

Date: 25.05.2024

To,
National Stock Exchange of India
Listing Compliance Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Company Symbol: TGL; ISIN: INE0K6601012

Sub: Outcome of Board Meeting held on Saturday, 25th May, 2024 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to the above-mentioned subject and as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the meeting of the Board of Directors of the company held today i.e. Saturday, 25th May, 2024 has inter alia considered and:

1. Approved the Audited Standalone Financial results of the Company for the half year and financial year ended on 31st March, 2024 along with Audit Report thereon;
2. M/s S.G. Marathe & Co, Chartered Accountants has issued Auditor's Report with an unmodified opinion on the Audited Financial Statement of the Company for the FY 2023-2024. Declaration for unmodified opinion under Regulation 33(3)(d) of SEBI (LODR), Regulations 2015 is enclosed herewith.
3. Appointed Mr. Samsad Alam Khan, Practicing Company Secretary, Ahmedabad as Secretarial Auditor for Secretarial Audit of the company for F.Y. 2024-2025.
4. Appointed M/s M.M. Shaikh & Co., Chartered Accountants, Ahmedabad as Internal Auditor for Internal Audit of the company for F.Y. 2024-2025.

Disclosure of information pursuant to Regulation 30 of 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 is attached as ANNEXURE-A.

The Financial Results will also be available on the website of company at www.teerthgopicon.com

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Corporate Office : 105/204, Amar Metro, Nr. Bal Niketan Sangh, Old Indore Road, Pagnis Paga, Indore M.P. - 452007.
Registered Office : 703, Shapath-1, Opp. Rajpath Club, Nr. Gordhan Thal, S.G. Road, Bodakdev, Ahmedabad - 380015.



The Board Meeting Commenced at 01.00 P.M. and Concluded at 3.30 P.M.

You are requested to take the aforesaid information on your record.

Thanking You.

Yours Faithfully,

For TEERTH GOPICON LIMITED

MAHESHBHAI
MAGANBHAI
KUMBHANI

Digitally signed by Maheshbhai Maganbhai Kumbhani
DN: cn=Maheshbhai Maganbhai Kumbhani, o=Teerth Gopicon Limited, ou=Teerth Gopicon Limited, email=maheshbhai.kumbhani@teerthgopicon.com, c=IN

Maheshbhai M Kumbhani

Managing Director

DIN: 06733721

Encl; A/a

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TEERTH GOPICON LIMITED							
Statement of Audited Standalone Financial Results for the half year and year ended 31st March, 2024							
Sr. No	Particulars	Note No.	Half Year ended			Year Ended	
			31st March, 2024	31st March, 2023	30th Sept, 2023	31st March, 2024	31st March, 2023
			(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
							In Lacs, except as stated otherwise
I	Revenue from operations	3.1	6,755	1,126	3,737	10,492	3,908
II	Other Income	3.2	13	4	5	18	7
III	Total Revenue (I + II)		6,768	1,129	3,742	10,510	3,915
IV	Expenses						
	Cost of Material Consumed	3.3	5,123	671	2,675	7,798	3,071
	Changes in inventories of work-in-progress	3.4	(146)	5	(30)	(176)	69
	Employee Benefit Expense	3.5	335	107	150	485	233
	Finance Costs	3.6	70	23	28	97	23
	Depreciation & Amortised Expense	3.7	94	23	33	127	45
	Other Expenses	3.8	161	141	412	574	235
	Total Expenses		5,638	969	3,268	8,905	3,675
V	Profit before exceptional and extraordinary items and tax		1,131	160	474	1,605	239
VI	Exceptional Items						
VII	Profit before extraordinary items and tax (V - VI)		1,131	160	474	1,605	239
VIII	Extraordinary Items						
IX	Profit before tax (VII - VIII)		1,131	160	474	1,605	239
X	Tax expense:						
	(1) Current tax		306	42	131	437	77
	(2) Deferred tax		11	2	1	12	(8)
	(3) Short/ (excess) provision for earlier years						
XI	Profit/(Loss) for the period from continuing operations (VII - VIII)		813	116	342	1,156	170
XII	Profit/(loss) from discontinuing operations						
XIII	Tax expense of discounting operations						
XIV	Profit/(Loss) from Discontinuing operations (after tax) (XII - XIII)						
XV	Profit/(Loss) for the period (XI + XIV)		813	116	342	1,156	170
XVI	Earning per equity share:						
	(1) Basic	3.9	13.01	2.32	6.85	18.49	3.41
	(2) Diluted		13.01	2.32	6.85	18.49	3.41



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TEERTH GOPICON LIMITED			
Note 1. STATEMENT OF ASSETS & LIABILITIES		(Rs. In Lacs)	
Particulars	Note No.	As at 31.03.2024	As at 31.03.2023
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2.1	800	500
(b) Reserves and Surplus	2.2	1128	320
(c) Money Received Against Share Warrants			
(2) Share Application money pending Allotment			
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	2.3	729	373
(b) Deferred Tax Liabilities (Net)	2.4	14	2
(c) Other Long Term liabilities			
(d) Long term Provisions			
(4) Current Liabilities			
(a) Short-Term Borrowings	2.5	395	0
(b) Trade Payables	2.6	1651	1223
(c) Other Current Liabilities	2.7	8119	1888
(d) Short-Term Provisions	2.8	786	414
Total Equity & Liabilities		13623	4,722
II. ASSETS			
(1) Non-Current Assets			
(a) <i>Property Plant & Equipments and Intangible Assets</i>	2.9		
(i) Property Plant and Equipments		1314	196
(ii) Intangible Assets			
(b) Non-current investments	2.10	281	164
(ii) Intangible Assets			
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current Investments			
(c) Deferred tax assets (net)			
(d) Long term loans and advances			
(e) Other Non-Current Assets			
(2) Current Assets			
(a) Current investments			
(b) Inventories	2.11	5885	934
(c) Trade receivables	2.12	3328	1906
(d) Cash and cash Equivalents	2.13	105	533
(e) Short-term loans and advances	2.14	382	206
(f) Other Current Assets	2.15	2329	783
Total Assets		13623	4,722



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TEERTH GOPICON LIMITED			
Note 2. CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2024			
	PARTICULARS	31st March 2024	31st March 2023
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	1605	239
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	127	45
	Other Inflows / (Outflows) of cash	127	45
	Operating profits before Working Capital Changes	1732	285
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(1,422)	128
	Increase / (Decrease) in trade payables	428	(776)
	Increase / (Decrease) in Inventory	(4,951)	(180)
	Increase / (Decrease) in other current liabilities	6231	2223
	(Increase) / Decrease in other current assets	(1,173)	(61)
	Cash generated from Operations	(888)	1333
	Direct Tax Paid	(437)	(77)
	Net Cash flow from Operating Activities (A)	407	1541
B.	Cash Flow From Investing Activities		
	Increase / Decrease in Property, Plant & Equip	(1,292)	102
	Non Current Investments / (Purchased) sold	(118)	-156
	Interest Received		
	Cash advances and loans made to other parties		
	Cash advances and loans received back		
	Net Cash used in Investing Activities (B)	(1,410)	(54)
C.	Cash Flow From Financing Activities		
	Finance Cost	0	0
	Increase Shar Capital	0	0
	Increase in / (Repayment) of Long term borrowings	355	(1,158)
	Increase in / (Repayment) of Short term borrowings	395	-
	(Increase in) / Decrease of Short Term Loans & Advances	(176)	(13)
	Net Cash used in Financing Activities (C)	575	(1,171)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	(428)	316
F.	Cash & Cash Equivalents at Beginning of period	533	217
G.	Cash & Cash Equivalents at End of period	105	533



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Notes:

1. The above Standalone Financial Results for the Half Year and Year Ended 31st March, 2024 have been reviewed by Audit Committee and taken on record by the Board of Directors of Teerth Gopicon Ltd. ("The Company") in its meeting held on 25th May, 2024.
2. The Statutory Auditors of the Company have carried out the Audit of the standalone financial results for the Half year and year ended on 31st March, 2024. The figures for the half year ending 31st March, 2023 included in the statement have been subjected to audit by the previous auditors of the company. The Management has exercised necessary due diligence to ensure that such financial results provide a true & fair view of the affairs of the Company
3. The Company is primarily engaged in business of developing and maintain infrastructure Projects Services which constitute a single reportable segment.
4. The Company has allotted of 30,00,000 bonus equity shares of Rs. 10/- each as fully paid- up against existing 50,00,000 equity shares of Rs.10/- each to the existing shareholders of the Company in the ratio of 6:10.
5. Figures of the Half year ended 31st March, 2024 are the balancing figures between Audited figures in respect of the full financial year and published year to date figures up to the half year of that financial year.
6. The previous period figures have been regrouped/ reclassified wherever necessary to make them comparable with the current periods figures.
7. Basic and Diluted EPS have been calculated using the weighted average number of shares.



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Date: 25.05.2024

To,
National Stock Exchange of India
Listing Compliance Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Company Symbol: TGL; ISIN: INE0K6601012

Sub: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We hereby declare that the Statutory Auditor of the Company M/s S G Marathe & Co., Chartered Accountants (FRN: 123655W) have issued Audit Report with unmodified opinion with respect to Audited Standalone Financial Results of Company for the half year and year ended 31st March, 2024.

This declaration is issued in compliance with the provisions of the Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016.


For **TEERTH GOPICON LIMITED**
Maheshkumar Kumbhani
Managing Director
DIN: 06733721

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Independent Auditor's Report on Annual 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 of
Teerth Gopicon Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial results ("the statement") of **Teerth Gopicon Limited** ("the Company"), for the half year and year ended March 31, 2024, attached herewith, being submitted by the Company pursuant to requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Listing Regulations")

the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the financial statement:

- (i) is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under section 133 of the Companies Act, 2013 ("the Act") read



with the relevant rules issued thereunder and other accounting principles generally accepted in India of the net profit and other financial information for the year ended 31st March, 2024.

Basis for Opinion

We conducted our audit in accordance with the standards on auditing 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 Standalone Financial Results* 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 ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act, 2013 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.

Management's responsibility for the Standalone Financial Results

The financial result has been prepared on the basis of the Standalone annual financial statements for the year ended March 31, 2024 and has been approved by the Company's Board of Directors. The Company's board of directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other financial information of the Company in accordance with the recognition and measurement principles laid down in Accounting Standards specified 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 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Director 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 is also responsible for overseeing the Company's financial reporting process.

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 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 standalone financial results.

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, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of Board of Director'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 auditor's 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 financial statements 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.

Report on other legal and regulatory requirements



As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 standalone 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) Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to explanations given to us, the remuneration paid by the Company to its



directors during the year is in accordance with the provisions of section 197 of the Act.

(h) 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;

- 1) The Company has disclosed the impact of pending litigations on its financial position in the standalone financial statement.
- 2) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- 3) There was no amount which was required to be transferred to Investor Education and Protection Fund by the Company during the period under review.
- 4) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- 5) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and



S.G. MARATHE & CO.
CHARTERED ACCOUNTANTS

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Sumati Avenue,
Opp. Rajkamal Bakery
Bhairavnath Road
Maninagar
Ahmedabad – 380 008.
Phone:079 35708824
Mobile: 9825576522
Email: ahmedabad@sgmarathe.com
Website: www.sgmarathe.com

- 6) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (i) and (ii) of Rule 11(e) ,contain any material mis-statement.
- 7) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- 8) Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account for the financial year ended 31 March 2024 which has a feature of recording audit trail (edit log) facility and the same has been made operational for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of the audit trail feature being tampered with.

For, S G Marathe & Co.
Chartered Accountants
Firm Reg. No. 123655W

SGM

CA SAMIR MARATHE
Partner
Membership No.105375



Date:
Place: Ahmedabad
UDIN :

25 MAY. 2024

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ANNEXURE A

Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Appointment of Secretarial Auditor

S.No	Particulars	Details
1.	Name of Auditor	Mr. Samsad Alam Khan (M No. A28719, CP No. 13972)
2.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	Appointment as a Secretarial Auditor
3.	Proposed Date of Appointment/ cessation & term of appointment;	Date of Appointment 25th May, 2024 Term: For the Financial Year 2024- 2025
4.	Brief Profile;	CS Samsad Alam Khan registered as a Practicing Company Secretary with Institute of Company Secretaries of India (ICSI) as an Associate Member with membership number A28719. He is also holding a valid Certificate of Practice (COP No. 13972). He is having experience of more than 10 Years in Company Law and FEMA Matters. Apart from above, he is engaged with the services relating to Various Conversions, Search and Status Report, Conduct of Secretarial Audit, Consultancy for IPO etc. Further he engaged as a Secretarial Auditor of Various Companies listed on main board of Bombay Stock Exchanges.
5.	Disclosure of relationships between directors.	Not Applicable

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Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Appointment of Internal Auditor

S.No	Particulars	Details
1.	Name of Auditor	M/s M.M. Shaikh & Co. (FRN- 134187W)
2.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	Appointment as Internal Auditor
3.	Proposed Date of Appointment/ cessation & term of appointment;	Date of Appointment 25 th May, 2024 Term: For the Financial Year 2024- 2025
4.	Brief Profile;	M/s M.M. Shaikh & Co. is registered as a Practicing Chartered Accountant with Institute of Chartered Accountants of India (ICAI). Mr. Muntaha M. Shaikh, the Proprietor of M.M. Shaikh & Co., possesses over 14 years of post-qualification experience, which notably includes three years of overseas experience in Internal Audit. His expertise primarily lies in the fields of Income Tax and Auditing, encompassing Statutory Audits, Tax Audits, Internal Audits, GST, RERA, and more.
5.	Disclosure of relationships between directors.	Not Applicable

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