

To,
The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.
Script Code: 544143

Date: 30th May, 2024

Subject: Outcome of the Board of Directors meeting held today i.e., 30th May, 2024 as per Regulations 30 and 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

We wish to inform you that the Board of Directors of the Company had considered and approved *inter-alia* the following matters in their meeting held today i.e. 30th May, 2024 commenced at 3:30 P.M. and concluded at 9:40 P.M.

1. Audited financial results (Standalone & Consolidated) for the half year and financial year ended 31st March, 2024.
2. Auditors' Report (Standalone & Consolidated) for the year ended 31st March, 2024 along with Declaration for the Unmodified opinion.
3. Appointment of M/s A G H A & Associates Chartered Accountants as Internal Auditor of the Company for the Financial Year 2024-25.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure A

4. Appointment of M/s Sumit Bajaj & Associates, Practicing Company Secretaries Firm as a Secretarial Auditor of the company for the financial year 2024-2025.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure B

5. Appointment of Ms. Kajal (DIN: 10649037) as an 'Additional Director' in the category of Non-Executive – Independent Director on the Board of Directors of the Company w.e.f., Thursday, 30th May, 2024 to hold office for a term of 5 (five) consecutive years upto May 29, 2029, subject to the approval of the shareholders in the General Meeting pursuant to section 149, 150, 152 read with Schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, sections, rules of the companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force).

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure C

6. Appointment of Ms. Heena Soni (DIN: 10649170) as an 'Additional Director' in the category of Non-Executive – Independent Director on the Board of Directors of the Company w.e.f., Thursday, 30th May, 2024 to hold office for a term of 5 (five) consecutive years upto May 29, 2029, subject to the approval of the shareholders in the General Meeting pursuant to section 149, 150, 152 read with Schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, sections, rules of the companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force).

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure D



ROYAL SENSE LIMITED

Registered Office: Plot No. 57, First Floor, Phase-II Badli, Industrial Estate, Badli Ind., Badli (North West Delhi), Delhi-110042
CIN: U21006DL2023PLC412051 **Email:** compliance@royalsense.in
Website: www.royalsense.in | **Contact No.:** +91-9205843102

7. Mr. Amit Singh Tomar (DIN: 10063772), has resigned as the Independent Director of the Company, with effect from close of business hours on 30th May, 2024, citing pre-occupation and other personal commitments. Consequently, he shall also cease to be a Member of the Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee of the Company.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure E

8. Ms. Mukta Ahuja (DIN: 10160572), has resigned as the Independent Director of the Company, with effect from close of business hours on 30th May, 2024, citing pre-occupation and other personal commitments. Consequently, she shall also cease to be a Member of the Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee of the Company.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 2023 attached below as: Annexure F

Further, pursuant to Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016 declaration in respect of Auditor Reports with an unmodified opinion on the Standalone and Consolidated Audited financial results for the financial year ended 31st March, 2024 is enclosed.

This is for your information and record please.

Thanking you,

Yours faithfully,

For ROYAL SENSE LIMITED

RISHABH ARORA
Digitally signed by
RISHABH ARORA
Date: 2024.05.30
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RISHABH ARORA
Managing Director
DIN: 09745543

ENCL: As above

Annexure-A

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	M/S A G H A & Associates, Chartered Accountants
2	Reason for change viz. appointment, <u>resignation, removal, death or otherwise</u>	Appointment: to Comply with the Companies Act, 2013 and the requirements under SEBI (LODR) Amendment Regulations, 2015.
3	Date of appointment	30 th May, 2024
4	Terms of Appointment	For one Financial year from 01 st April, 2024 to 31 st March, 2025.
5	Brief profile (in case of appointment)	M/s A G H A & Chartered Accountants, registration number – 024915N the firm was established leader in internal audits. Serving as Internal Auditors across large MNCs and large Indian Corporates Houses in diverse industries and global geographies. The partner of the firm is: CA Ajay Garg, FCA
6	Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with existing director of the Company.

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by RISHABH
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Annexure-B

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	M/s Sumit Bajaj & Associates, Practicing Company Secretaries
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment: to Comply with the Companies Act, 2013 and the requirements under SEBI (LODR) Amendment Regulations, 2015.
3	Date of appointment	30 th May, 2024
4	Terms of Appointment	For one Financial year from 01st April, 2024 to 31st March, 2025.
5	Brief profile (in case of appointment)	Sumit Bajaj & Associates, Company Secretaries, registration number – S2019DE677200 M/s Sumit Bajaj & Associates, a professional firm of Company Secretaries. The consultant offers a wide spectrum of services covering management consultancy, corporate finance, legal, secretarial and other corporate & strategy advisory services.
6	Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with existing director of the Company.

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 RISHABH ARORA
 Date: 2024.05.30
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Annexure-C

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	Ms. Kajal
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Ms. Kajal as an Additional Director (Independent) of the company.
3	Date of appointment	30 th May, 2024
4	Terms of Appointment	For five Consecutive year from 30 th May, 2024 to 29 th May, 2029.
5	Brief profile (in case of appointment)	Mr. Kajal is a qualified Company Secretary with experience of one year in secretarial work, Internal Audit and wide knowledge in listing compliances as well in NBFC's companies.
6	Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with existing director of the Company.

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Annexure-D

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	Ms. Heena Soni
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Ms. Heena Soni as an Additional Director (Independent) of the company.
3	Date of appointment	30 th May, 2024
4	Terms of Appointment	For five Consecutive year from 30 th May, 2024 to 29 th May, 2029.
5	Brief profile (in case of appointment)	Ms. Heena Soni is a qualified Company Secretary with experience of one year in secretarial work, Internal Audit and wide knowledge in listing compliances as well in NBFC's companies.
6	Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with existing director of the Company.

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Date: 2024.05.30
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Annexure-E

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	Mr. Amit Singh Tomar
2	Reason for change viz. resignation, appointment, removal, death or otherwise	Resignation of Mr. Amit Singh Tomar (DIN: 10063772) as the Independent Director of the Company, with effect from 30 th May, 2024
3	Date of Cessation	30 th May, 2024
4	Terms of Appointment	Not Applicable
5	Brief profile (in case of appointment)	Not Applicable
6	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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Annexure-F

We further submit the following details as required under Regulation 30 of the SEBI (LODR), Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Si. No.	Particulars	Details
1	Name	Ms. Mukta Ahuja
2	Reason for change viz. resignation, appointment, removal, death or otherwise	Resignation of Ms. Mukta Ahuja (DIN: 10160572 as the Independent Director of the Company, with effect from 30 th May, 2024
3	Date of Cessation	30 th May, 2024
4	Terms of Appointment	Not Applicable
5	Brief profile (in case of appointment)	Not Applicable
6	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

For ROYAL SENSE LIMITED

RISHABH Digital signature by
RISHABH ARORA
ARORA Date: 2024.05.30
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RISHABH ARORA
Managing Director
DIN: 09745543

**INDEPENDENT AUDITOR'S REPORT ON THE HALF YEARLY AND YEAR TO DATE AUDITED
STANDALONE FINANCIAL RESULTS OF THE COMPANY**

TO THE BOARD OF DIRECTORS OF ROYAL SENSE LIMITED

Opinion

We have audited the accompanying Statement of half yearly and year to date Standalone Financial Results of **ROYAL SENSE LIMITED** (the "Company"), for the half year 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) 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, the Statement:

- a. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the half year and year ended 31 March 2024.

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 Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the quarter and year ended 31 March 2024 under the provisions of the Companies Act, 2013 ("the Act") and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the standalone financial results

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements. The Company's Management and Board of Directors are responsible for the preparation of these standalone annual financial results that give a true and fair view of the net profit and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standard 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 standalone annual financial results that give a true and fair view and are free



from material misstatement, whether due to fraud or error. In preparing the Standalone Financial Results, the Board of Directors is responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Standalone 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 this Standalone Financial Results.

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 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. As per information and explanation given to us, we are not responsible for expressing an opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls under section 143(3)(i) of the Act.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 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.
- Evaluate the overall presentation, structure and content of the Standalone Financial Results, including the disclosures, and whether the Standalone 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.

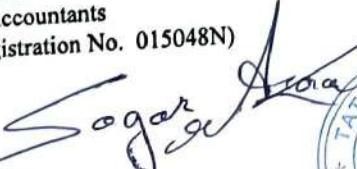
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

- a. The Standalone Financial Results include the results of the half year ended 31 March 2024 being the balancing figure between the audited figures in respect of the full current financial year and the published unaudited year to date figures up to the six months ended September 30, 2023, of the current financial year which were subject to limited review by us.

Our opinion on the standalone financial results is not modified in respect of this matter.

For **TATTVAM & Co.**
Chartered Accountants
(Firm's Registration No. 015048N)


Sagar Arora
Partner
(Membership No. 520999)
UDIN: 24520999BKAJEW3256



Place: New Delhi
Date: 30 May 2024

ROYAL SENSE LIMITED
 Regd. Office: First Floor, Plot No. 57, Phase-II, Badli Industrial Area, Samaypur Badli, Bawana Road, Delhi-110042
 CIN: U21006DL2023PLC412051
 Website: www.royalsense.in Email: accounts@royalsense.in Tel: (+91)-11-43067108
 Statement Of Standalone Audited Financial Results
 For The Year Ended 31 March 2024

Sl.No	Particulars	Half year ended			(Amount in Rs. Lakhs except EPS)	
		31.03.2024 (Audited)	30.09.2023 (Unaudited)	31-03-2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
1	Income					
	a. Revenue from operations	1,093.12	803.26	-	1,896.39	-
	b. Other income	2.98	0.81	-	3.78	-
	Total income	1,096.10	804.07	-	1,900.17	-
2	Expenses					
	a. Purchase of stock in trade	805.88	791.74	-	1,597.62	-
	b. Changes in inventories of stock in trade	103.52	(130.43)	-	(26.91)	-
	c. Employee benefits expense	21.92	21.36	-	43.28	-
	d. Finance costs	6.03	0.28	-	6.31	-
	e. Depreciation and amortisation expense	0.48	0.31	-	0.79	-
	f. Other expenses	22.51	25.84	-	48.35	-
	Total expenses	960.34	709.10	-	1,669.44	-
3	Profit before exceptional item & tax (1-2)	135.76	94.97	-	230.73	-
4	Exceptional Items	-	-	-	-	-
5	Profit before tax (3-4)	135.76	94.97	-	230.73	-
6	Tax expense					
	a. Current tax	35.15	24.62	-	59.77	-
	b. Deferred tax	(0.04)	0.07	-	0.03	-
7	Profit after tax (5-6)	100.65	70.28	-	170.93	-
8	Paid-up Equity Share Capital (Face value of Rs.10/- each)	145.00	345.01	-	490.01	-
9	Earnings per share (of Rs.10/- each)Basic & Diluted (Rs.)	1.45	2.04	-	3.49	-

FOR ROYAL SENSE LIMITED

Director

Statement of Assets and Liabilities

	As at 31.03.2024	As at 31.03.2023
EQUITY AND LIABILITIES		
Shareholders' funds		
a) Share capital	490.01	-
b) Reserves and surplus	1,343.57	-
Total Equity	1,833.59	-
Liabilities		
Non-current liabilities		
Deferred tax liability (net)	0.03	-
Total non-current liabilities	0.03	-
Current liabilities		
a) Short-Term Borrowings	160.34	-
b) Trade payables	0.30	-
(i) Total outstanding dues of micro enterprises and small enterprises; and	4.71	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	89.07	-
c) Other current liabilities	254.42	-
Total current liabilities		
Total equity and liabilities	2,088.03	-
Assets		
Non-current assets		
a) Property, plant and equipment and Intangible assets		
(i) Property, plant and equipment	4.83	-
(ii) Intangible assets	0.52	-
b) Non-Current investments	43.00	-
c) Other non-current assets	11.74	-
d) Long term Loans and advances	320.00	-
Total non-current assets	380.10	-
Current assets		
a) Inventories	26.91	-
b) Trade receivables	470.24	-
c) Cash and bank balances	859.14	-
d) Other current assets	351.65	-
Total current assets	1,707.94	-
Total assets	2,088.03	-

FOR ROYAL SENSE LIMITED

Director

		Statement of Cash flows	
	Particulars	For the year ended As at 31.03.2024	For the year ended As at 31.03.2023
A.	Cash flow from operating activities		
	Profit before tax	229.99	-
	Adjustments for :		
	Depreciation and amortisation	0.79	-
	Finance cost	6.31	-
	Interest income	(3.04)	-
		234.04	-
	Changes in assets and liabilities		
	(Increase) / decrease in inventories	(16.27)	-
	(Increase) / decrease in trade receivables	4.00	-
	(Increase) / decrease in other current assets	(348.63)	-
	Increase / (decrease) in trade payables	(143.73)	-
	Increase/(decrease) in Short term borrowings	160.34	-
	Increase / (decrease) in other liabilities	29.31	-
	Cash generated from operating activities	(80.95)	-
	Income tax Refund /(paid) during the year	(0.46)	-
	Net cash from operating activities (A)	(81.40)	-
B.	Cash Flow from Investing Activities		
	Purchase of property, plant and equipment and intangible assets	(3.23)	-
	Proceeds from purchase consideration	2.49	-
	Advances given to subsidiary	(320.00)	-
	Movement in security deposits	(11.70)	-
	Interest received	0.53	-
	Investment in fixed deposit	(40.61)	-
	Net cash from investing activities (B)	(372.53)	-
C.	Cash flows from financing activities		
	Proceeds from issue of share capital (net of share issue expenses)	1,319.37	-
	Finance cost paid	(6.31)	-
	Net cash from financing activities (C)	1,313.07	-
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	859.14	-
	Cash and cash equivalents at the beginning of year	-	-
	Cash and cash equivalents at the end of year	859.14	-

Notes :-

- 1 The above financial results for the year ended 31 March 2024 have been reviewed by Audit committee and approved by the Board of Directors in their respective meetings held on 30 May 2024.
- 2 The Company is engaged primarily in the business of surgical accessories, tools, equipments and other things on PAN India basis. Accordingly, there are no separate reportable segments as per Accounting Standard 17 – "Segment Reporting".
- 3 The financial result has been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standard (AS) prescribed under section 133 of the Companies Act 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India.
- 4 The Company has offered through the Initial Public Offer (IPO) 14,50,000 equity shares of face value of Rs. 10 each at an issue price of Rs. 68 per equity share. These equity shares were allotted on 15 March 2024 and listed on BSE SME on 18 March 2024.
- 5 The Company has utilised proceeds from IPO as per the object clause of the prospectus dated 05 March 2024 as detailed below:

S. No.	Object of the issue	Amount allotted for the object	Amount utilised till 31 March 2024	Amount unutilised till 31 March 2024	Deviation, if any
1	Working capital requirement;	600	545	55	-
2	General corporate purposes; and	240	90	150	-
3	Issue Expense	146	146	-	-
		986	781	205	-

Place- New Delhi
Date - 30 May 2024

FOR ROYAL SENSE LIMITED
Rishabh Arora
Managing Director
DIN-09745543

Director

**INDEPENDENT AUDITOR'S REPORT ON HALF YEARLY AND YEAR TO DATE AUDITED
CONSOLIDATED FINANCIAL RESULTS OF THE COMPANY**

TO THE BOARD OF DIRECTORS OF ROYAL SENSE LIMITED

Opinion

We have audited the accompanying statement of Consolidated Financial Results of **ROYAL SENSE LIMITED** (the "Company") and its subsidiary (the company and its subsidiary together referred to as the "Group") for the half year and year ended 31 March 2024 (the "Statement") attached herewith, being submitted by the Parent 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, the Statement:

- a. includes the results of the following entities:

Sr.no.	Name of Entities	Relationship
1	Royal Sense Limited	Parent
2	Stergic Retail Private Limited	Subsidiary

- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- c. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and other financial information of the Group for the half year and year then ended 31 March 2024.

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 Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results under the provisions of the Companies Act, 2013 ("the Act") and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Consolidated financial results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements. The Group's Management and Board of Directors are responsible for the preparation of these consolidated annual financial results that give a true and fair view of the net profit and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standard 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 Group 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 consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Results, the Board of Directors is responsible for assessing the Group'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 respective Boards of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 this Consolidated Financial Results.

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 Consolidated 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. As per information and explanation given to us, we are not responsible for expressing an opinion on whether the Group has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls under section 143(3)(i) of the Act.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 ability of the Group 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 Consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Results 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

- a. We did not audit the financial results of the subsidiary whose financial statements reflects total assets of Rs. 473.55 lakhs as at 31 March 2024, total revenue of Rs. 1.56 lakhs and Rs. 1.56 lakhs for the half year and year ended 31 March 2024 respectively, net profit after tax of Rs.0.03 lakhs and Rs.0.03 lakhs for the half year and year ended 31 March 2024 respectively for the half year and year ended 31 March 2024, as considered in the Consolidated Financial Results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Board of Directors and our opinion on the Consolidated Financial Results, in so far it relates to the amount and disclosures included in respect of these entities, is solely based on the report of such auditors and the procedures performed by us are as stated in the Auditor's Responsibilities for the *Audit of the Consolidated Financial Results* section above

Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditors.

Our opinion on the consolidated financial results is not modified in respect of this matter.

For TATTVAM & Co.

Chartered Accountants

(Firm's Registration No. 015048N)

Sagar Arora

Partner

(Membership No. 520999)

UDIN: 24520999BKAJEX8621



Place: New Delhi

Date: 30 May 2024

ROYAL SENSE LIMITED

Regd. Office: First Floor, Plot No. 57, Phase-II, Badli Industrial Area, Samaypur Badli, Bawana Road, Delhi-110042

CIN: U21006DL2023PLC412051

Website: www.royalsense.in Email: accounts@royalsense.in Tel: (+91)-11-43067108

Statement Of Consolidated Audited Financial Results

For The Half Year And Year Ended 31 March 2024

(Amount In Rs. Lakhs except EPS)

Sl.No	Particulars	Half year ended		Year ended	
		31.03.2024 (Audited)	30.09.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)
1	Income				
	a. Revenue from operations	1,780.02	-	-	1,780.02
	b. Other income	3.04	-	-	3.04
	Total income	1,783.06	-	-	1,783.06
2	Expenses				
	a. Purchase of stock in trade	1,877.76	-	-	1,877.76
	b. Changes in inventories of stock in trade	(414.85)	-	-	(414.85)
	c. Employee benefits expense	43.28	-	-	43.28
	d. Finance costs	6.31	-	-	6.31
	e. Depreciation and amortisation expense	0.79	-	-	0.79
	f. Other expenses	50.13	-	-	50.13
	Total expenses	1,563.42	-	-	1,563.42
3	Profit before exceptional item & tax (1-2)	219.65	-	-	219.65
4	Exceptional Items	-	-	-	-
5	Profit before tax (3-4)	219.65	-	-	219.65
6	Tax expense	-			
	a. Current tax	60.73			60.73
	b. Deferred tax	0.03			0.03
7	Net Profit after tax (5-6)	158.89	-	-	158.89
10	Paid-up Equity Share Capital (Face value of Rs 10/- each)	490.01	-	-	490.01
11	Earnings per share (of Rs 10/- each)Basic & Diluted (Rs.)	3.24	-	-	3.24

FOR ROYAL SENSE LIMITED



Director

Statement of Assets and Liabilities

	Liabilities	As at 31.03.2024	As at 31.03.2023
EQUITY AND LIABILITIES			
Shareholders' funds			
a) Share capital		490.01	-
b) Reserves and surplus		1,332.27	-
Total Equity		1,822.28	-
Liabilities			
Non-current liabilities			
Deferred tax liability (net)		0.03	-
Total non-current liabilities		0.03	-
Current liabilities			
a) Short-Term Borrowings		160.34	-
b) Trade payables		-	-
(i) Total outstanding dues of micro enterprises and small enterprises, and		0.30	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		5.14	-
c) Other current liabilities		89.19	-
Total current liabilities		254.96	-
Total equity and liabilities		2,077.27	-
Assets			
Non-current assets			
a) Property, plant and equipment and Intangible assets			
(i) Property, plant and equipment		4.83	-
(ii) Intangible assets		0.64	-
b) Non-Current investments		42.00	-
c) Other non-current assets		11.74	-
Total non-current assets		59.21	-
Current assets			
a) Inventories		414.85	-
b) Trade receivables		321.86	-
c) Cash and bank balances		874.29	-
d) Other current assets		407.05	-
Total current assets		2,018.06	-
Total assets		2,077.27	-

FOR ROYAL SENSE LIMITED

Director

Statement of Cash flows					
				As at 31.03.2024	As at 31.03.2023
A.	Cash flow from operating activities				
	Profit/(loss) before tax			219.65	
	Adjustments for :				
	Depreciation and amortisation			0.79	
	Finance cost			6.31	
	Interest income			(3.04)	
				223.70	-
	Changes in assets and liabilities				
	(Increase) / decrease in inventories			(404.21)	
	(Increase) / decrease in trade receivables			152.38	
	(Increase) / decrease in other current assets			(404.49)	
	Increase / (decrease) in trade payables			(143.30)	
	Increase/ (decrease) in Short term borrowings			160.34	
	Increase / (decrease) in other liabilities			89.19	
				(326.41)	-
	Cash generated from operating activities			(60.73)	
	Income tax Refund (paid) during the year				
	Net cash from operating activities (A)			(387.14)	-
B.	Cash Flow from Investing Activities				
	Purchase of property, plant and equipment and intangible assets			(3.35)	
	Proceeds from purchase consideration			2.49	
	Movement in security deposits			(11.70)	
	Interest received			0.53	
	Investment in fixed deposit			(39.61)	
	Net cash from investing activities (B)			(51.64)	-
C.	Cash flows from financing activities				
	Proceeds from issue of share capital (net of share issue expenses)			1,319.37	
	Finance cost paid			(6.31)	
	Net cash from financing activities (C)			1,313.07	-
	Net increase/(decrease) in cash and cash equivalents (A+B+C)			874.29	-
	Cash and cash equivalents at the beginning of year			-	
	Cash and cash equivalents at the end of year			874.29	-

Notes :-

- 1 The above financial results for the year ended 31 March 2024 have been reviewed by Audit committee and approved by the Board of Directors in their respective meetings held on 30 May 2024.
- 2 The Company is engaged primarily in the business of surgical accessories, tools, equipments and other things on PAN India basis. Accordingly, there are no separate reportable segments as per Accounting Standard 17 – “Segment Reporting”.
- 3 The financial result has been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standard (AS) prescribed under section 133 of the Companies Act 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India.
- 4 The Holding Company incorporated a subsidiary on 17 January 2024. Thus, the consolidated audited annual financial results are prepared for the first time by the Holding Company and there are no comparative figures.
- 5 The Holding Company has offered through the Initial Public Offer (IPO) 14,50,000 equity shares having face value of Rs. 10 each at an issue price of Rs. 68 per equity share. These equity shares were allotted on 15 March 2024 and listed on BSE SME on 18 March 2024.
- 6 The Holding Company has utilised proceeds from IPO as per the object clause of the prospectus dated 05 March 2024 as detailed below:

S. No.	Object of the issue	Amount allotted for the object	Amount utilised till 31 March 2024	Amount unutilised till 31 March 2024	Deviation, if any
1	Working capital requirement;	600	545	55	-
2	General corporate purposes; and	240	90	150	-
3	Issue Expense	146	146	-	-
		986	781	205	-

Place- New Delhi
Date -30 May 2024

For Royal Sense Limited
FOR ROYAL SENSE LIMITED

Rishabh Arora
Managing Director
DIN-09745543

Director



ROYAL SENSE LIMITED

Registered Office: Plot No. 57, First Floor, Phase-II Badli, Industrial Estate, Badli Ind., Badli (North West Delhi), Delhi-110042

CIN: U21006DL2023PLC412051 **Email:** compliance@royalsense.in
Website: www.royalsense.in | **Contact No.:** +91-9205843102

To,
The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

Date: 30th May, 2024

Scrip Code: 544143

Sub: Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Declaration with respect to Audit Report with unmodified opinion on both Audited Standalone & Consolidated Financial Results for the financial year ended March 31, 2024.

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby declare that Tattvam & Co., Chartered Accountants, Statutory Auditors of the Company have issued an Audit Report with an unmodified opinion on both Audited Standalone & Consolidated Financial Results of the Company for the financial year ended March 31, 2024.

Kindly take the above on record.

Thank you.

Yours faithfully,

For ROYAL SENSE LIMITED

RISHABH ARORA

 Digitally signed by
RISHABH ARORA
Date: 2024.05.30
21:47:55 +05'30'

RISHABH ARORA
Chief Financial Officer