



# Manorama Industries Limited

KHASRA No. 2449-2618

Nr. IIDC, Birkoni

Mahasamund (C.G.)

Pin : 493445

July 30, 2024

To,  
The Manager  
Listing Department  
**BSE Limited ("BSE")**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001

To  
The Manager,  
Listing Department  
**National Stock Exchange of India Limited  
("NSE")**  
Exchange Plaza, Plot No. C/1, G Block, Bandra-  
Kurla Complex, Bandra (East), Mumbai 400 051

**Scrip Code: 541974**  
**ISIN: INE00VM01036**

**Symbol: MANORAMA**  
**ISIN: INE00VM01036**

**Sub: Outcome of the Board Meeting of the Company held today i.e. Tuesday, July 30, 2024.**

Pursuant to provisions of Regulation 30 and 33 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company, at their meeting held today i.e., Tuesday, July 30, 2024, which commenced at 5:00 p.m. and concluded at 7:28 p.m. have inter alia, considered, approved and taken on record the following:

1. Unaudited Standalone Financial Results of the Company for the quarter ended June 30, 2024.
2. Limited Review Report issued by the M/s O.P. Singhania & Co., Statutory Auditors of the Company for quarter ended June 30, 2024.
3. On the recommendation of Nomination and Remuneration Committee, the Board has approved the re-designation of Mrs. Vinita Saraf, (DIN:00208621), Chairperson & Non-Executive Non-Independent Director as Chairperson & Executive Director in the category of Whole Time Director of the Company.
4. Approved the shifting of the Registered Office of the Company within the local limits of the City from Office No. 403, 4<sup>th</sup> Floor, Midas, Sahar Plaza, Andheri Kurla Road, Andheri East, Mumbai City, Mumbai, Maharashtra – 400059, India to Office No. 701, 7<sup>th</sup> Floor, Bonanza Building, Sahar Plaza Complex, Andheri Kurla Road, Andheri East, Mumbai, Maharashtra – 400059, India with effect from August 01, 2024.
5. Manorama Industries Limited ("the Company") has agreed to make a strategic investment in Manorama Rus LLC, a Company registered in Russia ("the Investee Company").

In this regard, the Company proposes to acquire participation interest in the Investee Company through the Investee Company's Charter capital increase. It is proposed to increase the Investee

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#### Corporate Office :

F-6, Anupam Nagar,  
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Tel.: +91-771-2283071, 2282579, 2282457  
Telefax: +91-771-4056958  
CIN: L15142MH2005PLC243687  
GSTIN: 22AAECM3726C1Z1

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#### Registered Office :

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[www.manoramagroup.co.in](http://www.manoramagroup.co.in)  
GST - 27AAECM3726C1ZR



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Company's Charter capital by an amount of Rubles 10,000, which will represent 50% (fifty percent) of the Investee Company's Charter capital. Subsequently, the Company would acquire the existing capital of Rubles 10,000 from the current capital subscriber, representing 50% (fifty percent) of the Investee Company's Charter capital. Upon finalisation of the said procedures, the Company will hold 100% of the participation interest in the Investee Company.

6. Approved the Notice for convening the 19<sup>th</sup> Annual General Meeting ('AGM') of the Company on Tuesday, September 3, 2024 at 03:00 PM through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'). The Ministry of Corporate Affairs and the Securities and Exchange Board of India vide their relevant circulars has allowed holding the Annual General Meetings through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM').

Further note that Annual Report of the Company along with the Notice of the AGM and the manner of attending the AGM and casting votes by shareholders shall be shared with the Stock Exchanges and the Members in due course.

7. The Cut-off date for determining the eligibility of shareholders for the purposes of e-voting at the Annual General Meeting and Final Dividend is Tuesday, August 27, 2024. The book closure date is Wednesday, August 28, 2024 till Tuesday, September 3, 2024.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for item nos. 3 and 5 in Annexure I and II respectively are enclosed herewith.

The financial results have been uploaded on the website of BSE Limited and National Stock Exchange of India Limited and on the website of the Company at <https://manoramagroup.co.in/investorsfinancial>.

We request you to take the above information on record.

Yours Faithfully,  
Thanking You,

**For Manorama Industries Limited**

**Deepak Sharma**  
**Company Secretary and Compliance Officer**  
**Membership No: A48707**



Encl: As above.

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## ANNEXURE I

### Details of re-designation of Director

Sr. No	Details of events that need to be provided	Information of such event(s)
1.	Name of the Director	Mrs. Vinita Ashish Saraf (DIN: 00208621)
2.	Reason for change viz., <del>re-appointment, resignation, removal, death</del> or otherwise	Re-designation as the Chairperson and Executive Director in the category of Whole Time Director of the Company
3.	Date of re-designation	w.e.f 30 <sup>th</sup> July, 2024 for a period of 5 (five) years (subject to approval of the members)
4.	Brief profile (in case of appointment)	N.A
5.	Disclosure of Relationship between Directors (in case of appointment)	Mr. Shrey Ashish Saraf (whole time Director) is son of Mrs. Vinita Ashish Saraf
6.	Information as required pursuant to BSE Circular with reference no. LIST/COMP/14/2018-19 and NSE with reference no. NSE/CM L/2018/24, both dated 20th June, 2018	Mrs. Vinita Ashish Saraf is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.
7.	No. of Shares held	1,38,95,400 Equity Shares

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## ANNEXURE II

Sl. No.	Particulars	Details
I.	Name of the target entity, details in brief such as size, turnover etc.	Manorama Rus LLC, a Company registered in Russia, (“the Investee Company”). The Manorama Rus LLC is a newly incorporated Company. Turnover is NIL as yet to commence its business activities.
II.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”.	The proposed acquisition would not fall within related party transactions. No, promoter/promoter group companies do not have any interest in the entity being acquired.
III.	Industry to which the entity being acquired belongs.	As per the Charter document, the main activities of the Company shall be "importing, exporting, trading, warehousing and manufacturing of vegetable oils and fats, butter, edible oils and fats, specialty fats and butter and their fractions for use in the production of food, chocolate, cosmetic and confectionery products".
IV.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	The expansion of business of the Company by having local presence in Russia.
V.	Brief details of any governmental or regulatory approvals required for the acquisition.	The acquisition is subject to governmental or regulatory approvals / intimations as may be required for the acquisition.

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VI.	Indicative time period for completion of the acquisition.	The acquisition of new capital of Rubles 10,000 only (Rubles Ten Thousand only) representing 50% (fifty percent) of the Charter capital will be done in Tranche 1. The Company will acquire remaining capital representing the balance 50% (fifty percent) comprising of Rubles 10,000 only (Rubles Ten Thousand only) of the Charter capital approximately in one quarter time period from the completion date of Tranche 1 subject to necessary approvals as may be applicable.
VII.	Nature of consideration – whether cash consideration or share swap and details of the same.	Consideration in cash
VIII.	Cost of acquisition or the price at which the shares are acquired.	At par value given below subject to valuation report / certificate as per regulatory requirement: Tranche -1 : Rubles 10,000 Tranche -2 : Rubles 10,000 Total capital : Rubles 20,000
IX.	Percentage of shareholding / control acquired and/ or number of shares acquired.	The Company will acquire participation interest upto an amount of 50% (fifty percent) of the Charter capital and will acquire further participation interest amounting to 50% (fifty percent) of the total Charter capital approximately in one quarter time period from the completion date of Tranche I subject to necessary approvals as applicable. As a result, the Company will hold 100% capital of the Investee Company.
X.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	The Manorama Rus LLC, a Company registered in Russia, has been newly incorporated on 24 <sup>th</sup> June, 2024 in Moscow, Russia. The Company is yet to commence its business operations.

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# OPSinghania & Co.

CHARTERED ACCOUNTANTS

JDS CHAMBERS, 1<sup>ST</sup> FLOOR, 6-CENTRAL AVENUE,

CHOUBE COLONY, RAIPUR -492001(C.G.) INDIA

PHONE: 0771- 4041236, 4061216

Email:opsinghania.co@gmail.com

## TO THE BOARD OF DIRECTORS OF MANORAMA INDUSTRIES LIMITED

We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of **Manorama Industries Limited** ('the Company') for the quarter ended 30th June, 2024, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

This statement, which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), SEBI Circular CIR/CFD/FAC/62/2016 dated 5th July, 2016, (herein after referred to as 'the SEBI Circular'), and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

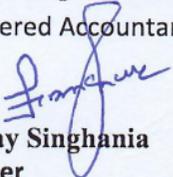
We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, the SEBI Circular, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **OPSinghania & Co**

(ICAI Firm Regn. No.002172C)

Chartered Accountants

  
**Sanjay Singhania**  
Partner

Membership No.076961



Raipur, 30.07.2024

UDIN: 24076961BKAPDU8472

**MANORAMA INDUSTRIES LIMITED**  
CIN-L15142MH2005PLC243687

Reg.Off. : Office No. 403, 4Th Floor, Midas, Sahar Plaza, Andheri Kurla Road,  
Andheri East, Mumbai MH 400059 India

**STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER ENDED 30 JUNE' 2024**

(₹ in lacs)

Sr. No.	Particulars	3 Months Ended			Year Ended
		30.06.2024	31.03.2024	30.06.2023	31.03.2024
		Unaudited	Audited	Unaudited	Audited
<b>1</b>	<b>Income</b>				
	Revenue from Operations	13,341.48	12,933.47	11,156.31	45,708.01
	Other Income	408.51	377.50	319.39	1,315.32
	<b>Total Income from Operations</b>	<b>13,749.99</b>	<b>13,310.97</b>	<b>11,475.70</b>	<b>47,023.33</b>
<b>2</b>	<b>Expenses</b>				
	(a) Cost of Materials Consumed	6,059.24	9,040.57	7,739.27	33,079.67
	(b) Purchase of stock-in-trade	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	1,690.60	(1,582.47)	(751.34)	(8,058.61)
	(d) Employees Benefit Expenses	599.44	631.19	385.77	1,952.54
	(e) Finance Cost	850.36	688.24	238.29	1,989.41
	(f) Depreciation and Amortisation Expenses	412.26	376.71	298.55	1,360.82
	(g) Other Expenses	2,315.22	2,766.76	1,918.33	11,382.35
	<b>Total Expenses</b>	<b>11,927.12</b>	<b>11,921.00</b>	<b>9,828.87</b>	<b>41,706.18</b>
<b>3</b>	<b>Profit/(Loss) from ordinary activities before exceptional items &amp; tax ( 1 - 2 )</b>	<b>1,822.87</b>	<b>1,389.97</b>	<b>1,646.83</b>	<b>5,317.15</b>
<b>4</b>	<b>Exceptional items</b>	-	-	-	-
<b>5</b>	<b>Profit/(Loss) before tax ( 3 + 4 )</b>	<b>1,822.87</b>	<b>1,389.97</b>	<b>1,646.83</b>	<b>5,317.15</b>
<b>6</b>	<b>Tax expense/(Income)</b>				
	Current Tax	476.68	240.26	476.19	1,348.77
	Deferred Tax	(7.79)	(100.76)	15.30	(42.49)
<b>7</b>	<b>Net Profit/(Loss)from ordinary activities after tax ( 5 - 6 )</b>	<b>1,353.98</b>	<b>1,250.47</b>	<b>1,155.34</b>	<b>4,010.87</b>
<b>8</b>	<b>Other comprehensive income/(expenses) for the year, net of tax</b>	<b>(0.61)</b>	<b>(5.99)</b>	<b>1.23</b>	<b>(2.30)</b>
<b>9</b>	<b>Total Comprehensive income/(Loss), Net of Tax ( 7 + 8 )</b>	<b>1,353.37</b>	<b>1,244.48</b>	<b>1,156.57</b>	<b>4,008.57</b>
<b>10</b>	<b>Paid-up Equity share capital (Face Value of Rs.2/- each)</b>	<b>1,191.98</b>	<b>1,191.98</b>	<b>1,191.98</b>	<b>1,191.98</b>
<b>11</b>	<b>Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year</b>				<b>32,508.81</b>
<b>12</b>	<b>i) Earnings Per Share (before extra-ordinary items) of Rs.2/- each (not annualised)</b>				
	(a) Basic	2.27	2.10	1.94	6.73
	(b) Diluted	2.27	2.10	1.94	6.72
	<b>ii) Earnings Per Share (after extra-ordinary items) of Rs.2/- each (not annualised)</b>				
	(a) Basic	2.27	2.10	1.94	6.73
	(b) Diluted	2.27	2.10	1.94	6.72

**NOTES :**

- The Unaudited Financial Results of the company for the quarter ended 30 June, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30 July 2024 and the limited review of the same has been carried out by the Statutory Auditors of the company.
- These results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- The Company's only identifiable reportable Business segment is Manufacturing of Exotic Seed based Fats and Butters including Cocoa Butter Equivalent (CBE). Further, the Company operates and controls its business activities within/from India, except export of goods. Hence the company is having single reporting segment under Indian Accounting Standard -108 "Segment Information" (IND AS-108).
- Other expenses includes ₹ 30.88 lacs incurred towards research and development expenditure.
- The figures for the corresponding previous periods have been regrouped/rearranged wherever found necessary.
- The results are also available on [www.manoramagroup.co.in](http://www.manoramagroup.co.in), [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

**For and on behalf of the Board of Directors  
of Manorama Industries Limited**

  
**Gautam Kumar Pal**  
Managing Director  
DIN-07645652  
Place: Raipur  
Date : 30 July 2024

