

**SADHAV**

Sadhav Shipping Ltd.

Since 1992

Ref: SSL/NSE/003/2024-25

Date: 14/05/2024

To,
The General Manager,
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400051.

COMPANY CODE: SADHAV**SUBJECT: OUTCOME OF BOARD MEETING DATED 14TH MAY, 2024.**

Dear Sir/Madam,

JWith reference to our letter no. SSL/NSE/002/2024-25 dated 7th May, 2024 and pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors at their Meeting held today (i.e. Tuesday, 14th May, 2024), has, inter-alia, transacted the following business:

1. Approved the Audited Financial Results of the Company for the half year and financial year ended 31st March, 2024 as recommended by the Audit Committee.

Pursuant to the provisions of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:

1. Audited Financial Results for the half year and financial year ended 31st March, 2024 along with the statement of Assets & Liabilities and Cash Flow Statement of the Company and Cash Flow Statement as on that date.
2. Auditors' Report on Financial Results for the half year and financial year ended 31st March, 2024, duly issued by the Statutory Auditor of the Company; and
3. Declaration regarding Auditor's Report with unmodified opinion on the Audited Financial Results of the Company for the financial year ended on 31st March, 2024.

The meeting commenced at 1:20 p.m. and concluded at 2:30 p.m.

The results will be published in the newspapers in terms of Regulation 47(1) (b) of SEBI (LODR) Regulations, 2015 in due course.

You are requested to kindly take the above information on record.

Yours faithfully,

For Sadhav Shipping Limited



Ms. Madhuri Shrigopal Rathi
Company Secretary and Compliance Officer
Membership No: A71331

Encl: A/a

Corporate Office

618, Laxmi Plaza, New Link Road,
Andheri (W), Mumbai 400053
+91 22 4000 33 55
+91 22 4000 33 66

shipping@sadhav.com
www.sadhav.com

CIN : U35100MH1996PLC101909

Registered Office

521, Loha Bhavan, P.D' Mello Rd,
Masjid (E), Mumbai 400009
+91 22 2348 25 24
+91 22 2348 25 26

SADHAV SHIPPING LIMITED
CIN No.U35100MH1996PLC101909

Reg Office Address: 521, 5th Floor, Loha Bhavan, P D Mello Road, Masjid East, Mumbai - 400009.

Corporate Office: 618, 6th Floor, Laxmi Plaza, New Link Road, Andheri (West), Mumbai - 400053.

Email Id: cs@sadhav.com, accounts@sadhav.com, Website: www.sadhavshipping.com

Standalone Statement of Assets & Liabilities as on March 31, 2024

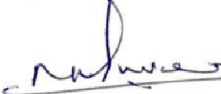
Rs. (In Lakhs)

Particulars	As at	
	March, 2024 (Audited)	March, 2023 (Audited)
ASSETS		
1 Non - current assets		
Property, Plant & Equipment	7,339.19	6,889.02
Capital Work-in-progress	5,125.89	2,298.16
Investment Property	-	-
Other Intangible Assets	0.95	0.95
Financial Assets		
(i) Investments	-	-
(ii) Loans	-	-
(iii) Derivative assets	-	-
(iv) Other financial assets	-	-
Deferred Tax Asset (net)	-	-
Other non-current Assets	1,240.44	72.00
Total non current assets	13,706.47	9,260.13
2 Current assets		
Inventories	-	-
Financial Assets		
(i) Investments	-	-
(ii) Trade Receivables	1,110.42	882.78
(iii) Cash & cash equivalents	697.67	489.54
(iv) Loans	-	-
(v) Other financial assets	-	-
Other current assets	2,440.77	996.26
Total current assets	4,248.86	2,368.58
Total Assets	17,955.33	11,628.71
EQUITY AND LIABILITIES		
1 Equity		
Equity share capital	1,435.26	295.25
Other equity	7,365.95	3,799.21
Total Equity	8,801.21	4,094.46
2 Liabilities		
i. Non current liabilities		
(a) Financial liabilities		
(i) Borrowings	5,836.71	4,660.49
(ii) Trade payables	-	-
(iii) Other financial liabilities	-	-
(b) Deffered tax liability (Net)	669.95	519.90
(c) Other non-current liabilities	-	-
(d) Long term provisions	101.83	81.60
Total non current liabilities	6,608.49	5,261.99
ii. Current liabilities		



(a) Financial liabilities		
(i) Short-term borrowings	865.85	866.95
(ii) Trade payables		
- Total O/s dues to micro & small enterprises	76.79	
- Total O/s dues to creditors other than micro & small	1,071.96	804.01
(iii) Other financial liabilities	-	-
(b) Other current liabilities	498.45	564.61
(c) Short term provisions	30.84	36.68
(d) Current tax liabilities (net)	1.75	-
Total current liabilities	2,545.63	2,272.25
Total liabilities	9,154.12	7,534.24
Total equity & liabilities	17,955.33	11,628.71

For Suvarna & Katdare
Chartered Accountants
FRN : 125080W



Ravindra Raju Suvarna
Partner
M. No.: 032007



Place : Mumbai

Date : May 14, 2024

UDIN : 24032007BKAJQD4923

For and on behalf of the Board of Directors
Sadhav Shipping Limited



Kamalkant Choudhury
Chairman & Managing Director
DIN 00249338



Place : Mumbai

Date : May 14, 2024

SADHAV SHIPPING LIMITED

CIN No.U35100MH1996PLC101909

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Standalone Financial Results for the half year and financial year ended March 31, 2024

Particulars	Half yearly			(Rs. in Lakhs except EPS)	
				Year ended	
	March 31, 2024	September 30, 2023	March 31, 2023	March 31, 2024	March 31, 2023
Whether results are audited or unaudited	Audited	Audited	Audited	Audited	Audited
Revenue from Operations	5055.72	3368.91	7780.84	8424.63	7780.84
Other Income	28.89	16.78	109.75	45.67	109.75
Total Income	5,084.61	3,385.69	7,890.59	8,470.30	7,890.59
Expenses:					
Cost of Materials Consumed	2632.81	1274.01	3,640.83	3906.82	3,640.83
Purchase of Stock-in Trade	-	-	-	-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	-	-	-	-	-
Employees benefits expense	721.13	735.97	1,688.61	1457.1	1,688.61
Finance Costs	215.01	217.94	354.27	432.95	354.27
Depreciation and amortisation expense	223.29	214.74	436.60	438.03	436.60
Other Expenses	619.66	399.18	781.05	1,018.84	781.05
Total Expenses	4,411.89	2,841.85	6,901.36	7,253.74	6,901.36
Profit before exception items and tax	672.72	543.84	989.23	1,216.56	989.23
Exceptional items	-	-	-	-	-
Profit before tax	672.72	543.84	989.23	1,216.56	989.23
Tax Expenses					
Current Tax	84.07	67.93	76.28	152	76.28
Deferred Tax	81.11	68.94	137.52	150.05	137.52
Net Profit for the period	507.55	406.97	775.44	914.52	775.44
Other Comprehensive Income (after tax)	-	-	-	-	-
A (i) Items that will not be reclassified to profit or	-	-	-	-	-
(ii) Income tax relating to items that will not be	-	-	-	-	-
B (i) Items that will be reclassified to profit or loss	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
Total Comprehensive Income (5+6)	507.55	406.97	775.44	914.52	775.44
Earnings per Share (EPS) (Face value: Rs.10/- per shares)					
(a) Basic	3.54	13.78	26.26	6.37	26.26
(b) Diluted	3.54	13.78	26.26	6.37	26.26

For Suvarna & Katdare
Chartered Accountants
FRN : 125080W

For and on behalf of the Board of Directors
Sadhav Shipping Limited





Ravindra Raju Suvarna
Partner
M. No.: 032007





Kamalkant Choudhury
Chairman & Managing Director
DIN 00249338

Place : Mumbai
Date : May 14, 2024

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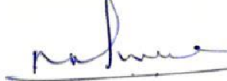
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Rs. (In Lakhs)

Particulars	Period Ended	
	March, 2024	March, 2023
Cash Flows from Operating Activities		
Profit Before Taxation	1,216.56	989.23
<i>Adjustments for:</i>		
Depreciation	438.03	436.60
Interest Paid	432.95	354.27
Operating Profit before Working Capital Changes	2,087.54	1,780.10
<i>Working Capital Changes:</i>		
(Increase) / Decrease in Trade Receivables	(227.64)	8.88
(Increase) / Decrease in Inventories	-	-
(Increase) / Decrease in Other Current Assets	(1,453.05)	38.60
(Increase) / Decrease in Other Non - Current Assets	(1,168.44)	-
Increase / (Decrease) in Trade Payables	344.73	253.16
(Increase) / Decrease in Investments	-	0.76
Increase / (Decrease) in Non-Current Liabilities	20.23	81.60
Increase / (Decrease) in Short-term Provisions	(5.85)	19.35
Increase / (Decrease) in Other Current Liabilities	(56.98)	177.42
Cash Generated from Operations	(459.46)	2,359.87
Income Taxes Paid	152.00	76.28
MAT Entitlement Reversal / Prior Period Taxes	25.63	2,626.91
Net Cash from Operating Activities	(637.09)	(343.32)
Cash Flows from Investing Activities		
Purchase of property, plant and equipment / CWIP)	(3,711.37)	(4,997.57)
Proceeds from Sale of Equipment	0.48	-
Investment Income	-	-
<i>Net cash used in investing activities</i>	(3,710.90)	(4,997.57)
Cash Flows from Financing Activities		
Proceeds from Issue of share capital	3,817.86	-
Proceeds from long-term borrowings	2,178.89	3,707.14
Payment of long-term borrowings	(1,007.69)	(289.88)
Interest paid	(432.95)	(354.27)
<i>Net cash used in Financing Activities</i>	4,556.11	3,062.99
Net Increase / (Decrease) in Cash and Cash equivalents	208.13	(2,277.90)
Cash and Cash equivalents at beginning of Year	489.54	325.02
Cash and Cash equivalents at end of Year	697.67	489.54

For Suvarna & Katdare
Chartered Accountants
FRN : 125080W



Ravindra Raju Suvarna
Partner
M. No.: 032007



Place : Mumbai
Date : May 14, 2024

UDIN : 24032007BKAJQD4923

For and on behalf of the Board of Directors
Sadhav Shipping Limited



Kamalkant Choudhury
Chairman & Managing Director
DIN 00249338



Place : Mumbai
Date : May 14, 2024



SUVARNA & KATDARE

CHARTERED ACCOUNTANTS

80E, MULJI MISTRY BLDG., 61, TEJAPL ROAD, OPP. PARLE BISCUIT FACTORY, VILE PARLE (EAST), MUMBAI - 400057.

TEL.: 26115621 / 26114526

EMAIL: rrs_suvarna@yahoo.com

INDEPENDENT AUDITOR'S REPORT on the Half yearly and Year to Date Standalone Financial Results of the Company, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

To,
The Board of Directors,
Sadhav Shipping Limited

Report on the audit of the Standalone Financial Results

We have audited,

- a) the Standalone Financial Results for the year ended March 31, 2024 and
- (b) reviewed the Standalone Financial Results for the half year ended March 31, 2024 (refer "Other Matter" section below), which were subject to limited review by us, both included in the accompanying "standalone financial results for the half year and year ended March 31, 2024" of Sadhav Shipping Limited (the "Company") (the "Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") and measurement principles laid down in Indian Accounting Standards IND-AS 34.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements 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 financial statements under the provisions of the Companies Act, 2013 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.





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Key Audit Matters

Key audit matters are those that, in our professional judgment, were of most significance in our audit of financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Responsibilities of Management for the Financial Statements

The Statement which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Standalone Financial Results for the year ended March 31, 2024 has been compiled from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the half year and year ended March 31, 2024 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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





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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 financial statements.

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 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 with reference to 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 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 financial statements 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.





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- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements 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 financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2020 ("the said Order"), issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the said Order.





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As required by Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to adequacy internal financial controls system over financial reporting of the company and the operating effectiveness of such controls as on March 31, 2024, refer our separate report in "Annexure B". Our report expresses unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses: and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.





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iv. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 the Company is using accounting software for maintaining books of accounts and recording audit trail (edit log) for the financial year ended March 31, 2024.

**For M/s. Suvarna & Katdare,
Chartered Accountants,
Firm Registration No. 125080W**

**Ravindra Raju Suvarna
Partner
M. No. 032007**

Place: Mumbai

Date: 14/05/2024

UDIN No: 24032007BKAJQD4923



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ANNEXURE A TO THE AUDITORS' REPORT

(Annexure referred to in paragraph 1 under the heading of “report on other Legal and Regulatory Requirements” of our report of even date to the members of Sadhav Shipping Limited on the accounts for the half year and year ended March 31, 2024)

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of Intangible Assets.
 - b. The Property, Plant and Equipment are physically verified by the Management according to a phased program designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
 - c. The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) as disclosed in the financial statements, are held in the name of the Company.
 - d. The Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.
 - e. Based on the information and explanations furnished to us, no proceedings have been initiated on the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.
- ii. a. Physical verification of inventory has been conducted at reasonable intervals by the management.

In our opinion, the coverage and procedure of such verification by the management is appropriate.





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- b. During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks and financial institutions on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks and financial institutions, which are in agreement with the unaudited books of account.
- iii. The Company stands as a guarantor of Rs.24.68 Crores to M/S Sadhav Offshore Engineering Private Limited where in the directors of the company are also directors of the above company.
- iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186.
- v. In our opinion, and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed thereunder to the extent notified, with regard to the deposits or amounts which are deemed to be deposits accepted from the public. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits, and therefore, the question of our commenting on whether the same has been complied with or not does not arise.
- vi. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have not reviewed the same as it is not applicable to the Company.
- vii. In respect of Company's Statutory Dues:
- a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other material statutory dues, as applicable, with the appropriate authorities.
- b. According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.





SUVARNA & KATDARE

CHARTERED ACCOUNTANTS

80E, MULJI MISTRY BLDG., 61, TEJAPL ROAD, OPP. PARLE BISCUIT FACTORY, VILE PARLE (EAST), MUMBAI - 400057.

TEL.: 26115621 / 26114526

EMAIL: irs_suvarna@yahoo.com

- viii. According to the information and explanations given to us and the records of the Company examined by us, there is no income surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix. a. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted during the year in repayment of loans or other borrowings or in the payment of interest to any lender as at the balance sheet date.
- b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.
- c. In our opinion, and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- e. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. a. The Company has raised money by way of initial public offer during the year in February 2024 and the proceeds of the IPO is also used in the Financial Year 2023-2024 as follows:-





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Original Object	Original Allocation (in Lakhs)	Funds Utilization (in Lakhs)	Balance
Repayment of outstanding borrowings	800	806.67	-
Acquisition cost of Vessel	1550	1550	-
Working Capital Requirement	800	603.34	-
General Corporate Purpose	450	450	-
Public Issue Related Expenses	217.86	407.85	-
Total	3,817.86	3,817.86	

- b. The Company has not made a private placement and converted Debentures into Equity shares during the year, in compliance with the requirements of Section 42 and Section 62 of the Act.
- xi. a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, was not required to be filed. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- c. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.





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- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements under note no 26 as required under Accounting Standard 18 "Related Party Disclosures" specified under Section 133 of the Act.
- xiv. a. The Company has an internal audit system commensurate with the size and nature of its business.
- b. The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.
- xvi. a. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- b. The Company has not conducted non-banking financial finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- d. Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the financial year and has not incurred any cash losses in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of





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meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

- xx. In our opinion and according to information and explanation given to us, corporate social responsibility as per section 135(5) of Companies Act, 2013 is applicable. Accordingly, the reporting under clause 3(xx)(a) and (b) of the Order is applicable to the Company.
- xxi. Clause xxi of the CARO 2020 is not applicable in the report on the standalone financials of the Company.

**For M/s. Suvarna & Katdare,
Chartered Accountants,
Firm Registration No. 125080W**

**Ravindra Raju Suvarna
Partner
M. No. 032007**



Place: Mumbai

Date: 14/05/2024

UDIN No: 24032007BKA JQ D 4923



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Annexure B to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Sadhav Shipping Limited the standalone financial statements for the financial year ended March 31, 2024.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of the Sadhav Shipping Limited ("the Company") as on March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.





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Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.





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Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as on March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s. Suvarna & Katdare,
Chartered Accountants,
Firm Registration No. 125080W

Ravindra Raju Suvarna
Partner
M. No. 032007



Place: Mumbai
Date: 14/05/2024

UDIN No: 24032007BKAJQD4923



SADHAV

Sadhav Shipping Ltd.
Since 1992

Ref: SSL/NSE/004/2024-25

Date: 14/05/2024

To,
The General Manager,
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400051.

COMPANY CODE: SADHAV

**SUBJECT: DECLARATION PURSUANT TO REGULATION 33(3)(D) OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS 2015.**

Dear Sir/Madam,

Pursuant to the Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 SEBI Notification No. SEBI / LAD-NRO / GN / 2016-17 / 001 dated May 25, 2016 read with SEBI Circular No. CIR/CFD/CMD/56 / 2016 dated May 27, 2016 we, Sadhav Shipping Limited do hereby declare and confirm that the), Statutory Auditors of the Company, M/s. Suvarna & Katdare, Chartered Accountants (Firm Registration No. 125080W), have issued the Audit Report with Unmodified Opinion in respect of the Audited Financial Results for the half year & year ended on 31st March, 2024.

You are requested to kindly take the above information on record.

Yours faithfully,

For Sadhav Shipping Limited

Kamal Kant Choudhury
Chairman & Managing Director
DIN: 00249338



Encl: A/a

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