

shanti
OVERSEAS (INDIA) LTD.

synthesizing originality
30th May, 2023

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Subject: Outcome of the Board Meeting held on 30th May, 2023 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: SHANTI

Dear Sir/ Madam,

With reference to the above mentioned subject, we would like to inform you that a meeting of the Board of Directors of the Company was held on Tuesday, the 30th day of May, 2023 at the Registered Office of the Company commenced at 03.00 P.M. and concluded at 11:00 P.M. has, inter alia, considered and approved the Standalone and Consolidated Audited Financial Results of the Company for the quarter and year ended on 31st March, 2023 along with Audit Report thereon by the Statutory Auditors.

In accordance with the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

1. Audited Standalone Financial Result and Statement of Assets and Liabilities alongwith Cash Flow Statement for the quarter and year ended on 31st March, 2023 along with Standalone Auditors Report thereon.
2. Audited Consolidated Financial Result and Statement of Assets and Liabilities alongwith Cash Flow Statement for the quarter and year ended on 31st March, 2023 along with Consolidated Auditors Report thereon.
3. Declaration for un-modified opinion on Audited Standalone and Consolidated Financial Results for the year ended on 31st March, 2023.

The said results may be accessed on the Company's website i.e. www.shantioverseas.com.

Kindly take this information on record.

Thanking you.

Yours faithfully,

For Shanti Overseas (India) Limited
For Shanti Overseas (India) Ltd.

Ayush Kaeholia
Managing Director Director
(DIN: 03096933)

Regd. Office : 203, N.M. Verge, Y.N. Road, Opp. Central Bank of India, Indore - 452 003 (M.P.) India
T : +91-731-4020586, +91-731-4020587 E : mail@shantioverseas.com W : www.shantioverseas.com



E-mail: ca.mandg@gmail.com

Muchhal & Gupta

Chartered Accountants

301, Shalimar Corporate Centre,
8-A, South Tukoganj, Indore-452001

Ph: 0731-2519818, 4046818

Independent Auditor's Report on the Standalone Annual Financial Results under Regulation 33 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2023

TO THE BOARD OF DIRECTORS OF SHANTI OVERSEAS (INDIA) LIMITED

Report on the Audit of Standalone Financial Results

Opinion

We have audited the accompanying statement of Quarterly and year to date standalone financial results of M/s **Shanti Overseas (India) Limited (the 'Company')** for the quarter ended 31st March 2023 and for the year ended 31st March 2023 (the 'Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of 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:

- i. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard;
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information for the quarter and year ended 31st March 2023.

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 (the 'Act'). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results section of our report.



Muchhal & Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone annual financial results.

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

The Statement has been prepared on the basis of the annual financial statements. The Company's board of the directors is responsible for the preparation of the Statement that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliances with Regulation 33 of the Listing Regulations.

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

In preparing the Statement, the board of directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Company or to cease operations, or has no realistic alternatives but to do so.

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



Muchhal & Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

Auditors' Responsibilities for the audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement 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 it is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatement 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 the Statement.

As a 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 Statement, 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 financial controls 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 the Board of Directors.
- Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.



Muchhal& Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

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 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 auditors' 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 financial statements, including the disclosures, and whether the standalone financial results 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 Statement includes the results for the quarter ended 31st March 2023 being the balancing figures between the audited figures in respect of full financial year ended 31st March 2023 and the published un-audited figures up to the third quarter of the current financial year, which were subject to limited review by us, as required under Listing Regulations.

Our opinion on the standalone financial results is not modified in respect of the above matter.

30th May 2023
Indore

For **Muchhal& Gupta**
Chartered Accountants
Firm's Registration No: 004123C

Shashank Sharma
Partner
Membership Number: 426870
UDIN: 23426870BGYRDJ5873

SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 203,2nd Floor, N.M Verge, 8/5 Yeshwant Niwas Road, Indore, (M.P.) 452003

Email id: cs@shantioverseas.com, cfo@shantioverseas.com

Website: www.shantioverseas.com

CIN: L74110MP2011PLC025807

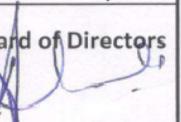
(Rs in lakhs, unless stated otherwise)

Audited Standalone Balance Sheet

Sr. No.	Particulars	As at 31st March, 2023 Audited	As at 31st March, 2022 Audited
A	ASSETS		
1	Non-current assets		
(a)	Property, Plant & Equipment	67.34	1,766.89
(b)	Right-of-Use Asset	23.73	-
(c)	Financial Assets		
(i)	Investments	467.00	457.00
(ii)	Other financial assets	25.58	55.92
(d)	Deferred Tax Asset	384.26	-
	Total Non-current assets	967.91	2,279.81
2	Current assets		
(a)	Inventories	5.18	475.13
(b)	Financial Assets		
(i)	Trade Receivables	597.41	432.36
(ii)	Cash and Cash Equivalents	23.82	16.51
(iii)	Bank balances other than (ii) above	145.47	129.03
(iv)	Loans and advances	129.23	126.83
(v)	Others	-	9.70
(c)	Other Current Assets	224.34	467.78
	Total Current Assets	1,125.45	1,657.34
	Total ASSETS	2,093.36	3,937.15
B	EQUITY AND LIABILITIES		
	EQUITY		
(a)	Equity Share Capital	1,110.60	1,110.60
(b)	Other Equity	919.47	1,970.04
	Total Equity	2,030.07	3,080.64
	LIABILITIES		
1	Non-Current Liabilities		
(a)	Financial Liabilities		
(i)	Borrowings	19.78	185.94
(ii)	Lease Liability	20.43	-
(b)	Provisions	1.66	3.45
(c)	Deferred Tax Liabilities (net)	-	11.86
	Total Non-Current Liabilities	41.87	201.25
2	Current liabilities		
(a)	Financial Liabilities		
(i)	Borrowings	-	560.29
(ii)	Trade Payables	-	-
(a)	total outstanding dues of micro enterprises and small enterprises; and	-	-
(b)	total outstanding dues of creditors other than micro enterprises and small enterprises	9.27	31.43
(iii)	Other Financial Liabilities	1.73	18.33
(iv)	Lease Liability	4.28	-
(b)	Other Current Liabilities	2.76	2.61
(c)	Provisions	3.38	9.19
(d)	Current Tax Liabilities (Net)	-	33.41
	Total Current Liabilities	21.42	655.26
	TOTAL - EQUITY AND LIABILITIES	2,093.36	3,937.15

For & on behalf of the Board of Directors




Ayush Kacholia
 Managing Director
 DIN:- 03096933

Place:- Indore
Date:- 30th May 2023

SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 203,2nd Floor, N.M Verge, 8/5 Yeshwant Niwas Road, Indore, (M.P.) 452003

Email id: cs@shantioverseas.com, cfo@shantioverseas.com

Website: www.shantioverseas.com

CIN: L74110MP2011PLC025807

(Rs in lakhs, unless stated otherwise)

Statement of Standalone Audited Financial Results for the Quarter and Year Ended on 31st March, 2023

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2023 Audited	31.12.2022 Unaudited	31.03.2022 Audited	31.03.2023 Audited	31.03.2022 Audited
1	Income					
	a) Revenue from operations	509.58	152.78	1746.87	2,566.29	6,979.49
	b) Other income	6.44	3.25	22.03	26.80	34.91
	Total Revenue (I + II)	516.02	156.03	1,768.90	2,593.09	7,014.40
2	Expenses					
	a) Cost of material Consumed	21.21	7.67	497.17	85.36	2487.83
	b) Purchase of Stock in Trade	505.22	8.65	1316.71	2,148.30	3,492.02
	c) Changes in Inventories of Finished goods, Work in Progress and Stock in Trade	0.00	221.56	(402.24)	441.25	148.44
	d) Employee Benefits Expense	19.66	26.27	31.94	111.80	145.29
	e) Finance Cost	13.68	20.80	38.96	71.75	149.59
	f) Depreciation & Amortisation Expense	45.02	49.32	69.07	207.06	266.29
	g) Other Expenditure	686.22	220.33	17.87	975.26	267.14
	Total Expenses	1291.01	554.60	1569.48	4,040.78	6,956.61
3	Profit/(Loss) before Exceptional and extraordinary items and tax Expenses (1-2)	(774.99)	(398.57)	199.42	(1447.69)	57.79
4	Exceptional items	-	-	-	-	-
5	Profit/(Loss) before extraordinary items and tax Expenses (3-4)	(774.99)	(398.57)	199.42	(1447.69)	57.79
6	Extra ordinary Item	-	-	-	-	-
7	Profit/(Loss) before tax Expenses (5-6)	(774.99)	(398.57)	199.42	(1447.69)	57.79
8	Tax expenses					
	(i) Current Tax	-	-	33.41	-	33.41
	(ii) Deferred Tax	(340.83)	(50.96)	21.49	(396.53)	(26.27)
	(iii) Taxes for Earlier Years	-	-	-	0.56	-
	Total Tax Expenses	(340.83)	(50.96)	54.90	(395.97)	7.14
9	Profit (+)/ Loss(-) for the Period (7-8)	(434.16)	(347.61)	144.52	(1051.72)	50.65
10	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	Re-measurement gain/ (loss) on defined benefit plans	(0.21)	0.59	4.05	1.57	4.05
	Income tax relating to re-measurement gain on defined benefit plans	0.05	(0.15)	(1.05)	(0.41)	(1.05)
	Total Other Comprehensive Income	(0.16)	0.44	3.00	1.16	3.00
11	Total Comprehensive Income (9+10)	(434.32)	(347.17)	147.52	(1050.56)	53.65
12	Paid Up Equity Share Capital (Face Value of Rs. 10/- each)	1,110.60	1,110.60	1,110.60	1,110.60	1,110.60
13	Earning per share of Rs. 10/- each					
	a) Basic	(3.91)	(3.13)	1.30	(9.47)	0.46
	b) Diluted	(3.91)	(3.13)	1.30	(9.47)	0.46
14	Earning per share (After Extra ordinary Items) of Rs. 10/- each					
	a) Basic EPS	(3.91)	(3.13)	1.30	(9.47)	0.46
	b) Diluted	(3.91)	(3.13)	1.30	(9.47)	0.46

For & on behalf of the Board of Directors

Ayush Kacholia
Managing Director
DIN:- 03096933

Place:- Indore
Date:- 30th May 2023



SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 203,2nd Floor, N.M Verge, 8/5 Yeshwant Niwas Road, Indore, (M.P.) 452003

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Website: www.shantioverseas.com

CIN: L51211MP2011PLC025807

(Rs in lakhs, unless stated otherwise)

Standalone Statement of Cash Flows for the year ended 31st March 2023

	Particulars	Year ended 31st March 2023 Audited	Year ended 31st March 2022 Audited
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit before tax	(1447.69)	57.79
	Adjustments for:		
	Depreciation expense	207.06	266.29
	Finance Costs	71.75	149.59
	Interest on Deposit	(8.16)	(7.12)
	Acturial gain and loss	1.57	4.05
	Loss On Sale of PPE	805.98	(1.95)
	Operating profit before working capital changes	(369.51)	468.65
	Adjustments for:		
	Decrease/(Increase) in Inventories	469.95	512.32
	Decrease/(Increase) in Loans and advances	(2.40)	(126.23)
	Decrease/(Increase) in Trade Receivables	(165.11)	1448.55
	Decrease/(Increase) in Other Financial Assets	40.00	1.10
	Decrease/(Increase) in Other assets	243.39	466.49
	Increase/(Decrease) in Trade Payables	(22.15)	(739.82)
	Increase/(Decrease) in Other Financial Liabilities	(16.61)	(264.25)
	Increase/(Decrease) in Other Liabilities	0.15	(19.77)
	Increase/(Decrease) in Provisions	(7.60)	(9.19)
	Cash flow from operating activities post working capital changes	170.11	1737.85
	Direct taxes	(33.97)	3.07
	Net cash flow from operating activities (A)	136.14	1740.92
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Property Plant and Equipment	(47.32)	(28.20)
	Sale of Property Plant and Equipment	737.12	3.25
	Interest received	8.16	7.12
	Investment	(10.00)	-
	Net cash used in investing activities (B)	687.96	(17.83)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from Borrowings	(726.45)	(1594.67)
	Interest paid	(71.74)	(149.59)
	Payments for Lease Liabilities	(2.16)	-
	Net cash used in financing activities (C)	(800.35)	(1744.26)
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	23.75	(21.17)
	Cash and cash equivalents as at 1st April	145.54	166.71
	Cash and cash equivalents as at 31st March	169.29	145.54
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	23.75	(21.17)

Notes

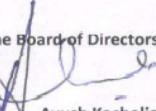
1. The Cash Flow Statement has been prepared in accordance with 'Indirect method' as set out in Ind AS - 7 - 'Statement of Cash Flows', as notified under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder.

Cash and Cash Equivalents		As at 31st March 2023	As at 31st March 2022
1	Balances with banks	145.47	0.57
2	Cash on hand	23.82	15.94
3	Bank deposit with maturity more than 3 months but less than 12 months	-	129.03
	Cash and Cash Equivalents as stated (1+2+3)	169.29	145.54

This is the Statement of Cash Flow referred to in our report of even date

Place:- Indore
Date:- 30th May 2023



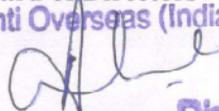
For & on behalf of the Board of Directors

Ayush Kacholia
Managing Director
DIN:- 03096933



Notes:

1. The audited standalone financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder and are as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. These above financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on 30th May, 2023.
3. The Statutory Auditors have carried out audit of the standalone financial results for the year ended 31st March, 2023 and have issued an unmodified opinion on the same.
4. The whole organic Soyameal Manufacturing Industry in India saw a substantial fall in export to United States Of America ('USA') due to levy of Countervailing Duty and antidumping duty on produce imported from India. The Soybean Processors Association of India ('SOPA') has challenged such levy by USA before the appropriate forum and the matter is sub-judice as on date. The Company also got impacted by the same and saw decline in export turnover since last two years, considering the same Company has decided to part away with Fixed Assets on going concern basis, related to the manufacturing process. Shareholders' approval to dispose off the Fixed Assets is already taken vide resolution passed in last AGM dated 30th September 2022.
5. During the year ended 31st March 2023, Company sold its majority of Fixed Assets including Factory land and Building. Total loss incurred due to the sale of fixed assets is Rs 8.30 Crores. The said loss is forming part of 'Other Expenses, in the Statement of Profit and Loss.
6. The Holding Company has incorporated a new wholly owned subsidiary Company naming "SOIL Consultech Private Limited" under the category "Company Limited by Shares" w.e.f. 6th July, 2022 having its registered office situated in Mumbai, Maharashtra by investing Rs 10 lakhs in 100% Equity Share Capital of the newly formed Company. The new company forms part of the Group.
7. The figures for the fourth quarter of the current financial year and the previous financial year are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of third quarter of the current and previous financial year which was subject to limited review by the statutory auditors.
8. The figures for the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.
9. There is no separate reportable segment as per Ind AS 108 on 'Operating Segments' in respect of the Group.
10. Earnings per share for interim periods are not annualized.

**For & on behalf of the Board of Directors
For Shanti Overseas (India) Ltd.**


**Ayush Kacholia Director
Managing Director
(DIN: 03096933)**

**Place: - Indore
Date: - 30th May, 2023**





E-mail: ca.mandg@gmail.com

Muchhal & Gupta

Chartered Accountants

301, Shalimar Corporate Centre,

8-A, South Tukoganj, Indore-452001

Ph: 0731-2519818, 4046818

Independent Auditor's Report on the Consolidated Annual Financial Results under Regulation 33 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2023

TO THE BOARD OF DIRECTORS OF SHANTI OVERSEAS (INDIA) LIMITED

Report on the Audit of Consolidated Financial Results

Opinion

We have audited the accompanying statement of consolidated Financial results of M/s **Shanti Overseas (India) Limited (the 'Holding Company')** and its subsidiaries (the Holding Company and its subsidiaries together referred to as the '**Group**'), for the quarter ended 31st March 2023 and for the year ended 31st March 2023 (the '**Statement**'), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of 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:

- i. Include the annual financial results of the following entities:

Name of the Company	Relationship
Shanti Overseas (India) Limited	Holding Company
Shaan Agro Oils & Extractions Private Limited	Subsidiary
Biograin Protinex Private Limited	Subsidiary
Soil Consultech Private Limited	Subsidiary

- ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information for the quarter and year ended 31st March 2023.



Muchhal & Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

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 (the 'Act'). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report.

We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated annual financial results.

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

The Statement has been prepared on the basis of the annual financial statements.

The Holding Company's board of the directors is responsible for the preparation and presentation of this Statement that gives a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliances with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the Companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the each 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 Consolidated 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 the Consolidated Annual Financial Results by the Directors of the Holding Company, as aforesaid.



Muchhal & Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

In preparing the Statement, the respective Board of directors of the Companies included in the Group are responsible for assessing the ability of each company 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 alternatives but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of each Company.

Auditors' Responsibilities on the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement 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 it is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatement 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 the Statement.

As a 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 of the Statement, 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 financial controls 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.



Muchhal & Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
- If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditors' 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 financial statements, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are 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.

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



Muchhal& Gupta
Independent Auditor's Report (Continued)
Shanti Overseas (India) Limited

Other Matters

- i) The Consolidated Financial Results includes the financial statements of three subsidiaries, whose financial statements/ financial information reflect total assets of Rs. 674.19 (in lakhs) as on 31stMarch 2023, total revenue of Rs 12,997.43(in lakhs) total net loss after tax of Rs. 637.95 in lakhs for the year from 1stApril 2022 to 31stMarch 2023 as considered in the Consolidated Financial Results.
- ii) The Statement includes the results for the quarter ended 31stMarch 2023 being the balancing figures between the audited figures in respect of full financial year ended 31stMarch 2023 and the published un-audited consolidated figures up to the third quarter of the current financial year, which were subjected to limited review by us, as required under Listing Regulations.

Our opinion on the consolidate Financial Results is not modified in respect of the above matters.

30th May 2023
Indore

For **Muchhal& Gupta**
Chartered Accountants

Firm's Registration No: 004403C



Shashank Sharma
Shashank Sharma
Partner

Membership Number: 426870

UDIN: 23426870BGYRDH8958

SHANTI OVERSEAS (INDIA) LIMITED

Regd. Off.: 203,2nd Floor, N.M Verge, 8/5 Yeshwant Niwas Road, Indore, (M.P.) 452003

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Website: www.shantioverseas.com

CIN: L51211MP2011PLC025807

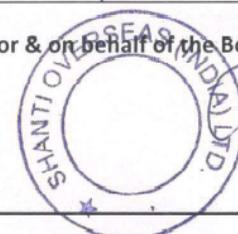
(Rs in lakhs, unless stated otherwise)

Audited Consolidated Balance Sheet

Sr. No.	Particulars	As at 31st March, 2023 Audited	As at 31st March, 2022 Audited
A	ASSETS		
1	Non-current assets		
(a)	Property, Plant & Equipment	67.37	2649.24
(b)	Right-of-Use Asset	47.47	-
(c)	Financial Assets		
(i)	Investments	-	-
(ii)	Other financial assets	30.05	58.92
(d)	Income Tax Assets (net)	-	-
(e)	Deferred Tax Asset	597.07	
(f)	Other Non-Current Assets	2.42	2.19
	Total Non-current assets	744.38	2,710.35
2	Current assets		
(a)	Inventories	24.86	831.62
(b)	Financial Assets	-	
(i)	Trade Receivables	636.21	677.93
(ii)	Cash and Cash Equivalents	29.80	70.25
(iii)	Bank balances other than (ii) above	145.47	129.03
(iv)	Loans and advances	-	1.62
(v)	Others	0.16	9.89
(c)	Other Current Assets	236.73	516.81
	Total Current Assets	1073.23	2237.15
	Total ASSETS	1817.61	4947.50
B	EQUITY AND LIABILITIES		
	EQUITY		
(a)	Equity Share Capital	1110.60	1110.60
(b)	Other Equity	439.79	2128.32
	Total Equity	1550.39	3238.92
	LIABILITIES		
1	Non-Current Liabilities		
(a)	Financial Liabilities		
(i)	Borrowings	101.51	811.70
(ii)	Lease Liability	40.87	-
(b)	Provisions	1.66	3.45
(c)	Deferred Tax Liabilities (net)	-	22.03
	Total Non-Current Liabilities	144.04	837.18
2	Current liabilities		
(a)	Financial Liabilities		
(i)	Borrowings	-	560.29
(ii)	Trade Payables		
(a)	total outstanding dues of micro enterprises and small enterprises; and	-	-
(b)	total outstanding dues of creditors other than micro enterprises and small enterprises	67.87	75.47
(iii)	Other Financial Liabilities	1.73	122.18
(iv)	Lease Liability	8.55	
(b)	Other Current Liabilities	40.78	23.89
(c)	Provisions	4.25	9.98
(d)	Current Tax Liabilities (Net)	-	79.59
	Total Current Liabilities	123.18	871.40
	TOTAL - EQUITY AND LIABILITIES	1817.61	4947.50



For & on behalf of the Board of Directors



Ayush Kacholia
Managing Director
DIN:- 03096933

Place:- Indore
Date:- 30th May 2023

SHANTI OVERSEAS (INDIA) LIMITED

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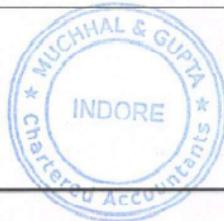
Website: www.shantioverseas.com

CIN: L51211MP2011PLC025807

(Rs in lakhs, unless stated otherwise)

Statement of Consolidated Audited Financial Results for the Quarter and Year Ended on 31st March, 2023

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2023 Audited	31.12.2022 Unaudited	31.03.2022 Audited	31.03.2023 Audited	31.03.2022 Audited
1	Income					
	I. Revenue from operations	506.93	832.25	12,006.22	14,932.87	20,281.07
	II. Other income	(4.61)	2.91	17.73	28.75	26.11
	Total Revenue (I + II)	502.32	835.16	12023.95	14961.62	20307.18
2	Expenses					
	a) Cost of material Consumed	(264.57)	254.55	2,976.68	3,026.94	7,845.51
	b) Purchase of Stock in Trade	680.52	422.92	8,522.22	11,496.21	10,935.34
	c) Changes in Inventories of Finished goods, Work in Progress and Stock in Trade	118.52	313.97	(662.66)	732.19	161.57
	d) Employee Benefits Expense	33.98	39.08	28.34	167.17	158.00
	e) Finance Cost	29.41	64.62	46.56	153.05	180.80
	f) Depreciation & Amortisation Expense	75.00	76.77	101.05	318.31	385.53
	g) Other Expenditure	1,071.38	226.58	46.28	1,376.39	305.50
	Total Expenses	1744.24	1398.49	11058.47	17270.25	19972.25
3	Profit/(Loss) before Exceptional and extraordinary items and tax Expenses (1-2)	(1241.91)	(563.33)	965.48	(2308.63)	334.93
4	Exceptional items	-	-	-	-	-
5	Profit/(Loss) before extraordinary items and tax Expenses (3-4)	(1241.91)	(563.33)	965.48	(2308.63)	334.93
6	Extra ordinary Item	-	-	-	-	-
7	Profit/(Loss) before tax Expenses (5-6)	(1241.91)	(563.33)	965.48	(2308.63)	334.93
8	Tax expenses					
	(i) Tax of earlier years	(0.04)			0.56	
	(ii) Current Tax	-		79.59	-	79.59
	(iii) Deferred Tax	(556.98)	(52.21)	76.17	(616.16)	(54.36)
	Total Tax Expenses	(556.98)	(52.21)	155.76	(615.61)	25.23
9	Profit (+)/ Loss(-) for the Period (7-8)	(684.92)	(511.12)	809.72	(1693.02)	309.70
10	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	Re-measurement gain/ (loss) on defined benefit plans	(0.21)	0.59	4.05	1.57	4.05
	Income tax relating to re-measurement gain on defined benefit plans	0.05	(0.15)	(1.05)	(0.41)	(1.05)
	Total Other Comprehensive Income	(0.15)	0.44	3.00	1.16	3.00
11	Total Comprehensive Income (9+10)	(685.08)	(510.68)	812.72	(1691.86)	312.70
12	Paid Up Equity Share Capital (Face Value of Rs. 10/- each)	1110.60	1110.60	1110.60	1110.60	1110.60
13	Earning per share of Rs. 10/- each					
	a) Basic	(6.17)	(4.60)	7.29	(15.24)	2.79
	b) Diluted	(6.17)	(4.60)	7.29	(15.24)	2.79
14	Earning per share (After Extra ordinary Items) of Rs. 10/- each					
	a) Basic EPS	(6.17)	(4.60)	7.29	(15.24)	2.79
	b) Diluted	(6.17)	(4.60)	7.29	(15.24)	2.79



Place:- Indore
Date:- 30th May 2023

Ayush Kacholia
Managing Director
DIN:- 03096933

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(Rs in lakhs, unless stated otherwise)

Consolidated Statement of Cash Flows for the year ended 31st March 2023

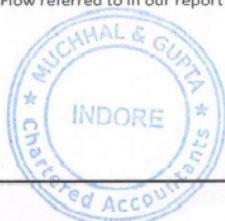
Particulars	Year ended 31st March 2023 Audited	Year ended 31st March 2022 Audited
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(2308.62)	334.93
Adjustments for:		
Depreciation expense	318.31	385.53
Finance Costs	153.05	180.80
Interest on Deposit	(8.16)	(7.31)
Acturial gain and loss	1.57	4.05
Profit on sale of vehicle	-	(1.95)
Loss on Stock due to Accident	1.10	
Loss on Stock of PPE	1172.81	
Operating profit before working capital changes	(669.94)	896.05
Adjustments for:		
Decrease/(Increase) in Inventories	805.66	510.50
Decrease/(Increase) in Loans	(2.38)	(0.88)
Decrease/(Increase) in Trade Receivables	(249.92)	741.97
Decrease/(Increase) in Other Financial Assets	38.55	0.91
Decrease/(Increase) in Other assets	279.81	552.57
Increase/(Decrease) in Trade Payables	283.94	(705.01)
Increase/(Decrease) in Other Financial Liabilities	(120.47)	(286.89)
Increase/(Decrease) in Other Liabilities	16.90	(1.61)
Increase/(Decrease) in Provisions	(7.51)	(8.71)
Cash flow from operating activities post working capital changes	374.64	1698.91
Direct taxes	(80.15)	(5.08)
Net cash flow from operating activities (A)	294.49	1693.83
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property Plant and Equipment	(79.94)	(46.74)
Sale of Property Plant and Equipment	1177.12	3.25
Interest received	8.16	7.31
Net cash used in investing activities (B)	1105.34	(36.18)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Borrowings	(1266.49)	(1448.05)
Interest paid	(153.05)	(180.80)
Payments for Lease Liabilities	(4.31)	-
Net cash used in financing activities (C)	(1423.85)	(1628.85)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(24.02)	28.79
Cash and cash equivalents as at 1st April	199.28	170.49
Cash and cash equivalents as at 31st March	175.27	199.28
NET INCREASE IN CASH AND CASH EQUIVALENTS	(24.02)	28.79

Notes

1. The Cash Flow Statement has been prepared in accordance with 'Indirect method' as set out in Ind AS - 7 - 'Statement of Cash Flows', as notified under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder.

Cash and Cash Equivalents	As at 31st March 2023	As at 31st March 2022
1 Balances with banks	15.79	16.81
2 Cash on hand	14.01	53.44
3 Bank deposit with maturity more than 3 months but less than 12 months	145.47	129.03
Cash and Cash Equivalents as stated (1+2+3)	175.27	199.28

This is the Statement of Cash Flow referred to in our report of even date



For & on behalf of the Board of Directors

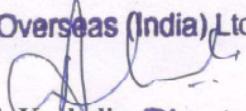
 Ayush Kacholia
 Managing Director
 DIN:- 03096933

Place:- Indore
Date:- 30th May 2023

Notes:

1. The audited consolidated financial results of M/s Shanti Overseas (India) Limited (the 'Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as the 'Group') have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder and are as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. These financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on 30th May, 2023.
3. The Statutory Auditors have carried out audit of the consolidated financial results for the year ended 31st March, 2023 and have issued an unmodified opinion on the same.
4. The whole organic Soyameal Manufacturing Industry in India saw a substantial fall in export to United States Of America ('USA') due to levy of Countervailing Duty and antidumping duty on produce imported from India. The Soybean Processors Association of India ('SOPA') has challenged such levy by USA before the appropriate forum and the matter is sub-judice as on date. The group also got impacted by the same and saw decline in export turnover since last two years, considering the same group has decided to part away with Fixed Assets on going concern basis, related to the manufacturing process. Shareholders' approval to dispose off the Fixed Assets is already taken vide resolution passed in last AGM dated 30th September 2022.
5. During the year ended 31st March 2023, Group sold its majority of Fixed Assets including Factory land and Building. Total loss incurred due to the sale of fixed assets is Rs 11.81 Crores. The said loss is forming part of 'Other Expenses, in the Statement of Profit and Loss.
6. The Company has incorporated a new wholly owned subsidiary Company naming "SOIL Consultech Private Limited" under the category "Company Limited by Shares" w.e.f. 6th July, 2022 having its registered office situated in Mumbai, Maharashtra by investing Rs 10 lakhs in 100% Equity Share Capital of the newly formed Company.
7. The figures for the fourth quarter of the current financial year and the previous financial year are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of third quarter of the current and previous financial year which was subject to limited review by the statutory auditors.
8. The figures for the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.
9. There is no separate reportable segment as per Ind AS 108 on 'Operating Segments' in respect of the Group.
10. Earnings per share for interim periods are not annualized.

**For & on behalf of the Board of Directors
For Shanti Overseas (India) Ltd.**


**Ayush Kacholia Director
Managing Director
(DIN: 03096933)**

**Place: - Indore
Date: - 30th May, 2023**





OVERSEAS (INDIA) LTD.

— synthesizing organically —
30th May, 2023

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Subject: Submission of declaration as required under Regulation 33(3)(d) of SEBI (Listing Obligations & Disclosure Requirements), Regulation, 2015.

Scrip Code: SHANTI

With reference to captioned subject, we hereby submit the following declaration regarding unmodified auditors reports on the Audited Financial Results/ Statements for the year ended on 31st March, 2023.

Declaration:

Based on the Audit Report submitted by Auditors of the Company M/s. Muchhal & Gupta, Chartered Accountants (FRN: 004423C), I the undersigned do hereby declare that in the Audit Report, accompanying the Annual Audited Financial Statements of the Company for the financial year ended 31.03.2023, the Auditors does not express any modified opinion(s)/audit qualification(s)/ or other reservation(s) and accordingly the Statement on impact of Audit Qualification is not required to be given.

This declaration is issued in compliance with Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015 as amended by the SEBI (LODR) (Amendment) Regulation, 2016 vide Notification NO. SEBI/LADNRO/GN/2016-17/001 dated 25.05.2016 and Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016.

You are requested to please consider and take on record the same.

Thanking you,

Yours faithfully,

For Shanti Overseas (India) Limited

For Shanti Overseas (India) Ltd

Ayush Kacholia
Managing Director

(DIN: 03096933)

Director