



Ref: MNIL/BSE/2024

Date: 07/02/2024

The BSE Limited

Department of Corporate Services,
25th Floor, P J Towers,
Dalal Street, Mumbai - 400001

Script Code: 539767 ISIN: INE216Q01010

Sub: Outcome of the Board Meeting held on February 07, 2024

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we hereby inform that Board of Directors in its meeting held on Wednesday, February 07, 2024 proceeds at 02:00 PM and concluded at 05: 35 PM, *inter-alia* considered and approved the following businesses:

1. Un-audited Financial Results of the Company, duly reviewed by the Audit committee, along with Limited Review Report for the quarter and nine months ended December 31, 2023 (Copy of the same is enclosed as **Annexure-A**).
2. Change in registered office of the company from **C-1/50, 5 Bharat Vihar Road, Raja Puri, Uttam Nagar, New Delhi-110059** to **811-812 Aggarwal Cyber Plaza-1, Netaji Subhash place, Pitampura, Delhi-110034**.
3. Pursuant to the members' approval obtained at the 40th Annual General Meeting held on September 27, 2023 by means of passing a Special Resolution and 'In-Principal Approval' obtained from the Stock Exchanges i.e. BSE Limited, the allotment of 2,30,00,000 (Two Crore and Thirty Lakhs Only) fully Convertible Warrants ('Warrants'), carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant, to persons belonging to "Non-Promoter/Public Category" on preferential basis at an issue price of Rs. 15/- per Warrant, after receipt of stipulated amount i.e. 25% of the Issue Price as subscription amount in accordance with provisions of Chapter V of SEBI ICDR Regulations, to the persons ("Allottees") as detailed in **Annexure-B**.

Each of the Warrant, so allotted, is convertible into or exchangeable for one fully paid-up equity share having a face value of Rs. 10/- (Rupees Ten only) of the Company in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, on payment of the balance consideration i.e. 75% of the Warrant Issue Price from the Allottees within 18 months from the date of allotment of these warrants.

These warrants allotted on preferential basis shall be locked-in for specified period in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

MEGA NIRMAN & INDUSTRIES LIMITED

C-1/50,5 Bharat Vihar Road,
Raja Puri, Uttam Nagar, New Delhi-110059
Phone: 011 - 49879687 ||email: secretarial.mnil@gmail.com
CIN: L70101DL1983PLC015425



A N S K & ASSOCIATES

CHARTERED ACCOUNTANTS

OFFICE : 414, RG Trade Tower, Netaji Subhash Place

Pitampura-110034

OFFICE NO.011-46010089

EMAIL : amccorporateservices@gmail.com

Independent Auditor's Review Report on Quarterly and year to date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To,

THE BOARD OF DIRECTORS
MEGA NIRMAN & INDUSTRIES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of Mega Nirman & Industries Limited (the "Company"), for the quarter and nine month ended December 31, 2023 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Report" ("Ind AS 34"), prescribed under Section 193 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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.

4. Disclaimer of Opinion:

In view of the nature of the matters described in paragraph, 'Basis for disclaimer of conclusion'; below for which absence of sufficient evidence has resulted in limitation on work and the consequent adjustments not being determined, we are unable to state whether the accompanying statement has been prepared in accordance with the recognition and measurement principles laid down in the relevant Indian Accounting Standards and other accounting principles generally accepted in India, or that the Statement discloses the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement. Thus, we do not express a conclusion on the accompanying financial results.

5. Basis for Disclaimer of Opinion:

- The company has given loan and advances amounting to Rs 3,42,19,210.08/-, Trade Receivables Rs. 7,13,99,971/-, Trade Payables Rs. 6,82,26,505/- and Misc. Expenditure (Assets) Rs. 52,22,886/- as at 31st December 2023 and management are unable to provide us any of the documents in regards to the above balances.

- There are Investments in equity shares Rs. 20,00,000/- shown in books of Account and Currently, the management are unable to provide us supporting documents in regards to the above.

As a result of these matters mentioned above, we were unable to verify the figures as stated in the Financial Statements for the Quarter ended 31st December 2023.

6. Other Matters:

- As per the last audited financial statement provided to us, the company has not reversed the input of Rs. 20,13,891/- for the period 2018-19 to 2020-21 and a pending GST demand Rs. 355636/ - excluding Interest has not been recognized by the Management. About the Input Reversal and GST Demand, management has not provided any information to us so that we are unable to comment on that. But Accordingly, the statutory liability would have been increased by Rs. 23,69,527/- and the Net worth would have been reduced by Rs. 23,69,527/ - respectively.

For A N S K & Associates
Chartered Accountants
Firm's Registration No. 026177N

Akhil
Mittal

Digitally signed
by Akhil Mittal
Date: 2024.02.07
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(CA Akhil Mittal)

Partner

M.No.517856

Date: 07.02.2024

Place: New Delhi

UDIN: **24517856BKHCBV8774**

MEGA NIRMAN & INDUSTRIES LIMITED							
Regd. Office: C-1/50,5 Bharat Vihar Road, Raja Puri, Uttam Nagar, New Delhi-110059							
Email Id: secretarial.mnil@gmail.com, Website: www.mnil.in							
CIN: L70101DL1983PLC015425, Ph: 011-49879687							
Statement of Un-audited Financial Results for the Quarter and Nine Months ended on 31st December 2023							
S. No.	Particulars	Quarter Ended			Nine Months ended		(Amount in Lacs except EPS)
		31-Dec-23	30-Sep-23	31-Dec-22	31-Dec-23	31-Dec-22	Year ended
		Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	31-Mar-23 Audited
I	Revenue from operations	-	-	-	-	152.24	152.24
II	Other Income	3.53	3.53	4.46	10.60	13.81	16.95
III	Total Revenue from operations (net) (I+II)	3.53	3.53	4.46	10.60	166.05	169.19
IV	Expenses						
	(a) Cost of materials consumed	-	-	-	-	-	-
	(b) Purchases of Stock-in -Trade	-	-	-	-	-	-
	(c) Changes in inventories of finished goods,work-in-progress and stock-in-trade	-	-	-	-	146.01	146.01
	(d) Employee benefits expense	5.06	5.22	3.03	13.31	8.79	11.82
	(e) Finance Costs	-	-	-	-	-	0.04
	(f) Depreciation and amortisation expense	0.27	0.33	0.05	0.88	0.15	1.45
	(g) Audit Expenses	-	-	-	-	-	-
	(h) Other expenses	5.62	6.91	1.14	19.91	6.38	8.24
	Total Expenses	10.95	12.46	4.22	34.10	161.33	167.56
V	Profit/ (Loss) Before Exceptional and Extraordinary Items and Tax (III-IV)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.63
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit/ (Loss) before extraordinary items and Tax (V-VI)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.63
VIII	Extraordinary items	-	-	-	-	-	-
IX	Profit/ (Loss) before Tax (VII-VIII)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.63
X	Tax Expenses						
	- Current Tax	-	-	-	-	-	0.46
	- Deferred Tax	-	-	-	-	-	(0.05)
XI	Profit/ (Loss) for the period from continuing operations (IX-X)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.22
XII	Net Profit/ (Loss) from discontinuing operation (before Tax)	-	-	-	-	-	-
XIII	Tax Expense of discontinuing	-	-	-	-	-	-
XIV	Net Profit/ (Loss) from discontinuing operation after Tax (XII-XIII)	-	-	-	-	-	-
XV	Net Profit/ (Loss) for the Period (XI+XIV)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.22
XVI	Share of profit / (loss) of associates	-	-	-	-	-	-
XVII	Share of profit / (loss) of Minority Interest	-	-	-	-	-	-
XVIII	Net Profit/ (Loss) after taxes, minority interest and share of profit/(loss) of associates	(7.42)	(8.93)	0.24	(23.50)	4.72	1.22
XIX	Other Comprehensive Income	-	-	-	-	-	-
XX	Total Comprehensive Income for the period (XVIII+XIX)	(7.42)	(8.93)	0.24	(23.50)	4.72	1.22
XXI	Paid-up equity share capital (Face value of Rs.10/- per share)	334.75	334.75	334.75	334.75	334.75	334.75
XXII	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	-
XXIII	Earning Per Share (of ₹ 10/- each) A) Basic B) Diluted	(0.22) - -	(0.27) - -	0.01 - -	(0.70) - -	0.14 - -	0.04 - -

Notes:

- The Un-audited Financial Results of the Company has been prepared in accordance with the Indian Accounting Standard (IND-AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder.
- The above Un-audited Financial Results were subject to limited review by the Statutory Auditors of the Company, reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 07/02/2024. There are no qualifications in the report issued by the Auditors and the same is being filed with the Bombay Stock Exchange (BSE).
- The Company is mainly operating in one reportable business segment, hence the disclosure requirements of Indian Accounting Standard (Ind AS-108) "Operating Segment" is not applicable.
- There were no investor complaints pending for the quarter ended December 31, 2023
- The Previous Quarter ended figures have been re-grouped/ re-arranged, whenever necessary.
- This statement is as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
- There is no need to provide any reconciliation as required by the circular dated July 05, 2016, since there is no change in the figures due to transit from the previous Indian GAAP to Ind-AS.

For and on Behalf of
Mega Nirman & Industries Limited

Place: New Delhi
Date: 07/02/2024

Ramanuj Murlinarayan Darak
Wholtime Director
DIN: 08647406



Name of the Investors – Annexure-B

(List of Allottees for Warrant Allotment on preferential basis)

S. No.	Name(s) of the Allottees	Category	Warrants allotted
1.	M.D.S. Infrastructure Private Limited	Body Corporate	20,00,000
2.	One Tree Hill Properties Private Limited	Body Corporate	20,00,000
3.	Orchard Road Properties Private Limited	Body Corporate	20,00,000
4.	Ayodhya Vincom Private Limited	Body Corporate	20,00,000
5.	Kiwi Dealcom Private Limited	Body Corporate	20,00,000
6.	STRM India Securities Private Limited	Body Corporate	18,00,000
7.	Aryadeep Tie Up Private Limited	Body Corporate	17,00,000
8.	Sonali Gupta	Individual	20,00,000
9.	Vasu Mohlay	Individual	20,00,000
10.	Pooja Mohlay	Individual	17,00,000
11.	Puneet Kumar Mohlay	Individual	17,00,000
12.	Ankan Gupta	Individual	14,00,000
13.	Santosh Singhal	Individual	7,00,000
Total			2,30,00,000

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