



## Smiths & Founders (India) Limited

SFIL/COSEC/BSE/Q1/BM1/2026-27

Monday, 25<sup>th</sup> May, 2026

The Department of Corporate Relations  
BSE Limited  
25<sup>th</sup> Floor, P.J.Towers  
Dalal Street  
Mumbai 400 001.

Dear Sir,

**Sub: Outcome of the Board Meeting**

**Ref: Scrip Code No.513418**

The Board of Directors of the Company at its meeting held today have inter-alia considered and approved the Audited Financial Results for the quarter and year ended 31.03.2026.

Please note that the results are appended, with the Statement of Assets & Liabilities, Cash Flow Statement, Report of Statutory Auditors and the declaration under Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The meeting commenced at 12.30 P.M and concluded at 2.25 P.M.

Kindly take this on your records.

Thank you,

Yours truly,

**For Smiths & Founders (India) Limited**

**(Roopashree B Shettigar)**

**Company Secretary & Compliance Officer**  
**ICSI Membership No. A52321**



PART I

(₹ In Lakhs)

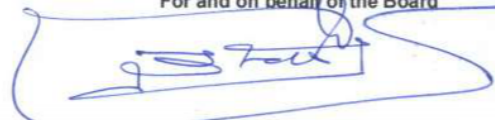
## Statement of Standalone Audited Financial Results for the quarter and year ended March 31, 2025

Sl. No.	Particulars	Quarter ended			Year Ended	
		31.03.2026	31.12.2025	31.03.2025	31.03.2026	31.03.2025
		Audited	Unaudited	Audited	Audited	Audited
1	<b>Income from operations</b>					
	(a) Net sales/ income from operations	353.61	339.62	325.37	1398.01	1321.55
	(b) Other operating income	0.00	0.00	0.00	0.00	0.00
	(c) Other Income	2.58	0.27	0.47	4.56	7.43
	<b>Total income (net)</b>	<b>356.19</b>	<b>339.89</b>	<b>325.84</b>	<b>1402.57</b>	<b>1328.98</b>
2	<b>Expenses</b>					
	(a) Cost of materials consumed	156.06	159.08	139.79	635.92	561.14
	(b) Purchases of Stock-in-Trade	0.00	0.00	0.00	0.00	0.00
	(c) Changes in inventories of finished goods, work-in-progress and Stock in trade	-2.77	-5.38	13.21	7.65	68.33
	(c) Employee benefits expense	130.68	83.12	70.33	384.58	288.15
	(d) Finance Costs	1.6	0.09	1.22	1.83	12.88
	(e) Depreciation and amortisation expense	6.66	6.72	6.45	26.29	25.27
	(f) Other expenses					
	1. Direct Expenses	40.98	44.62	37.06	173.42	162.60
	2. Administration expenses	27.32	16.85	18.21	69.89	59.44
	3. Selling and distribution	2.98	2.35	2.33	11.07	9.64
	<b>Total other expenses</b>	<b>71.28</b>	<b>63.82</b>	<b>57.59</b>	<b>254.38</b>	<b>231.68</b>
	<b>Total expenses</b>	<b>363.51</b>	<b>307.45</b>	<b>288.59</b>	<b>1310.64</b>	<b>1187.46</b>
3	<b>Profit / (Loss) before exceptional items (1+-2)</b>	<b>-7.32</b>	<b>32.44</b>	<b>37.25</b>	<b>91.92</b>	<b>141.52</b>
4	Exceptional items: Provision for Superannuation write-back	92.62	0.00	0.00	92.62	0.00
5	<b>Profit / (Loss), before extraordinary items (3+-4)</b>	<b>85.3</b>	<b>32.44</b>	<b>37.25</b>	<b>184.54</b>	<b>141.52</b>
6	Extraordinary items	0.00	0.00	0.00	0.00	0.00
7	<b>Profit / (Loss) before tax (5 +- 6)</b>	<b>85.3</b>	<b>32.44</b>	<b>37.25</b>	<b>184.54</b>	<b>141.52</b>
8	Tax expenses	0.00	0.00	0.00	0.00	0.00
	Current Tax	-4.44	8.62	0.00	23.90	13.90
	Prior year Tax	1.05	0.00	0.00	1.05	1.19
	Deferred Tax	26.31	-0.49	0.00	23.30	21.74
	<b>Total Tax expenses</b>	<b>22.92</b>	<b>8.13</b>	<b>0.00</b>	<b>48.25</b>	<b>36.83</b>
	Net movement in regulatory deferral account balances related to Profit or loss and the related deferred tax movement	0.00	0.00	0.00	0.00	0.00
	<b>Net Profit/(Loss) for the period from continuing operations</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	Profit (Loss) from discontinued operations before Tax	0.00	0.00	0.00	0.00	0.00
	Tax expenses of discontinued operations	0.00	0.00	0.00	0.00	0.00
	<b>Net Profit/(Loss) from discontinued operation after tax</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	Share of profit (loss) of associates and joint ventures accounted for using equity method	0.00	0.00	0.00	0.00	0.00
9	<b>Net Profit / (Loss) for the period (7 ± 8)</b>	<b>62.38</b>	<b>24.31</b>	<b>37.25</b>	<b>136.30</b>	<b>104.69</b>
10	<b>Other Comprehensive Income Net Off Income Tax</b>					
	(i) Items That will not be reclassified to Profit or Loss (Actuarial Gain/Loss)	5.11	0.00	0.00	5.11	-5.48
11	<b>Total Comprehensive Income Net Off Income Tax</b>	<b>5.11</b>	<b>0.00</b>	<b>0.00</b>	<b>5.11</b>	<b>-5.48</b>
	Total Profit or loss, attributable to owner of parent	0.00	0.00	0.00	0.00	0.00
	<b>Total Profit or loss, attributable to non-controlling interest</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Comprehensive Income for the period attributable to owners of parent non-controlling interests</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
12	<b>Profit / (Loss) for the period (9-10)</b>	<b>67.5</b>	<b>24.31</b>	<b>37.25</b>	<b>141.41</b>	<b>99.21</b>
13	Paid-up equity share capital ( Face value ₹ 1/-)	1019.97	1019.97	1019.97	1019.97	1019.97
14	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	0.00	0.00	0.00	0.00	0.00
15	<b>Earnings per share before and after extra ordinary items (face value ₹ 1/- per share) (not annualised, for quarters):</b>					
	a) Basic	0.07	0.02	0.04	0.14	0.10
	b) Diluted	0.07	0.02	0.04	0.14	0.10

## Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 25, 2026
- The figures of fourth quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the 3rd quarter of the current financial year.
- The Company does not have more than one reportable segment in line with the Accounting Standard (AS)17 'Segment Reporting' issued by the Institute of Chartered Accountants of India and hence segmental reporting is not required to be given.
- Previous period's figures have been regrouped / reclassified, wherever necessary.
- The results will be available on the Company's website www.smithsandfoundersindia.com and Stock Exchange website www.bseindia.com

For and on behalf of the Board



Suresh Shastry  
Chairman & Managing Director

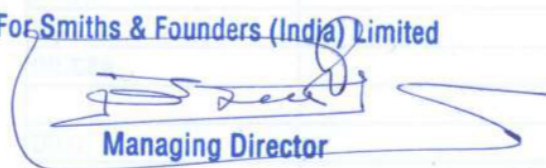
Place: Bangalore  
Date : 25.05.2026

Statement of Assets and Liabilities		(Rs. Lakhs)
<b>Assets</b>		
1	<b>Non-current Assets</b>	
	Property, Plants and Equipments	1869.91
	Capital Work-In Progress	0.00
	Investment Property	0.00
	Goodwill	0.00
	Other Intangible Assets	0.39
	Intangible Assets under development	0.00
	Biological assets other than bearer plants under development	0.00
	Investments accounted for using Equity Method	0.00
	<b>Non-Current Financial Assets</b>	
	Non-Current Investments	0.00
	Trade Receivables Non-Current	0.00
	Loans, Non-current	0.00
	Other Non-current Financial Assets	18.84
	<b>Total Non-current Financial Assets</b>	18.84
	Deferred Tax Assets (Net)	0.00
	Other non-current Assets	0.00
	<b>Total Non-current Assets</b>	<b>1889.14</b>
2	<b>Current Assets</b>	
	Inventories	116.93
	<b>Current Financial Assets</b>	
	Current Investments	0.00
	Trade receivables, Current	179.72
	Cash and Cash Equivalents	137.94
	Bank Balance other than cash and cash equivalents	0.00
	Loans, Current	0.00
	Other current Financial Assets	0.00
	<b>Total Current Financial Assets</b>	434.59
	Current Tax Assets (Net)	16.32
	Other current Assets	1.99
	<b>Total Current Assets</b>	<b>452.90</b>
3	Non-current assets classified as held for sale	0.00
4	Regulatory deferral account debit balances and related deferred account tax assets	0.00
	<b>Total Assets</b>	<b>2342.04</b>
<b>Equity and liabilities</b>		
1	<b>Equity</b>	
	Equity attributable to owners of parent	

Managing Director

	Equity Share Capital	1019.97
	Other Equity	1109.86
	Total Equity attributable to owners of parent	2129.83
	Non Controlling Interest	0.00
	<b>Total Equity</b>	<b>2129.83</b>
2	<b>Liabilities</b>	
	Non-current Liabilities	
	<b>Non-current Financial Liabilities</b>	
	Borrowings, Non-current	0.000
	Trade payables, Non-current	0.00
	Other Non-current Financial Liabilities	0.00
	<b>Total Non-Current Financial Liabilities</b>	<b>0.000</b>
	Provisions, non-Current	80.14
	Deferred Tax Liabilities (Net)	45.03
	Deferred Government Grants, Non-Current	0.00
	Other Non-Current Liabilities	0.00
	<b>Total Non-Current Liabilities</b>	<b>125.17</b>
	<b>Current Liabilities</b>	
	<b>Current financial liabilities</b>	
	Borrowings, current	0.00
	Trade payables, current	7.44
	Other current financial liabilities	0.00
	<b>Total current financial liabilities</b>	<b>7.44</b>
	Other current liabilities	43.48
	<b>Provisions, Current</b>	<b>36.12</b>
	<b>Current Tax liabilities (Net)</b>	<b>0.00</b>
	Deferred Government Grants, Current	0.00
	<b>Total Current Liabilities</b>	<b>87.04</b>
	Liabilities directly associated with assets in disposal group classified as held for sale	0.00
3	Regulatory deferral account credit balances and related deferred tax liability	0.00
4	<b>Total Liabilities</b>	<b>212.21</b>
	<b>Total Equity and Liabilities</b>	<b>2342.04</b>

For Smiths & Founders (India) Limited

  
Managing Director

For Smiths & Founders (India) Limited

Managing Director



Smiths & Founders (India) Limited

SFIL/COSEC/BSE/Q1-BM1/2026-27

Monday, 25<sup>th</sup> May, 2026

The Department of Corporate Relations  
BSE Limited  
25 Floor, P.J. Towers  
Dalal Street  
Mumbai 400 001.

Dear Sir,

**Ref: Scrip Code No.513418**

**Sub: Declaration in terms of Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

In terms of the provisions of Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended, we hereby declare and confirm that the statutory Auditors of the Company have given an Unmodified Opinion on the Annual Audited Financial Results of the Company for the Financial Year ended on 31<sup>st</sup> March, 2026.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

**For Smiths & Founders (India) Limited**

*Roopashree*

**Roopashree B Shettigar**

**Company Secretary & Compliance Officer**



**INDEPENDENT AUDITORS' REPORT**

To The Members of  
Smiths & Founders (India) Limited,  
Bengaluru

**Report on the Audit of the Standalone financial statements**

**1. Opinion**

We have audited the accompanying standalone financial statements of **Smiths and Founders (India) Limited**, ("the Company"), which comprises the Standalone Balance Sheet as at March 31, 2026, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial statements, including material 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 aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its Profit and Other Comprehensive Income, Changes in Equity and its Cash Flows for the year ended on that date.

**2. Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements 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 Standalone Financial Statements under the provisions of the Act 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 on the Standalone Financial Statements.

**3. Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



**Bengaluru • Delhi • Pune**

The key audit matter	How the matter was addressed in our audit
<p>Revenue is recognized when the performance obligation is satisfied at a point in time by the Company by transferring the underlying products to the customer.</p> <p>Revenue is measured based on transaction price, which is consideration, after deduction of discounts</p> <p>Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and services tax, etc. Accumulated experience is used to estimate the provision for discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant</p> <p>There is also a risk of revenue being overstated due to fraud through booking fictitious sales resulting from pressure on the Company to achieve performance targets during the year as well as at the reporting period end. Accordingly, revenue recognition is a key audit matter.</p>	<p><b>Our audit procedures included:</b></p> <ul style="list-style-type: none"> <li>• Assessing the Company's revenue recognition accounting policies for compliance with Ind AS;</li> <li>• Testing the design, implementation and operating effectiveness of the Company's manual and automated (Information Technology - IT) controls on recording revenue. We also involved IT specialists for testing of IT general and application controls.</li> <li>• Testing the controls around the timely and accurate recording of sales transactions. We also tested the Company's lead time assessment and quantification of any sales reversals for undelivered goods. In addition, we tested the terms and conditions set out in the sales contracts;</li> <li>• Performing testing on selected statistical samples of revenue transactions recorded throughout the year and at the year end and checking delivery documents and customer purchase orders (as applicable);</li> <li>• Assessing high risk manual journals posted to revenue to identify any unusual items.</li> <li>• Assessing and testing the adequacy and completeness of the Company's disclosures in respect of revenue from operations.</li> </ul>

#### 4. Information other than the Financial Statements and Auditor's Report thereon

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.



## 5. Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the State of Affairs, Profit/loss and Other Comprehensive Income, Changes in Equity and Cash Flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## 6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements 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 based on these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone 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. 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management'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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (a) planning the scope of our audit work and in evaluating the results of our work, and (b) to evaluate the effect of any identified misstatements in the financial statements.

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.

## 7. Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the Annexure –"A" a statement on the matters specified in Paragraph 3 and 4 of the Order to the extent applicable.
- II. 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 purpose 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. on the basis of the written representations received from the directors as on March 31, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act;



- f. with respect of adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure-"B";
- g. In our opinion and according to the information and explanations given to us, the remuneration paid/payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.
- 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:
- i. the company does not have any pending litigation which shall impact its financial position.
  - ii. the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
- iv.
- a) 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;
  - b) 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;
  - c) based on such audit procedures that have been considered reasonable and appropriate in the circumstances nothing has come to our notice that has caused them to believe that the representations under sub-clause (iv a) and (iv b) above contain any material mis-statement;
- v. The company has not declared or paid any dividend during the year and



- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for changes at the database level in relation to accounting software. Further, for the period audit trail (edit log) facility was enabled and operated for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with.

For **SNR & Company**  
Chartered Accountants,  
Firm Regn. No. 014401N



**CA Ritesh Sharma**  
Partner  
Membership No. 210900

Place: Bengaluru  
Date: 25-May-2026  
UDIN: 26210900CUSHXP3475



## ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT FY 2025-26

### Referred to in paragraph 7(I) of our report of even date

1. a) The company has maintained proper records showing full particulars including quantitative details and situations of its fixed assets.
- b) The company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed during such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company
- d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year ended March 31, 2026.
- e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
2. a) The inventories, have been physically verified by the management during the year. at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable and the coverage and procedure is appropriate.

In our opinion, the discrepancies noticed during such verification have been properly dealt with in the books of accounts.

b) the Company has not been sanctioned working capital limits in excess of INR five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Accordingly, clause 3(ii)(b) of the order is not applicable.

3. As informed to us, the company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act, therefore the question of receipts of principal amount and interest and recovery of overdue amounts thereof does not arise.

During the year the Company has not provided security, granted loan and advances in the nature of loan to companies, firms, Limited Liabilities Partnership or any other parties. Further, during the year the investments made and guarantees provided to companies are not prejudicial to the Company's interest

The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c), (d), (e) and (f) of the Order are not applicable to the Company

4. There are no loans, investments made and guarantees, or securities issued in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable.



5. The company has not accepted any deposits during the year and does not have any unclaimed deposits as at 31st March 2026 and therefore, the provisions of clause 3(v) of the Order is not applicable to the company.
6. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
7. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues applicable to it.

According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues of service tax, goods and service tax, value added tax and cess which have not been deposited with the appropriate authorities on account of any dispute. There is no undisputed overdue amounts payable for a period exceeding 6 months as at the end of financial year.
8. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
9. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender  
(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.  
(c) On an overall examination of the financial statements, funds raised for long term were applied for purposes for which they were obtained.  
(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.  
(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.  
(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix) (f) of the Order is not applicable to the Company.
10. (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.  
(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.



11. (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed with the Central Government.
12. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a)(b)(c) of the Order are not applicable to the Company.
13. Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
14. The Company has an internal audit system commensurate with the size and nature of its business.
15. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
16. The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
17. The Company has not incurred cash losses in the current and immediately preceding financial year
18. During the year, there is a change in statutory auditors due to resignation of auditors. The auditors have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
19. On the basis of the financial ratios disclosed in note 40 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due
20. In our opinion the Company does not satisfy the limits specified under section 135 of the Companies Act for applicability of CSR provisions and accordingly the said provisions do not apply to the Company. Hence, reporting under clause 3 (xx) of the Order is not applicable.

For **SNR & Company**  
Chartered Accountants,  
Firm Regn. No. 014401N

  
**CA Ritesh Sharma**  
Partner  
Membership No. 210900



*Smiths & Founders (India) Limited*

## **ANNEXURE-"B" TO THE INDEPENDENT AUDITORS' REPORT**

**Referred to in paragraph 7(II)(f) of our report of even date**

**FY 2025-26**

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Section 143(3) of the Companies Act, 2013 ("The Act")**

We have audited the internal financial controls over financial reporting of **Smiths & Founders (India) Limited** ("the Company") as of 31<sup>st</sup> March 2026 in conjunction with our audit of standalone financial statements of the company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls over Financial Reporting, issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute the ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls. Those Standards and Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining and understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting include those policies and procedures that-

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company, and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the standalone financial statements.

### Inherent Limitations on Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2026, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls over Financial Reporting, issued by the ICAI<sup>1</sup>.

For **SNR & Company**  
Chartered Accountants,  
Firm Regn. No. 014401N



**CA Ritesh Sharma**  
Partner  
Membership No. 210900

Place: Bengaluru  
Date: 25-May-2026  
UDIN: 26210900CUSHXP3475

