306.59**	**154.03**	**680.35**	**934.58**	**1,014.40**

MARIMUTHU AND ASSOCIATES CHARTERED ACCOUNTANTS FRN 014572 S

Rs.in Lakhs

Sl No	Particulars	Three months ended			Nine months ended		Year ended
		December 31, 2023 (unaudited)	September 30, 2023 (unaudited)	December 31, 2022 (unaudited)	December 31, 2023 (unaudited)	December 31, 2022 (unaudited)	March 31, 2023 (audited)
16	Paid-up equity share capital	904.15	904.15	904.15	904.15	904.15	904.15
	Face value per share (Rs)	10.00	10.00	10.00	10.00	10.00	10.00
17	Other equity (excluding revaluation reserve)						5,095.31
18	Earning per share (Rs) (not annualised)						
	- Basic	1.88	3.39	1.75	7.50	10.48	11.17
	- Diluted	1.88	3.39	1.75	7.50	10.48	11.17

Notes:

1 In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the above unaudited financial results for the quarter and nine months ended December 31, 2023, as reviewed and recommended by the Audit Committee of the Board, has been approved by the Board of Directors at its meeting held on 02nd February, 2024

2 The statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 (as amended) and other recognised accounting practices and policies to the extent applicable.

3 The Hon'ble National Company Law Tribunal, Chennai Bench vide orders dated 5th January 2024 and 18th January 2024 had sanctioned the Scheme of Amalgamation of Raya Foods Private Limited with the Company under Sections 230 to 232 of the Companies Act, 2013 with effect from the appointed date of 1st April 2022. The said Scheme was filed with the Registrar of Companies by both the Transferor Company and Transferee Company on 1st February 2024 consequent to which the Scheme had come into effect. Pursuant to the Scheme, the Company has accounted for the above mergers using the "Pooling of Interest" method as prescribed in Indian Accounting Standards – 103 – Accounting for Business Combinations. Consequently, the previous period's figures in the financial results have been accordingly restated from 1st April 2022.
Further, the Board of Directors of the Company at their meeting held today allotted 35,00,000 equity shares of Rs. 10/- each in the Company to the shareholders of Raya Foods Private Limited pursuant to the said Scheme of Amalgamation. The shares allotted by the Company will rank pari pasu in all respects with the existing equity shares of the Company. Accordingly, the Earnings Per Share (EPS) has been restated for all the periods presented.

Place : Coimbatore
Date : 2nd February, 2024

MARIMUTHU AND ASSOCIATES * CHARTERED ACCOUNTANTS * FRN 014572 S

For Kovilpatti Lakshmi Roller Flour Mills Limited

Suresh Jagannathan
Executive Chairman
DIN : 00011326

4 The Company has organised the business into two segments viz. Food and Engineering. This reporting complies with the Ind AS segment reporting principles.

Rs.in lakhs

Particulars	Three months ended			Nine months ended		Year ended
	December 31, 2023 (unaudited)	September 30, 2023 (unaudited)	December 31, 2022 (unaudited)	December 31, 2023 (unaudited)	December 31, 2022 (unaudited)	March 31, 2023 (audited)
Segment revenue						
a) Food division	8,285.40	8,412.62	7,745.84	23,836.90	21,235.71	28,918.51
b) Engineering division	2,111.46	2,829.64	2,744.90	7,545.00	9,468.50	12,197.79
Revenue from operations (Net)	**10,396.86**	**11,242.26**	**10,490.74**	**31,381.90**	**30,704.21**	**41,116.30**
Segment results						
Profit (+) / Loss (-) before tax and finance cost						
a) Food division	405.09	276.98	342.73	931.93	1,235.87	1,515.18
b) Engineering division	71.20	372.99	122.47	652.84	672.16	679.01
Total	476.29	649.97	465.20	1,584.77	1,908.03	2,194.19
Add/ Less : Finance Cost	231.95	218.36	237.87	628.91	602.69	775.33
Profit /(Loss) from continuing operations	244.34	431.61	227.33	955.86	1,305.34	1,418.86
Profit/(Loss) from discontinued operations	-	-	-	-	-	-
Profit Before Tax	**244.34**	**431.61**	**227.33**	**955.86**	**1,305.34**	**1,418.86**
Segment assets						
a) Food division	14,648.39	13,618.00	11,941.07	14,648.39	11,941.07	10,683.31
b) Engineering division	5,567.35	5,822.37	6,688.45	5,567.35	6,688.45	5,976.34
b) Other unallocable corporate assets	437.67	237.87	306.47	437.67	306.47	373.96
Total assets	**20,653.41**	**19,678.24**	**18,935.99**	**20,653.41**	**18,935.99**	**17,033.61**
Segment liabilities						
a) Food division	9,280.57	8,491.61	7,814.69	9,280.57	7,814.69	6,373.80
b) Engineering division	3,927.27	3,986.57	4,486.78	3,927.27	4,486.78	3,924.76
c) Other unallocable corporate liabilities	876.56	691.24	711.98	876.56	711.98	735.60
Total liabilities	**14,084.40**	**13,169.42**	**13,013.45**	**14,084.40**	**13,013.45**	**11,034.16**
Capital employed (Segment assets-Segment liabilities)						
a) Food division	5,367.82	5,126.39	4,126.38	5,367.82	4,126.38	4,309.51
b) Engineering division	1,640.08	1,835.80	2,201.67	1,640.08	2,201.67	2,051.58
Total capital employed in segments	7,007.90	6,962.19	6,328.05	7,007.90	6,328.05	6,361.09
Unallocable corporate assets less corporate liabilities	(438.89)	(453.37)	(405.51)	(438.89)	(405.51)	(361.64)
Total capital employed	**6,569.01**	**6,508.82**	**5,922.54**	**6,569.01**	**5,922.54**	**5,999.45**

MARIMUTHU AND ASSOCIATES ★ CHARTERED ACCOUNTANTS ★ FRN 014572 S