



Date: 19.04.2024

To,
Department of Corporate Services,
BSE LIMITED
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 541601

Sub: Outcome of the Meeting of Board of Directors held on 19th April, 2024 at 03:30 P.M.

Dear Sir/Madam,

Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III of the said Regulations, we inform you that the Board of Directors of the Company at its meeting held on today, i.e. Friday, April 19, 2024, inter alia, has approved the following items:

1. Considered and approved the Audited Financial Results (Standalone) (prepared in accordance with Regulation 33 of SEBI Listing Regulations) for the Quarter and year ended 31st March, 2024.
2. Considered, approved & taken on record the appointment of M/S HSPN & Associates LLP Company Secretaries, as Secretarial Auditor for the financial year 2024-2025.
3. Considered, approved & taken on record the appointment of M/s. Gaurav Chandak & Associates, Chartered Accountants as the Internal Auditor of the Company for the Financial Year 2024-25 pursuant to the provisions of Section 138 of the Companies Act, 2013.

The detailed profile of M/s. Gaurav Chandak & Associates, Chartered Accountants, and M/S HSPN & Associates LLP Company Secretaries, as per the requirement of Regulation 30 of Listing Regulations read with SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 the information is given in Annexure "1" & "2".

We further inform you that the Board Meeting commenced at 3:30 p.m. today and concluded at 05:00 p.m.



You are requested to take the same on your record.

Thanking You.

Yours Truly,

For, RAJNISH WELLNESS LIMITED

RAJNISHKUMAR
SURENDRAPRASAD
SINGH

Digitally signed by
RAJNISHKUMAR
SURENDRAPRASAD SINGH
Date: 2024.04.19 17:06:07 +05'30'

RAJNISHKUMAR SINGH
MANAGING DIRECTOR
DIN: 07192704

Encl:

1. Audited Financial Results (Standalone) for the Quarter and year ended March 31, 2024, Statement of Assets and Liabilities and Cash Flow Statement as on 31st March, 2024.
2. Auditors Report on the Audited Financial Results.
3. Declaration of the unmodified Auditor's Report.



Annexure 1

Appointment of M/S HSPN & Associates LLP, Company Secretaries, as the Secretarial Auditor of the Company

Sr. No.	PARTICULARS	DISCLOSURES
1.	Name of the Internal Auditor	M/S HSPN & Associates LLP
2.	Reason for appointment	Appointment: to Comply with the Companies Act, 2013. and the requirements under SEBI (LODR) Amendment Regulations, 2015
3.	Date of appointment & term of appointment	19.04.2024 M/S HSPN & Associates LLP, Practicing Company Secretaries is appointed as Secretarial Auditor of the Company.
4.	Brief profile	M/S HSPN & Associates LLP is Practicing Company Secretaries firm registered with the Institute of Company Secretaries of India (ICSI), providing quality services in the Corporate Law field.
5.	Disclosure of relationships between directors	None



Annexure 2

Appointment of M/s. Gaurav Chandak & Associates, Chartered Accountants, as the Internal Auditor of the Company

Sr. No.	PARTICULARS	DISCLOSURES
1.	Name of the Internal Auditor	M/s. Gaurav Chandak & Associates, Chartered Accountants
2.	Reason for appointment	Following the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions (if any) of the Companies Act, 2013 the Company has appointed an Internal Auditor for conducting Internal Audit of the Company.
3.	Date of appointment & term of appointment	M/s. Gaurav Chandak & Associates, Chartered Accountants was appointed as Internal Auditor of the Company at the Board Meeting held on 19.04.2023 for the financial year 2024-25 at remuneration as decided by the Board of Directors and the firm mutually.
4.	Brief profile	M/s. Gaurav Chandak & Associates Firm are Practicing Chartered Accountants with Peer Review Certificate Secretaries registered with the Institute of Chartered Accountants of India (ICAI), providing quality services in the Accounting and Auditing field.
5.	Disclosure of relationships between directors	None



INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS

RAJNISH WELLNESS LIMITED

Opinion

We have audited the accompanying statement of quarterly and year to date financial results of Rajnish Wellness Limited (“the Company”) for the quarter and year ended March 31, 2024, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us these financial results:

1. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
2. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards (“Ind AS”) and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the company for the quarter and year ended March 31, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those 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 results under the provisions of the Companies 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 Responsibilities for the Financial Results

These quarterly financial results as well as the year-to-date financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed 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 results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic 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 Results

Our objectives are to obtain reasonable assurance about whether the financial results 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 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 results, 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Emphasis of Matter

We draw your attention to Note 5. of Financial results which states that Closing Balances are relied upon as per books of accounts wherever the confirmations from debtors and creditors are not available. Debtors and Creditors Balances are subject to Confirmation. Debtors & Creditors Balances are as per Management representation and relied upon by the auditors.

Our opinion is not modified in respect to the said matter.

Other Matter

1. The statement includes the results for the quarter ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the year to date figures up to the third quarter of the current financial year which were subjected to limited review.
2. Financial Results for the quarter ended 30th September, 2023 and prior periods were reviewed / audited by the previous Statutory Auditor i.e Rishi Sekhri and Associates, Chartered Accountants. We have relied upon Limited Review Reports / Audit Reports of the preceding Auditor for all such previous periods.

For Motilal & Associates LLP

Chartered Accountants

ICAI FRN: 106584W/W100751



CA Rishabh Jain

(Partner)

Mem.No. 036811

Place: Mumbai

Date: 19/04/2024

UDIN: 24179547BKAVR5184

RAJNISH WELLNESS LIMITED

CIN : L52100MH2015PLC265526

Regd. Office: Plot No. 24, ABCD, Govt. Industrial Estate, Charkop, Kandivali (West), Mumbai – 400 067 , Maharashtra

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED ON MARCH 31, 2024

(Rs. in Lakhs except EPS)

Particulars	Quarter ended			Year Ended	
	March 31, 2024	December 31, 2023	March 31, 2023	March 31, 2024	March 31, 2023
	Audited	Unaudited	Audited	Audited	Audited
I. Income					
Revenue from Operations	2,698.31	2,162.06	570.71	7,668.46	2,502.61
Other Income	-	-	64.62	-	259.21
Total Income	2,698.31	2,162.06	635.33	7,668.46	2,761.82
II. Expenses					
Cost of Materials Consumed	-	-	-	-	-
Purchase of stock in trade	2,475.40	2,212.74	635.86	7,653.77	2,476.37
Changes in Inventories of Finished Goods, Work-in- Progress and Stock-in-Trade	(67.20)	(126.43)	(70.22)	(552.04)	(165.07)
Employee Benefits Expense	27.05	28.47	87.95	82.58	167.31
Finance costs	11.36	12.41	18.01	51.12	3.27
Depreciation, Amortisation and Depletion Expenses	1.30	0.48	1.25	2.41	1.25
Other Expenses	208.88	17.49	61.59	286.05	215.41
Total Expenses	2,656.78	2,145.16	734.44	7,523.90	2,698.54
III. Profit / (Loss) before exceptional items and tax	41.53	16.89	(99.11)	144.56	63.28
IV. Exceptional item	-	-	-	-	-
V. Profit/(Loss) before Tax	41.53	16.89	(99.11)	144.56	63.28
VI. Tax Expense	13.26	6.45	(17.13)	41.25	17.27
- Current Tax	11.83	4.22	(17.13)	37.59	17.17
- Deferred Tax	1.43	2.23	-	3.66	0.10
VII. Profit/(Loss) for the Period	28.27	10.44	(116.24)	103.32	46.01
VIII. Other comprehensive income (after tax)	-	-	-	-	-
IX. Total Comprehensive Income for the Period	28.27	10.44	(116.24)	103.32	46.01
Paid up Equity Share Capital (Face Value Rs. 1/- Each)	768,474,660.000	768,474,660.000	768,474,660.000	768,474,660.000	768,474,660.000
Earnings per Equity Share					
(a) Basic	0.004	0.0014	(0.15)	0.013	0.060
(b) Diluted	0.004	0.0014	(0.15)	0.013	0.060

Notes

- 1 The Audited financial results for the quarter & year ended 31st March, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 19/04/2024. The Statutory Auditors have expressed an unmodified audit opinion. The Financial Results are prepared in accordance with Companies (Indian Accounting Standard) Rule, 2015 as prescribed under Section 133 of the Companies Act, 2013.
- 2 The figures of the last quarter are the balancing figures between audited figures in respect of full financial year and unaudited published year to date figures upto the third quarter of the respective financial year.
- 3 The Board of Directors of the Company have not recommended dividend for the financial year 2023-24.
- 4 The Figures have been regrouped and/or reclassified wherever necessary.
- 5 Closing Balances are relied upon as per books of accounts wherever the confirmations from debtors and creditors are not available. Debtors and Creditors Balances are subject to Confirmation. Debtors & Creditors Balances are as per Management representation and relied upon by the auditors
- 6 The Company operates only in one segment ie. Pharmaceuticals & FMCG and all other allied activities revolving around the same. As such there is no other separate reportable segment as defined by IND AS 108- "Operating Segments."

Place : Mumbai
Date : 19/04/2024

for **Rajnish Wellness Limited**
RAJNISHKUMAR Digitally signed by
RAJNISHKUMAR
SURENDRAPRA SURENDRAPRASAD SINGH
SAD SINGH Date: 2024.04.19 17:07:08
+05'30'

Rajnishkumar Surendraprasad Singh
Managing Director
DIN: 07192704

RAJNISH WELLNESS LIMITED

CIN : L52100MH2015PLC265526

Regd. Office: Plot No. 24, ABCD, Govt. Industrial Estate, Charkop, Kandivali (West), Mumbai – 400 067

STATEMENT OF ASSETS AND LIABILITIES FOR THE YEAR ENDED AS AT 31/03/2024

(Rs. in Lakhs except EPS)

Particulars	As at 31st March 2024	As at 31st March 2023
ASSETS		
1 Non-current assets		
a Property, Plant and Equipment	6.06	4.56
b Financial Assets		
i Loans	2,324.46	2,757.36
b Deferred Tax Assets (net)	-	3.53
c Other Non-current assets	192.89	3,354.01
Total Non-current assets	2,523.41	6,119.46
2 Current assets		
a Inventories	926.76	374.72
b Financial Assets		
i Trade receivables	3,365.61	2,018.60
ii Cash and cash equivalents	23.50	34.30
c Other current assets	3,787.21	1,342.99
Total Current assets	8,103.07	3,770.61
Total Assets	10,626.49	9,890.08
EQUITY AND LIABILITIES		
1 Equity		
a Equity Share capital	7,684.75	7,684.75
b Other Equity	714.17	613.29
Total Equity	8,398.92	8,298.04
LIABILITIES		
1 Non-current Liabilities		
a Financial Liabilities		
i Borrowings	374.61	1,018.59
Deferred Tax Liabilities (Net)	0.13	-
Other Non Current Liabilities	184.06	-
Total Non-Current Liabilities	558.81	1,018.59
2 Current liabilities		
a Financial Liabilities		
i Trade Payables	1,508.55	349.12
ii Borrowings	117.81	-
iii Other Financial liabilities	-	32.90
b Other current liabilities	4.82	-
c Short term provisions	37.59	191.43
Total Current Liabilities	1,668.77	573.45
Total Liabilities	2,227.57	1,592.04
TOTAL EQUITY AND LIABILITIES	10,626.49	9,890.08

for **Rajnish Wellness Limited**
RAJNISHKUMAR Digitally signed by
SURENDRAPRASA SURENDRAPRASAD SINGH
D SINGH Date: 2024.04.19 17:07:40
+05'30'
Rajnishkumar Surendraprasad Singh
Managing Director
DIN: 07192704

Place : Mumbai
Date: 19/04/2024

(Rs. in Lakhs except EPS)

Particulars	As at 31 March 2024	As at 31 March 2023
<u>Cash flows from Operating Activities</u>		
Net Profit before tax	144.56	63.28
Adjustments to reconcile net profit before tax to net cash inflow		
Depreciation and Amortization	2.41	1.25
Other Non Cash Items	(2.44)	
Finance cost	51.12	3.27
Operating profit / (loss) before working capital changes	195.66	67.80
Movements in Working Capital:		
(Increase)/decrease in short term borrowing	-	538.59
(Increase)/decrease in trade receivables	(1,347.01)	(398.56)
(Increase)/Decrease in Inventories	(552.04)	(165.07)
(Increase)/decrease in other non current assets	3,161.12	54.95
(Increase)/Decrease in long term loans & advances	-	1,443.52
(Increase)/Decrease in Other Current Assets	(2,444.22)	(7,369.89)
Increase/(Decrease) in Trade Payables	1,159.43	236.20
Increase/(Decrease) in Other Non Current Liabilities	184.06	
Increase/(decrease) in Short term provision	(153.84)	
Increase/(decrease) in Other current liabilities	4.82	(60.41)
Net Cash Generated From/ (Used in) operations	207.98	(5,652.87)
Tax paid (net of refunds)	37.59	17.27
Net Cash From/(Used in) Operating Activities (A)	170.39	(5,670.14)
<u>Cash Flows from Investing Activities</u>		
Purchase of PPE	(3.90)	(3.09)
Net cash from/(Used in) Investing Activities (B)	(3.90)	(3.09)
<u>Cash flows from Financing Activities</u>		
(Increase)/Decrease in Long term loan & advances Given	432.90	
Increase in Borrowings	(526.17)	-
Repayment of loan taken from others	(32.90)	(420.69)
Finance cost	(51.12)	(3.27)
Proceeds from issue of Share warrants	-	1,510.00
Share premium received from proceeds from issue of Share warrants	-	4,530.00
Net cash from/(Used in) Financing Activities (C)	(177.29)	5,616.04
Increase in Cash and Cash Equivalents during the year (A+B+C)	(10.80)	(57.19)
Cash and Cash Equivalents at the beginning of the year	34.29	91.48
Cash and Cash Equivalents at the end of the year	23.50	34.29

Note:

- (a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - Statement of Cash Flow.

for **Rajnish Wellness Limited**

**RAJNISHKUMAR
SURENDRAPRA
SAD SINGH**

Digitally signed by RAJNISHKUMAR
SURENDRAPRASAD SINGH
Date: 2024.04.19 17:07:58 +05'30'

Rajnishkumar Surendraprasad Singh

Managing Director

DIN: 07192704

Date : 19/04/2024

Place : Mumbai



Date: 19.04.2024

To,
The Listing Compliance
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001.

BSE Scrip Code: 541601

Subject: Declaration pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (LODR) Regulations, 2015.

Dear Sir/Madam,

This is hereby declared and confirmed that the Auditors' Report given by the Statutory Auditors of the Company on the Audited financial Results of the Company for the Quarter and financial year ended on 31 March, 2024 is with Unmodified Opinion.

Kindly take same on your records.

Thanking you.

Yours faithfully,

For, RAJNISH WELLNESS LIMITED

RAJNISHKUMAR SURENDRAPRA SAD SINGH
Digitally signed by
RAJNISHKUMAR
SURENDRAPRASAD SINGH
Date: 2024.04.19 17:09:31
+05'30'

**RAJNISHKUMAR SINGH
MANAGING DIRECTOR
DIN: 07192704**