



**Marshall** Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)

Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238

Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15

Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,

Duluth, GEORGIA-30096 (USA)

Email: sales@marshallautomationamerica.com

Web: www.marshallautomationamerica.com

**MARSHALL/2024-25**

**14-06-2024**

To  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051

**Ref: Symbol-MARSHALL, ISIN-INE00SZ01018, Series-EQ**

**Sub: Outcome of Board Meeting held on 14-06-2024**

Dear Sir,

We wish to inform you that Board of Directors in its meeting held today the 14<sup>th</sup> day of June, 2024 the board meeting **commenced at 03:30 P.M. and concluded at 08.00 P.M.**, inter alia, considered and approved the following:

- The Audited Financial Results for the Quarter / Year Ended 31.03.2024.
- The Report of Auditor on Audited Financial Results by issued by M/s S. Sood & Co, Statutory Auditors of the Company.

Pursuant to Regulation 30, 33 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith:

- The Audited Financial Results for the Quarter / Year Ended 31.03.2024.
- The Report of Auditor on Audited Financial Results by issued by M/s S. Sood & Co, Statutory Auditors of the Company.
- The Statement on Deviation or Variation of funds under Regulation 32 of SEBI (LODR) Regulations, 2015.
- The Impact of Audit qualifications for the Quarter / Year Ended 31.03.2024.
- The related party transactions for the for the Half-Year Ended 31.03.2024.

**For MARSHALL MACHINES LIMITED**

**SIDDHANT SARUP**  
(Wholetime Director)  
(DIN: 07779416)

# Marshall Machines Limited

Regd. Office: C-86, Phase V, Focal Point, Ludhiana-141010  
Website: www.marshallcnc.com CIN: L29299PB1994PLC014605

## STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31.03.2024

( ₹ In Lakh)

Sr. No.	Particulars	Quarter Ended			Year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
I	Revenue from operations	551.56	999.37	1,217.73	2,796.25	3,449.53
II	Other income	37.49	-	1.29	44.28	250.36
III	<b>Total Revenue (I + II)</b>	<b>589.05</b>	<b>999.37</b>	<b>1,219.02</b>	<b>2,840.53</b>	<b>3,699.89</b>
IV	<b>Expenses:</b>					
	Cost of materials consumed	306.81	361.53	255.45	1,200.52	1,767.37
	Purchases of Stock-in-Trade	-	-	1,258.79	-	1,258.79
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	84.34	284.34	(311.16)	697.80	(270.40)
	Employee benefits expense	118.24	101.80	68.37	453.19	621.35
	Finance costs	30.94	90.03	127.05	382.53	441.44
	Depreciation and amortization expense	120.43	125.13	141.71	493.51	587.25
	Other expenses	118.49	93.06	25.29	330.08	213.46
	<b>Total expenses (IV)</b>	<b>779.25</b>	<b>1,055.89</b>	<b>1,565.50</b>	<b>3,557.63</b>	<b>4,619.26</b>
V	<b>Profit before exceptional and extraordinary items and tax (III - IV)</b>	<b>(190.20)</b>	<b>(56.52)</b>	<b>(346.48)</b>	<b>(717.10)</b>	<b>(919.37)</b>
VI	Exceptional items	-	-	-	-	-
VII	<b>Profit before extraordinary items and tax (V - VI)</b>	<b>(190.20)</b>	<b>(56.52)</b>	<b>(346.48)</b>	<b>(717.10)</b>	<b>(919.37)</b>
VIII	Extraordinary items	-	-	-	-	-
IX	<b>Profit before tax (VII- VIII)</b>	<b>(190.20)</b>	<b>(56.52)</b>	<b>(346.48)</b>	<b>(717.10)</b>	<b>(919.37)</b>
X	Tax expense:					
	(1) Current tax	-	-	-	-	-
	(2) Deferred tax	(59.52)	(13.14)	(82.96)	(177.23)	(229.43)
	(3) MAT Credit	-	-	-	-	-
	<b>Net Tax Expense (X)</b>	<b>(59.52)</b>	<b>(13.14)</b>	<b>(82.96)</b>	<b>(177.23)</b>	<b>(229.43)</b>
XI	<b>Profit (Loss) for the period from continuing operations (IX-X)</b>	<b>(130.68)</b>	<b>(43.38)</b>	<b>(263.52)</b>	<b>(539.87)</b>	<b>(689.94)</b>
XII	Profit/(loss) from discontinuing operations	-	-	-	-	-
XIII	Tax expense of discontinuing operations	-	-	-	-	-
XIV	<b>Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XV	<b>Profit (Loss) for the period (XI + XIV)</b>	<b>(130.68)</b>	<b>(43.38)</b>	<b>(263.52)</b>	<b>(539.87)</b>	<b>(689.94)</b>
XVI	<b>Other Comprehensive Income</b>					
A.	(i) Items that will not be reclassified to profit or loss	(43.06)	5.23	54.50	(27.38)	60.91
	(ii) Income tax relating to items that will not be reclassified to profit or loss	11.20	(1.36)	(14.17)	7.12	(15.84)
B.	(i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
	<b>Total (XVI)</b>	<b>(31.86)</b>	<b>3.87</b>	<b>40.33</b>	<b>(20.26)</b>	<b>45.07</b>
XVII	<b>Total Comprehensive Income for the period (XV+XVI)</b>	<b>(162.54)</b>	<b>(39.51)</b>	<b>(223.19)</b>	<b>(560.13)</b>	<b>(644.87)</b>
XVIII	Paid-up equity share capital (in Lakhs)	2,390.12	2,390.12	1,455.00	2,390.12	1,455.00
XIX	Face Value of Equity Share Capital (in Rs./Share)	10.00	10.00	10.00	10.00	10.00
XX	Reserves excluding revaluation reserve as per balance sheet of previous accounting year	5,211.92	5,354.69	2,498.06	5,211.92	2,498.06
XXI	<b>Earnings per equity share (for continuing operation):</b>					
	(1) Basic	(0.55)	(0.18)	(1.81)	(2.26)	(4.74)
	(2) Diluted	(0.55)	(0.18)	(1.81)	(2.26)	(4.74)
XXII	<b>Earnings per equity share (for discontinued operation):</b>					
	(1) Basic	-	-	-	-	-
	(2) Diluted	-	-	-	-	-
XXIII	<b>Earnings per equity share (for discontinued &amp; continuing operation):</b>					
	(1) Basic	(0.55)	(0.18)	(1.81)	(2.26)	(4.74)
	(2) Diluted	(0.55)	(0.18)	(1.81)	(2.26)	(4.74)

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on 14.06.2024
- Figures are in Lakhs Rupees except Face value of Equity Shares and EPS, which are in Rupees.
- Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
- There is only one Segment, namely, "CNC Machines", which is the primary reportable segment
- Company has been migrated to main board of NSE w.e.f. 22.11.2021 & INDAS is adopted considering the transition date of 01.04.2020
- During the Year, addition of 93,51,217 no. of shares @ ₹ 44.80 per share (including premium of ₹ 34.80 per share) on Right issue basis to the eligible Equity Shareholders of Company in the Ratio of 7 Rights Equity Shares for every 10 Equity Shares held.

For MARSHALL MACHINES LIMITED

For **Marshall Machines Ltd.**

(Siddhant Sarup)  
Wholetime Director  
DIN: 07779416

Director

Place: Ludhiana  
Date : June 14, 2024

# Marshall Machines limited

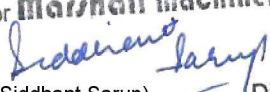
Regd. Office: C-86, Phase V, Focal Point, Ludhiana-141010

## BALANCE SHEET

( ₹ In Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
	(Audited)	(Audited)
<b>I ASSETS</b>		
<b>1. Non-Current Assets</b>		
(a) Property, Plant and Equipment and Intangible Assets		
i) Property, Plant and Equipment	4,889.88	5,342.71
ii) Capital Work in Progress	-	-
iii) Intangible Assets	1,156.00	406.56
(b) Other Financial assets	166.83	126.95
<b>2. Current Assets</b>		
(a) Inventories	4,260.31	5,036.82
(b) Financial Assets		
i) Trade Receivables	3,528.26	2,839.82
ii) Cash and Cash equivalents	42.15	30.84
iii) Other Financial assets	7.74	43.91
(c) Other Current Assets	1,580.39	301.34
<b>TOTAL ASSETS</b>	<b>15,631.56</b>	<b>14,128.95</b>
<b>II EQUITY AND LIABILITIES</b>		
<b>1. Equity</b>		
(a) Equity Share Capital	2,390.12	1,455.00
(b) Other Equity	5,211.92	2,498.06
<b>2. Non-Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	1,344.34	1,789.94
(b) Provisions	52.43	55.89
(c) Deferred Tax Liabilities (Net)	114.83	299.18
<b>3. Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	2,496.21	2,735.22
ii) Trade Payables	3,357.89	3,814.33
iii) Other Financial Liabilities	20.49	17.20
(b) Provisions	2.58	4.65
(c) Other Current Liabilities	640.75	1,370.90
(d) Current tax liabilities (net)	-	88.58
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>15,631.56</b>	<b>14,128.95</b>

For MARSHALL MACHINES LIMITED

For **Marshall Machines Ltd.**  
  
(Siddhant Sarup) Director

Wholetime Director

DIN: 07779416

Place: Ludhiana

Date : June 14, 2024

# Marshall Machines Limited

Regd. Office: C-86, Phase V, Focal Point, Ludhiana-141010

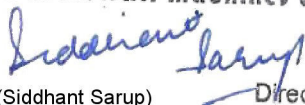
## CASH FLOW STATEMENT

( ₹ In Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
	(Audited)	(Audited)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/(Loss) for the Year	<b>(539.86)</b>	<b>(689.95)</b>
Adjustments for:	-	-
Depreciation and amortisation expense	493.51	587.25
Interest Income	(6.89)	(6.56)
Finance costs	382.53	441.44
Income Tax Expense	(177.23)	(229.43)
Profit on Sale of PPE	(2.57)	-
Previous Year Adjustments	19.76	-
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	776.51	4.10
Trade Receivables	(688.44)	(1,039.53)
Other Non-Current Financial assets	(39.88)	29.40
Other Current Financial assets	36.17	3.82
Other Current assets	(189.24)	(136.99)
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	(456.44)	1,324.54
Provisions	(52.68)	11.25
Other Non-Current Liabilities	-	-
Other Current Liabilities	(730.15)	(330.17)
<b>Cash generated from operations</b>	<b>(1,174.90)</b>	<b>(30.83)</b>
Net income tax (paid)	(73.55)	(2.55)
<b>Net cash flow from operating activities (A)</b>	<b>(1,248.45)</b>	<b>(33.38)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Capital expenditure on Property, Plant and Equipment	(1,879.11)	(39.53)
Proceeds from disposal of Property, Plant and Equipment	6.49	-
Interest received	6.89	6.55
<b>Net cash used in investing activities (B)</b>	<b>(1,865.73)</b>	<b>(32.98)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Right Issue	4,189.35	-
Proceeds/(Repayment) of Current Borrowings	(173.19)	175.90
Proceeds/(Repayment) of Non-Current Borrowings	(511.43)	331.65
Interest Paid	(379.24)	(437.50)
<b>Net cash used in financing activities (C)</b>	<b>3,125.49</b>	<b>70.05</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>11.31</b>	<b>3.69</b>
Cash & Cash Equivalents - Opening Balance	30.84	27.15
Cash & Cash Equivalents - Closing Balance	42.15	30.84

For MARSHALL MACHINES LIMITED

For Marshall Machines Ltd.

  
(Siddhant Sarup) Director

Wholetime Director

DIN: 07779416

Place: Ludhiana

Date : June 14, 2024



**Independent Auditor's Report on Quarterly Financial Results and Year to Date Financial Results pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

**To the Board of Directors of Marshall Machines Limited**

**Report on the Audit of Financial Results**

**Qualified Opinion**

1. We have audited the accompanying financial results of Marshall Machines Limited (hereinafter referred to as ('the Company') for the quarter and year ended 31 March 2024 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Refutations, 2015, as amended (' Listing Refutations')
2. Except for the effects / possible effects of our observations stated in para 3 (Basis of Qualified opinion) & in para 4 (Emphasis of Matters) below, in our opinion and to the best of our information and according to the explanations given to us these standalone financial results:
  - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - (ii) give a true and fair view in conformity with the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 ("the Act"), as amended, and other accounting principles generally accepted in India, of Net Loss and other financial information of the Company for the year ended 31 March, 2024.

**3. Basis for Qualified Opinion**

A. As per the Financial Statements, out of Total Trade Receivables of Rs. 3,528.26 Lacs, the Trade Receivables amounting to Rs. 612.71 Lacs are pending for realization for more than 3 years and Rs. 165.98 Lacs are pending for realization for more than 2 years but less than 3 years. During the Year under audit, Company had sent communications to its Debtors to confirm the Balances as on 31.12.2023. Out of Total 198 Debtors count amounting to Rs. 3,528.26 Lacs, as on 31.12.2023 only 6 Debtors with an outstanding amount of Rs. 1,673.65 Lacs have confirmed their Balances. However, the Management of the Company is of the view that the unconfirmed Trade Receivables are good and fully realizable. Balances of Sundry Debtors which have not been confirmed are subject to confirmation and reconciliations.



B. The Balances of HDFC Bank Limited are duly reconciled with the bank statements produced and verified by us as on 31.03.2024. However, No Balance Confirmation Certificate of HDFC Bank Limited as on 31st March, 2024 is available with the Company. The Company had written to the bank seeking to provide Certificate of Balance Confirmation and Status of Company's Accounts. However the Bank has not provided any information. Further a letter seeking confirmation of the balances as on 31.03.2024 and the status of the account was also written by us but no response has been received till date. As per the Books of Accounts there is an overdue amount in the account amounting to Rs. 16.78 Lacs. As per the last communication received from HDFC bank Limited vide Certificate dated 20th March 2024, the Bank had confirmed that the account is not NPA as on 18.03.2024 but asked the Company to arrange credits amounting to Rs. 31.22 Lacs in order to avoid account becoming NPA due to inadequate churning in the account. Under such circumstances, in the absence of such confirmation we are unable to comment on its current status as a Standard Asset in the Bank.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

#### 4. Emphasis of Matters

##### Attention is drawn to the following matters:

1. In respect of Inventories during the Year under audit, the management has engaged an Independent Chartered Accountancy firm for the Physical Verification and Valuation of Inventory as on 31.03.2024 as per IND AS 2. The firm has submitted its Inventory Valuation report dated 01.05.2024. In our opinion, the comparative inventory holding levels, in view of steep decline in the Turnover of the Company as compared to earlier years are higher.
2. During the Year under audit, the Company has arranged funds through Right Issue of its shares. Initial offer of the Right Issue was for an amount of Rs. 4,562.88 Lacs but it was under subscribed and the Company received an amount of Rs. 4,189.35 Lacs from the proceeds of the Right Issue.

Details provided by the Management are as follows: (Amount in Lacs Rs.)

Particulars of Object Clause of Offer Letter	Object clause of Right Issues (As per Offer Letter to SEBI)	Subscribed Amount of Right Issue	Amount Utilized as per the Management
Working Capital requirements	1,515.17	1,286.05	1,293.07
Repayment of Loans	629.16	580.58	577.21
Technology Fee (Capital)	1,935.00	1,898.00	1,896.11



Expenditure)			
Expenditure for General Corporate Purposes	428.55	395.46	393.70
Right Share Issue Expenses	55.00	29.26	29.26
<b>Total</b>	<b>4562.88</b>	<b>4,189.35</b>	<b>4,189.35</b>

- i) There has been delay in the completion of the work undertaken by the company out of the Proceeds of Right Issue. We have been informed by the Company that the delay has been informed to NSE vide letter dated 10<sup>th</sup> June, 2024. Details of Amount Utilized from the Right Issue Proceeds with Original Date of Completion and the Revised Date of Completion of Work as per the Management Certificate is as follows:

Nature of Payment as per Management	Amount In Lacs Rs.	Original date of completion of work	Revised Expected date of work completion as per Management
<b>Working Capital requirements</b>			
Business Development	205.00	30.06.2024	30.09.2024
	50.00	31.12.2024	31.12.2024
Working Capital Arrangements	25.00	31.05.2024	31.08.2024
	11.00	30.06.2024	30.09.2024
<b>Technology Fee (Capex)</b>			
Technology Fee	1132.20	30.04.2024	31.10.2024
<b>Total</b>	<b>1,423.20</b>		

The above Utilized amounts are on account of Advance Payments made by the Company before the actual completion of work by the Suppliers and such payments are not as per the original terms and conditions of their respective agreements with the suppliers.

- ii) The Company has transferred the Right Issue Proceeds from Kotak Mahindra Bank Limited Escrow Account to Kotak Mahindra Bank Limited Current Account instead of HDFC Bank Limited where the Company is availing its Cash Credit facilities.
- iii) The Company has transferred Funds out of its Right Issue Proceeds to its Director and Other Parties Bank account to make payments as follows.

(Amount in Lacs Rs.)

Name of Party	Amount
<u>Director</u>	
Amount Paid by the Company	366.29
Less: Amount spent on behalf of Company:	
Repayment of Loans (HDFC Cash Credit Account)	317.00
Repayment of Loans (HDFC Term Loan Account)	40.60
Repayment of Loans (SIDBI Term Loan)	8.69
Balance Unused	NIL
<u>Other parties</u>	
Amount Paid by the Company	200.39



Statutory Dues (TDS, ESIC, PSDT)	65.11
Employee Dues	37.93
Repayment of Loans (HDFC Cash Credit Account)	63.44
Repayment of Term Loans	1.91
Other Expenses	2.00
Balance Unused Returned to the Company	30.00
(As per the Certificate of the Management and the documents provided to us, the Unused balance of Rs. 30.00 Lacs has been recovered by the company before 31.03.24)	

3. There are number of pending cases against the Company in various Courts of law. The Company has mentioned the cases in the respective Note of the Standalone Financial Statements. The amount under dispute has already been booked in the books of accounts of the company Except in One case which has been shown under Contingent liability. However, no interest has been provided in the books of accounts since the decision of the cases are pending and in the opinion of the Directors the cases will be in the favour of the company. Directors of the Company have certified that except the mentioned cases, there are no other cases on the company in any forum.
4. With reference to the comments in our Independent Audit Report (Part B) CARO-2020 under the clause IX (a) (i), In our opinion the company is not regular in repayment of its loans and interest thereon to the financial institutions and banks. The loan installments have been delayed many times during the year {for individual instances refer clause IX a (i) of Annexure B of this report (The CARO-2020 report order)}. But loans of Tata Capital Financial Services Limited, Hero Fincorp Limited, Aditya Birla Finance limited and Deutsche Bank have been classified as Substandard / written off for an amount of Rs. 53.44 Lacs, Rs. 80.87 Lacs, Rs. 8.04 Lacs and Rs. 8.93 Lacs respectively as on date of audit report. Letter of Credits taken from the bank, in four number of cases have not been paid so far after the due date. All these four cases of Letter of credits are delayed for more than one year.
5. Company has taken Trade Advances from its Customers amounting to Rs. 364.34 Lacs. This includes advances of Rs. 296.85 Lacs which are more than a year old. Balances of Sundry Advances are subject to confirmation and reconciliations.
6. Company has not deposited the Tax Deducted at Source amounting to Rs. 51.53 Lacs which has been deducted on account of payments in respect of Right Issue Expenses.
7. Company has not realized its Foreign Debtor amounting to Rs.106.55 Lacs within the time prescribed under the regulations of the FEMA Act, 1999. Subject to which penalty under the provisions of Act may be levied on violation. According to the Directors the delay was due to the dispute arising during the Covid19 times which could not be resolved.
8. As per Note No. 14 of the Standalone Financial Statements, Sundry Creditors amounting to Rs. 2404.50 Lacs are due for more than 180 days, which include the creditors which are subject to the provisions of section 16(2) of the CGST Act, 2017, Input Tax Credit of GST which has been taken against such unpaid creditors has to be reversed and further the Interest and penalty may be levied on such amounts. Our opinion is not modified in the matters mentioned in this above Para-4





## **Board of Directors' Responsibilities for the Financial Results**

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, have been prepared on the basis of the annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of this Statement that give a true and fair view of the net profit/(loss) prepared in accordance with the applicable accounting standards prescribed under section 133 of the Companies Act, 2013 ("the Act") and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company are responsible for 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement 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 Statement by the Directors of the Company, as aforesaid.

In preparing the Statement, the Board of Directors of the Company are responsible for assessing the ability of the 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 alternative but to do so.

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

## **Auditor's Responsibilities for the Audit of the 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 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 Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion



- on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  4. 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 restated to events or conditions that may cast significant doubt on the ability of the Company 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 Statement 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.
  5. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Company of which we are the 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.

#### Other Matters

The Statement include the results for the three months period ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year ended 31 March 2024 and the published unaudited figures for nine months period ended 31 December 2023 prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 "interim Financial Reporting" which were subject to limited review by us.

Our Opinion is not modified in respect of the above matter.

**For S. Sood & Co.**  
Chartered Accountants  
F.R.No.010801N

**SANJAY**  
**SOOD**  
**(Sanjay Sood)**  
Partner

Digitally signed by  
SANJAY SOOD  
Date: 2024.06.14  
17:52:40 +05'30'

**M. No. 089457**  
UDIN: 24089457BKALFS4493

Place: Ludhiana  
Date: 14<sup>th</sup> June, 2024





**Marshall** Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,  
Duluth, GEORGIA-30096 (USA)  
Email: sales@marshallautomationamerica.com  
Web: www.marshallautomationamerica.com

**MARSHALL/2024-25**

**14-06-2024**

To  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051

**Ref: Symbol-MARSHALL, ISIN-INE00SZ01018, Series-EQ**

**Sub. : Impact of Audit qualifications for the Quarter / year ended 31<sup>st</sup> March 2024**

Pursuant to specified regulations and Regulation 33 of the SEBI LODR Regulations 2015. The statutory auditors have expressed a modified opinion in respect of audit reports for standalone financial results of the Company for financial year ended 31<sup>st</sup> March, 2024. The statement of Impact of Audit qualifications is as provided as annexure.

Thanking You,

Yours faithfully,  
**For MARSHALL MACHINES LIMITED**

**SIDDHANT SARUP**  
(Wholetime Director)  
(DIN: 07779416)

CIN : L29299PB1994PLC014605



**Marshall** Machines Limited

**Regd. Office & Works :**  
 C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
 Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
 Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**  
 D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**  
 75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
 Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**  
 Suite #23, 2885 North Berkeley Lake Road, NW,  
 Duluth, GEORGIA-30096 (USA)  
 Email: sales@marshallautomationamerica.com  
 Web: www.marshallautomationamerica.com

**Standalone Audit qualification**

Sr.	Details of Audit Qualification	Type of Audit Qualification	Frequency of qualification	For Audit Qualification(s) where the impact is not quantified by the auditor			
				For Audit Qualification(s) where the impact is quantified by the auditor	For Audit Qualification(s) where the impact is not quantified by the auditor		
				Management's Views	(i) Management's estimation on the impact of audit qualification	(ii) If management is unable to estimate the impact, reasons for the same	Auditors' Comments on (i) or (ii) above
1	Balance Confirmation from Debtors	Qualified opinion	Repetitive	Not Quantified by Auditors	as per Management, the Debtors are good & fully realisable, due to COVID our relationship with many Customers was affected and recently (before right issue) due to Cash flow issues, we were unable to fulfil many orders and deliveries on time. due to this some Debtors have not responded to Balance Confirmation request from Company.	as per Management, the Debtors are good & fully realisable, due to COVID our relationship with many Customers was affected and recently (before right issue) due to Cash flow issues, we were unable to fulfil many orders and deliveries on time. due to this some Debtors have not responded to Balance Confirmation request from Company.	As per the Financial Statements, out of Total Trade Receivables of Rs. 3,528.26 Lacs, the Trade Receivables amounting to Rs. 612.71 Lacs are pending for realization for more than 3 years and Rs. 165.98 Lacs are pending for realization for more than 2 years but less than 3 years. During the Year under audit, Company had sent communications to its Debtors to confirm the Balances as on 31.12.2023. Out of Total 198 Debtors count amounting to Rs. 3,528.26

CIN : L29299PB1994PLC014605



# Marshall Machines Limited

**Regd. Office & Works :**  
 C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
 Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
 Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**  
 D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**  
 75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
 Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**  
 Suite #23, 2885 North Berkeley Lake Road, NW,  
 Duluth, GEORGIA-30096 (USA)  
 Email: sales@marshallautomationamerica.com  
 Web: www.marshallautomationamerica.com

							Lacs, as on 31.12.2023 only 6 Debtors with an outstanding amount of Rs. 1,673.65 Lacs have confirmed their Balances. However, the Management of the Company is of the view that the unconfirmed Trade Receivables are good and fully realizable. Balances of Sundry Debtors which have not been confirmed are subject to confirmation and reconciliations.
2	HDFC Bank's Confirmation	Qualified opinion	Repetitive	Not Quantified by Auditors	the due amount outstanding Rs. 16.78 Lacs (for CC Interest) is duly recorded in the books & hence as per Management, the impact of Qualification is nil.	the due amount outstanding Rs. 16.78 Lacs (for CC Interest) is duly recorded in the books & hence as per Management, the impact of Qualification is nil.	The Balances of HDFC Bank Limited are duly reconciled with the bank statements produced and verified by us as on 31.03.2024. However, No Balance Confirmation Certificate of HDFC Bank Limited as on 31st March, 2024 is available with the Company. The Company had written to the bank seeking to provide



CIN : L29299PB1994PLC014605



# Marshall Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,  
Duluth, GEORGIA-30096 (USA)  
Email: sales@marshallautomationamerica.com  
Web: www.marshallautomationamerica.com

								NPA due to inadequate churning in the account. Under such circumstances, in the absence of such confirmation we are unable to comment on its current status as a Standard Asset in the Bank.
--	--	--	--	--	--	--	--	--

**Marshall** Machines Limited**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)

Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238

Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15

Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,

Duluth, GEORGIA-30096 (USA)

Email: sales@marshallautomationamerica.com

Web: www.marshallautomationamerica.com

**MARSHALL/2024-25****14-June-2024**

To  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051

**Ref: Symbol-MARSHALL, ISIN-INE00SZ01018, Series-EQ**

**Sub. : Statement on Deviation or Variation of funds under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations)**

Pursuant to Regulation 32 of the SEBI Listing Regulations and SEBI Circular No. CIR/CFD/CMD1/162/2019 dated December 24, 2019, please note that there are **no deviation(s) or variation(s)** in respect of the utilization of the proceeds of the **Rights Issue** (“RI”) of the Company during the fourth quarter / year ended March 31, 2024, as mentioned in the object clause of the Prospectus dated September 22, 2023. Please find enclosed herewith a statement in this regard.

The aforesaid statement has been reviewed by the Audit Committee and taken on record by the Board at their respective meetings held on 14<sup>th</sup> June 2024.

This is for your information and records please.

Thanking You,

Yours faithfully,

**For MARSHALL MACHINES LIMITED**

**SIDDHANT SARUP**

(Wholetime Director)

(DIN: 07779416)

Enc. a/a





# Marshall Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,  
Duluth, GEORGIA-30096 (USA)  
Email: sales@marshallautomationamerica.com  
Web: www.marshallautomationamerica.com

## STATEMENT OF DEVIATION OR VARIATION IN UTILIZATION OF FUNDS RAISED

Name of entity	Marshall Machines Limited
Mode of Fund Raising	Right Issue
Date of Raising Fund	(October, 31, 2023) (Date of Allotment)
Amount Raised	Right Issue of ₹41.89 Crore
Report filed for Quarter ended	March 31, 2024
Monitoring Agency	Not Applicable
Monitoring Agency Name, if applicable	Not Applicable
Is there a Deviation / Variation in use of funds raised	No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the Unitholders	Not Applicable
If Yes, Date of Unitholders Approval	Not Applicable
Explanation for the Deviation / Variation	Not Applicable
Comments of the Audit Committee after review	The Company has used the proceeds in a bonafide manner which was as per the best interest of the company and all of its Stakeholders.
Comments of the auditors, if any	<ul style="list-style-type: none"> <li>The company has paid advance upto Rs. 1,423.20 Lakh to various suppliers where the work against this advance is yet to be completed.</li> <li>The Company has transferred the Right Issue Proceeds from Kotak Mahindra Bank Limited Escrow Account to Kotak Mahindra Bank Limited Current Account instead of HDFC Bank Limited where the Company is availing its Cash Credit facilities.</li> <li>The company has used other parties bank account including employees and Promoter accounts to make some payment of Taxes, Loans and Employee dues etc.</li> </ul>

Set forth below are objects for which funds have been raised in the Right Issue and details of deviation, if any, in the following table:

Original Object	Modified Object, if any	Original Allocation (₹ in Lakh)	#Modified Allocation, if any (Note1)	Funds Utilised (₹ in Lakh)	Amount of Deviation/ Variation for Quarter according to applicable object	Remarks, if any
To meet Working Capital Requirements	-	1,515.17	1,286.05	1,293.07	-	
Repayment of Loans	-	629.16	580.58	577.21	-	
Technology Fee	-	1,935.00	1,898.00	1,896.11	-	
Funding Expenditure for General Corporate Purposes	-	428.55	395.46	393.70	-	
Share Issue Expenses	-	55.00	29.26	29.26	-	
<b>Total</b>	-	<b>4,562.88</b>	<b>4,189.35</b>	<b>4,189.35</b>	-	

Note 1: # Modified Allocation with respect to under subscription of Right Issue.



**Marshall** Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15  
Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,  
Duluth, GEORGIA-30096 (USA)  
Email: sales@marshallautomationamerica.com  
Web: www.marshallautomationamerica.com

**MARSHALL/2024-25**

**14-06-2024**

To  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051

**Ref: Symbol-MARSHALL, ISIN-INE00SZ01018, Series-EQ**

**Sub: Disclosure under Regulation 23(9) of the Securities and Exchange Board of India (LODR) Regulations, 2015 for the Half-Year Ended 31<sup>st</sup> March 2024**

Dear Sir,

Disclosure under Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Half-Year Ended 31<sup>st</sup> March 2024, duly certified is attached herewith.

This is for your information and record.  
Thanking You,

Sincerely Yours  
**For MARSHALL MACHINES LIMITED**

**(SIDDHANT SARUP)**  
(Wholetime Director)  
(DIN: 07779416)



**Marshall** Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)  
Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238  
Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15

Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,

Duluth, GEORGIA-30096 (USA)

Email: sales@marshallautomationamerica.com

Web: www.marshallautomationamerica.com

**Disclosure under Regulation 23(9) – Detail of Related Party Transactions**

“Related Party Disclosures”, related party transactions for the Half-Year ended 31<sup>st</sup> March 2024 are disclosed below:

**1. Description of Related Parties**

**ASSOCIATED / ALLIED COMPANIES**

Marshall Industries (Partnership Firm)

Traintech Digital Solutions Private Limited (Mr. Siddhant Sarup was a director)

**OTHERS**

None

**KEY MANAGEMENT PERSONNEL**

- |                          |                            |
|--------------------------|----------------------------|
| • Mr. Gaurav Sarup       | Managing Director          |
| • Mr. Prashant Sarup     | Wholetime Director cum CFO |
| • Mrs. Archana Sarup     | Wholetime Director         |
| • Mr. Siddhant Sarup     | Wholetime Director         |
| • Mr. Satvinder Singh    | Independent Director       |
| • Mrs. Rita Aggarwal     | Independent Director       |
| • Mr. Anil Singla        | Independent Director       |
| • Mr. Surinder Bir Singh | Independent Director       |
| • Ms. Gauri Agarwal      | Company Secretary          |

**2. Transactions with Related Parties**

Particulars	Closing Balance as on 31.03.2024
Enterprises in which key management personnel have significant influence [Marshall Industries (Partnership Firm)]	-10.95*

\*Amount Outstanding in relation to transactions during H2 (2023-24) and is 2.40 Lakh p.a.



**Marshall** Machines Limited

**Regd. Office & Works :**

C-86, Phase-V, Focal Point, LUDHIANA-141 010 (India)

Ph.: +91-161-5012406, 5012407, 5019648, 4600237, 4600238

Email: headoffice@marshallcnc.com Web: www.marshallcnc.com

**Automated Solutions Division :**

D-116A, Phase-V, Focal Point, LUDHIANA-141 010 (India)

**MARSHALL IoTQ CENTRE**

75-B, Sector-5, IMT Manesar, Gurgaon. Ph.: 0124-4241813/14/15

Helpline No. 1800-102-4288, 1800-103-4288, 1800-103-3288

**MARSHALL AUTOMATION AMERICA, INC.**

Suite #23, 2885 North Berkeley Lake Road, NW,

Duluth, GEORGIA-30096 (USA)

Email: sales@marshallautomationamerica.com

Web: www.marshallautomationamerica.com

Detail of Related Party Transactions for the Half Year ended 31<sup>st</sup> March 2024

( - Dr, + Cr)

(Rs in Lakh)

Sr. No.	Name of Company /Firm / Individual	Nature of Transaction	Value of Transaction Approved	Transaction during the Period	Opening Balance as on 01.10.2023	Closing Balance as on 31.03.2024
1	Gaurav Sarup	Remuneration	2700	0.00	31.65	31.65
2	Prashant Sarup	Remuneration	2700	6.75	5.61	12.36
3	Archana Sarup	Remuneration	1800	4.50	5.71	10.21
4	Siddhant Sarup	Remuneration	1200	0.00	3.60	3.60
5	Marshall Industries	Lease Rent	240	-0.02	10.97	10.95
6	Gaurav Sarup	Unsecured Loan	1000	-74.68	616.16	541.48
7	Prashant Sarup	Unsecured Loan	1000	48.86	297.00	345.86
8	Siddhant Sarup	Unsecured Loan	500	7.69	136.33	144.02
9	Traintech Digital Solutions Private Limited	Sale of goods or services	300	0.00	-0.04	-0.04

Remunerations in +ive denotes payable