

# KEYNOTE

Ref # Key24 / Stock Exchange Let/Sk(26)

May 30, 2024

The Manager <b>BSE Limited</b> , Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The Manager <b>National Stock Exchange of India Ltd.</b> Listing Department, Exchange Plaza, C-1, Block - G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
<b>Scrip Code: 512597</b>	<b>Symbol: KEYFINSERV</b>

Dear Sir/Madam,

**Sub: Outcome of Board Meeting dated May 30, 2024 - Regulation 30 and Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are pleased to inform you that at the Meeting of the Board of Directors held today i.e. **May 30, 2024**, the Board has considered and approved the following:

1. Audited Financial Results for the quarter and year ended March 31, 2024, on Standalone and Consolidated basis as per Regulation 33 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Auditor's Report on Standalone and Consolidated basis. Please find enclosed the copy of Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2024, and Auditor's Report on Standalone and Consolidated Financial Results issued by the Statutory Auditor, M/s. S M S R & Co. LLP with an unmodified opinion.
2. Re-appointment of M/s. R. B. Pandya & Co. Chartered Accountants, Mumbai as an Internal Auditor of the Company for the Financial Year 2024-2025.
3. Appointment of M/s. M. K. Saraswat & Associates as Secretarial Auditor of the Company for the Financial Year 2024-2025.

The Meeting of the Board of Directors of the Company commenced at 10:45 a.m. and concluded at 3:30 p.m.

The details as required under SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023 is annexed herewith as **Annexure-1**.

You are requested to take the above on record.

Yours faithfully,

For **Keynote Financial Services Limited**

**Simran Kashela**  
Company Secretary & Compliance Officer

**Keynote Financial Services Limited**

The Ruby, 9<sup>th</sup> Floor, Senapati Bapat Marg, Dadar (West), Mumbai 400028  
Tel : 91 22 6826 6000 Fax : 91 22 6826 6088 Email : [info@keynoteindia.net](mailto:info@keynoteindia.net) Website [www.keynoteindia.net](http://www.keynoteindia.net)  
CIN - L67120MH1993PLC072407

# KEYNOTE

## ANNEXURE -1

### Appointment of M/s. M. K. Saraswat & Associates., Company Secretaries as Secretarial Auditors of the Company

Sr. No	Particulars	Remarks
1.	Name	M/s. M.K. Saraswat & Associates
2.	Reason for Change viz. appointment, resignation, removal, death or otherwise	Appointed as a Secretarial Auditor of the Company w.e.f. May 30, 2024
3.	Date of appointment	Appointed w.e.f. May 30, 2024, to conduct the Secretarial Audit for the financial year 2024-2025.
4	Brief Profile	<p><b>Name of the Secretarial Auditor:</b> M/s. M.K. Saraswat &amp; Associates</p> <p><b>Office Address:</b> 419, Atlanta Estate, Near Virwani Industrial Estate, Goregaon East, Mumbai- 400063. Email id: <a href="mailto:cs.mukeshsaraswat@gmail.com">cs.mukeshsaraswat@gmail.com</a></p> <p><b>Brief Profile:</b> Experience in providing Secretarial Audit services, Company Advisory in Fund Raising through Public Issues., etc</p> <p>The firm offers services viz, Due Diligence and FEMA Compliances, Incorporation, Strike off the Companies., etc</p> <p><b>Terms of Appointment:</b> To conduct Secretarial Audit for the Financial Year 2024-2025</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

### Keynote Financial Services Limited

The Ruby, 9<sup>th</sup> Floor, Senapati Bapat Marg, Dadar (West), Mumbai 400028  
Tel : 91 22 6826 6000 Fax : 91 22 6826 6088 Email : [info@keynoteindia.net](mailto:info@keynoteindia.net) Website [www.keynoteindia.net](http://www.keynoteindia.net)  
CIN - L67120MH1993PLC072407

**Independent Auditor's Report on Quarterly and Year to date Standalone Financial Results of the Keynote Financial Services Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors of  
Keynote Financial Services Limited

**Report on the audit of the Financial Results**

**Opinion**

We have audited the accompanying standalone financial results of **Keynote Financial Services Limited** (the "Company"), for the quarter and year ended March 31, 2024 (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirements 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 standalone financial results:

(i) are presented in accordance with the requirements regulation 33 of the Listing Regulations in this regard; and

(ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian accounting standards ('Ind AS') and other accounting principles generally accepted in India of the net profit and other comprehensive Income and other financial information for the quarter ended March 31, 2024 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, as amended ("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 ('the ICAI') together with the ethical requirements that are relevant to our audit of the Financial Results, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.





## Management's Responsibilities for the Standalone Financial Results

The Statement has been compiled from the standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of the standalone financial results that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the applicable accounting standards 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 financial results that gives a true and fair view and is 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 are also responsible for overseeing the Company's financial reporting process.

## 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 is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

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

- i. 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.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone annual financial statements in place and the operating effectiveness of such controls.



- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- iv. 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 standalone 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.
- v. 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

The standalone financial results include the results for the quarter ended March 31, 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us, as required by the Listing Regulations. Our opinion is not modified in respect of this matter.

**For SMSR & Co LLP**

*Chartered Accountants*

Firm registration number: 110592W/W100094



**Sudarshan Jha**

*Partner*



Membership No: 049369

Place: Mumbai

Date: May 30, 2024

UDIN: 24049369BKFMZL9606



# KEYNOTE

KEYNOTE FINANCIAL SERVICES LIMITED  
CIN: L67120MH1993PLC072407

Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.

Statement of Standalone Audited Financial Results for the Quarter and Financial Year Ended 31st March 2024

(INR in lakhs)

Sr No	Particulars	Quarter ended			Year Ended	
		31 March 2024	31 December 2023	31 March 2023	31 March 2024	31 March 2023
		Audited	Unaudited	Audited	Audited	Audited
	Revenue from operations					
	Sale of services	811.60	494.70	113.65	1,687.46	604.62
	Net gain/(loss) on fair value changes	114.88	218.01	(69.31)	778.08	(13.89)
	Other operating income	0.50	-	0.14	1.25	1.56
1	Total revenue from operations	926.98	712.71	44.48	2,466.79	592.29
2	Other income	34.86	39.37	23.62	106.46	101.01
3	Total income (1+2)	961.84	752.08	68.10	2,573.25	693.30
	Expenses					
	Finance costs	0.09	0.10	0.11	0.40	0.46
	Fess and Commission Expenses	22.47	4.49	0.94	35.69	9.06
	Employee benefits expense	103.37	79.06	75.66	331.16	306.39
	Depreciation and amortisation expense	5.19	5.15	5.23	21.03	20.53
	Other expenses	521.13	75.24	67.67	723.55	281.57
4	Total expenses	652.25	164.04	149.61	1,111.83	618.01
5	Profit / (loss) before exceptional items and tax (3-4)	309.59	588.04	(81.51)	1,461.42	75.29
6	Exceptional items	-	-	-	-	-
7	Profit / (loss) before tax (5+6)	309.59	588.04	(81.51)	1,461.42	75.29
8	Tax expenses					
	- Current tax	41.96	94.72	2.57	178.53	27.49
	- Deferred tax charge / (credit)	28.35	49.62	89.70	181.90	(3.14)
	Total tax expenses	70.31	144.35	92.27	360.43	24.35
9	Profit/ (loss) for the period/year (7-8)	239.28	443.70	(173.78)	1,100.99	50.94
10	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss					
	(a) Re-measurements of net defined benefit plans	(9.19)	-	12.06	(9.19)	12.06
	(b) Income tax related to items that will not be reclassified to profit or loss	-	-	(3.04)	-	(3.04)
	(ii) Items that will be reclassified to profit or loss					
	Other Comprehensive Income (net of tax)	(9.19)	-	9.02	(9.19)	9.02
11	Total Comprehensive Income for the period / year (net of tax) (9+10)	230.09	443.70	(164.76)	1,091.80	59.96
12	Paid up Equity Share Capital (face value INR 10 per share)	701.83	701.83	701.83	701.83	701.83
13	Other equity				6,491.28	5,469.65
14	Earnings per equity share					
	Basic (INR)	(not annualised) 3.41	(not annualised) 6.32	(not annualised) (2.48)	(not annualised) 15.69	(annualised) 0.73
	Diluted (INR)	3.41	6.32	(2.48)	15.69	0.73



Keynote Financial Services Limited

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KEYNOTE FINANCIAL SERVICES LIMITED		
CIN: L67120MH1993PLC072407		
Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.		
Standalone Statement of Assets and Liabilities as at 31st March 2024		
(INR in lakhs)		
Particulars	31 March 2024	31 March 2023
	Audited	Audited
<b>ASSETS</b>		
<b>A. Financial assets</b>		
Cash and cash equivalents	90.00	113.82
Bank balances other than cash and cash equivalents	17.62	18.10
Receivables	-	-
- Trade receivables	656.09	84.38
- Other receivables	48.49	22.46
Loans	133.44	613.17
Investments	6,501.13	4,852.57
Other financial assets	1.37	0.93
<b>Sub-Total - Financial assets (A)</b>	<b>7,448.14</b>	<b>5,705.43</b>
<b>B. Non-Financial Assets</b>		
Current tax assets (net)	34.54	94.49
Deferred tax assets (net)	-	-
Investment property	3.27	3.38
Property, plant & equipment	744.14	760.22
Right of use assets	0.83	1.94
Other non-financial assets	14.16	18.52
<b>Sub-Total - Non-Financial assets (B)</b>	<b>796.94</b>	<b>878.55</b>
<b>Total - Assets (A+B)</b>	<b>8,245.08</b>	<b>6,583.98</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>A. Financial liabilities</b>		
Payables		
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	0.54	0.54
Other payables	-	-
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	488.82	23.91
Deposits	1.97	1.76
Lease liabilities	0.99	2.14
Other financial liabilities	33.47	40.35
<b>Sub-total - Financial liabilities (A)</b>	<b>525.79</b>	<b>68.70</b>
<b>B. Non-Financial liabilities</b>		
Provisions	65.86	52.74
Deferred tax liabilities (net)	346.32	164.42
Other non-financial liabilities	114.00	126.64
<b>Sub-total - Non-Financial liabilities (B)</b>	<b>526.18</b>	<b>343.80</b>
<b>C. Equity</b>		
Equity Share capital	701.83	701.83
Other Equity	6,491.28	5,469.65
<b>Sub-total - Equity (C)</b>	<b>7,193.11</b>	<b>6,171.48</b>
<b>Total - Liabilities and Equity (A+B+C)</b>	<b>8,245.08</b>	<b>6,583.98</b>



## Keynote Financial Services Limited

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KEYNOTE FINANCIAL SERVICES LIMITED		
CIN: L67120MH1993PLC072407		
Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.		
Standalone Statement of Cash Flow for the Year ended 31st March 2024		
Particulars	(INR in lakhs)	
	31 March 2024	31 March 2023
	Audited	Audited
<b>(A) Cash flows from operating activities:</b>		
Net profit / (loss) before tax	1,461.42	75.29
Adjustments:		
Depreciation and amortisation	21.03	20.53
Provision for gratuity	(2.91)	16.84
Provision for compensated absences	-	(1.94)
Provision for Doubtful Debts	(11.90)	-
Net (gain) / loss on fair value changes	(778.08)	13.89
Interest expenses	0.40	0.46
Dividend income	(32.60)	(34.89)
Interest Income	(32.94)	(39.26)
Sundry balances written back (net)	-	(2.24)
Lease income	(9.31)	(7.75)
Operating profit / (loss) before working capital changes	615.11	40.93
Adjustments for working capital changes in:		
-(Increase) / decrease in trade and other receivables	(585.85)	47.58
-(Increase) / decrease in loans	479.74	(426.83)
-(Increase) / decrease in other financial assets	(0.44)	0.21
-(Increase) / decrease in other non-financial assets	4.36	(10.43)
-(Decrease) / Increase in trade and other payable	464.91	(1.32)
-(Decrease) / Increase in other financial liabilities	(6.88)	4.95
-(Decrease) / Increase in other non-financial liabilities	(12.63)	11.83
-(Decrease) / Increase in deposits	0.21	1.76
-(Decrease) / Increase in lease liabilities	(1.15)	(0.97)
-(Decrease) / Increase in provisions	6.83	(12.73)
Cash generated from / (used) in operations	964.21	(345.02)
Taxes paid (net of refunds)	(118.58)	(69.81)
Net cash generated from / (used) in operating activities	845.63	(414.83)
<b>(B) Cash flows from investing activities:</b>		
Purchase of plant, property and equipment and intangible assets	(3.73)	(9.91)
Sale of investments (net)	(870.48)	384.76
Deposits placed in banks and unpaid dividend accounts (net)	0.48	0.32
Rent received	9.31	7.75
Interest received	32.94	39.26
Dividend received	32.60	34.89
Net cash generated from / (used in) investing activities	(798.88)	457.07
<b>(C) Cash flow from financing activities:</b>		
Dividend paid	(70.18)	(70.18)
Interest paid	(0.40)	(0.46)
Net cash generated from / (used in) financing activities	(70.58)	(70.64)
Net increase in cash and cash equivalents (A+B+C)	(23.83)	(28.40)
Cash and cash equivalents as at the beginning of the year	113.83	142.23
Cash and cash equivalents as at the end of the year	90.00	113.83



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Notes to the Statement of Standalone Audited Financial Results for the Quarter and Financial Year ended 31st March 2024

- 1 The above standalone financial results have been reviewed by the Audit Committee and on its recommendation have been approved by the Board of Directors at their meeting held on 30th May 2024, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The said results have been reviewed by the Statutory Auditors of the Company.
- 2 The Company prepares and publishes the audited consolidated financial results along with the audited standalone financial results. Thus, in accordance with Ind AS 108 - "Operating Segments", the Company has disclosed the segment information in the unaudited consolidated financial results. Accordingly, no separate disclosures have been presented under the unaudited standalone results.
- 3 The Audited standalone financial results for the quarter and year ended 31st March 2024, as submitted to the stock exchanges are also available on the Company's website viz. [www.keynoteindia.net](http://www.keynoteindia.net) and on the website of BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange Of India Limited ([www.nseindia.com](http://www.nseindia.com)).
- 4 The figures for the last quarter of the current and previous financial year are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the end of third quarter of the respective financial years which were subject to limited review by the statutory auditors.
- 5 The previous periods / year's figures have been regrouped / rearranged wherever necessary, to conform to the current period / year classification.



Place: Mumbai  
Date: 30th May 2024



For and on behalf of Board of Directors  
Keynote Financial Services Limited

  
Vinod Suchanti  
Managing Director  
DIN : 00004031

## Keynote Financial Services Limited

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028

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CIN-L67120MH1993PLC072407

**Independent Auditor's Report on Quarterly and Year to date Consolidated Financial Results of the Keynote Financial Services Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors of  
Keynote Financial Services Limited

**Report on the audit of the Financial Results**

We have audited the accompanying statement of consolidated financial results of **Keynote Financial Services Limited** (the "Holding Company"), its subsidiaries, associates and the trust (the Holding Company, its subsidiaries, associates and the trust together referred to as the "Group") for the quarter and year ended March 31, 2024 (the "Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate audited Ind AS financial statements and other financial information of the subsidiaries, associate and the trust, the Statement:

- (i) Includes the annual financial results of the following entities:

Sr. No.	Name of the component	Relationship
1.	Keynote Financial Services Limited	Holding Company
2.	Keynote Capitals Limited	Subsidiary
3.	Maple Leaf Trading and Services Limited	Associate (w.e.f. 29 June 2022)
4.	Keynote Fincorp Limited	Subsidiary
5.	Keynote Trust	Trust

- (ii) is presented in accordance with the requirements of the Listing Regulations in this regard; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian accounting standards ('Ind AS') prescribed under Section 133 of the Companies Act 2013 ("the Act"), read with relevant rules issued thereunder and other accounting principles generally accepted in India of the consolidated net loss and other comprehensive Income and other financial information of the Group for the quarter ended March 31, 2024 as well as the year to date Financial Results for the period from April 01, 2023 to 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, as amended ("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 Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the Financial Results, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, along with the consideration of audit reports of the other auditors referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

**Management's Responsibilities for the Consolidated Financial Results**

The Statement has been compiled from the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the consolidated financial results that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards 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. The respective Management and Board of Directors of the Companies included in the Group are responsible for the 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 standalone financial results that gives a true and fair view and is free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated results by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Management and Board of Directors of the companies included in the Group, are 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Group's financial reporting process.

**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 is 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 consolidated financial results.





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

- (i) 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.
- (ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to consolidated annual financial statements in place and the operating effectiveness of such controls.
- (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- (iv) 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 Group'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 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.
- (v) 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.

We communicate with those charged with governance of the Holding Company 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.





**Other Matters**

The consolidated annual financial results include the audited financial results of two subsidiaries whose financial results reflect total assets (before consolidation adjustments) of INR 8482.26 lakhs as at 31 March, 2024, total revenue (before consolidation adjustments) of INR 2792.90 lakhs, total net profit/(loss) after tax (before consolidation adjustments) of INR 1718.71 lakhs and total comprehensive income of INR 1722.62 lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. The independent auditor's report on financial results of these entities have been furnished to us by the management and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are stated in paragraph above.

The consolidated annual financial results include the audited financial results of one associate included in the Statement, whose share of net profit/(loss) (before consolidation adjustment) for the year ended 31 March, 2024 included in these financial results is INR (101.59) lakhs. The financial statements have been audited by other auditors whose audit reports have been furnished to us by the Holding Company's Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on the reports of the other auditors and the procedures performed by us, as stated above.

The consolidated annual financial results include the audited financial results of a trust which has been audited by its auditor, whose financial results reflect total assets (before consolidation adjustments) of INR 134.06 lakhs as at 31 March 2024, total revenue (before consolidation adjustments) of INR Nil, excess of expenditure over income (before consolidation adjustments) of INR 0.24 lakhs for the year ended on that date for the year ended March 31, 2024, as considered in the Statement. According to the information and explanations given to us by the Management, this financial result is not material to the Group.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial results certified by the Board of Directors.

The consolidated financial results include the results for the quarter ended March 31, 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us, as required by the Listing Regulations. Our opinion is not modified in respect of this matter.

**For S M S R & Co LLP***Chartered Accountants*

Firm registration number: 110592W/W100094

**Sudarshan Jha***Partner*

Membership No: 049369

Place: Mumbai

Date: May 30, 2024

**UDIN: 24049369BKFMZM7578**



# KEYNOTE

KEYNOTE FINANCIAL SERVICES LIMITED						
CIN: L67120MH1993PLC072407						
Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.						
Statement of Consolidated Audited Financial Results for the Quarter and Financial Year ended 31st March 2024						
(INR in lakhs)						
Sr No	Particulars	Quarter ended			Year Ended	
		31 March 2024	31 December 2023	31 March 2023	31 March 2024	31 March 2023
		Audited	Unaudited	Audited	Audited	Audited
	Revenue from operations					
	Interest income	24.71	21.91	11.81	103.98	46.38
	Fees and commission income	100.26	126.51	66.30	427.75	294.83
	Net gain on fair value changes	208.36	550.10	241.47	1,849.73	-
	Sale of services	1,021.44	696.37	220.32	2,324.71	1,065.42
	Sale of Stock	0.00	-	-	24.90	-
	Other operating income	0.50	-	0.14	1.25	1.56
1	Total revenue from operations	1,355.27	1,394.89	540.04	4,732.32	1,408.19
2	Other income	71.40	60.65	42.93	229.39	186.97
3	Total income (1+2)	1,426.67	1,455.54	582.97	4,961.71	1,595.16
	Expenses					
	Finance costs	7.61	3.46	7.50	29.13	25.49
	Fees and commission expense	24.55	6.28	3.67	43.33	17.04
	Net Loss on fair Value changes	-	-	427.68	-	427.68
	Impairment on financial instruments	(0.36)	(0.06)	0.85	(0.09)	(2.47)
	Changes in inventories of stock-in-trade	(0.00)	-	4.11	20.33	(4.99)
	Employee benefits expense	193.47	138.48	152.47	597.22	540.60
	Depreciation and amortisation expense	18.78	17.27	13.63	77.74	63.03
	Other expenses	197.66	173.12	145.57	645.36	533.98
4	Total expenses	441.71	338.55	755.48	1,413.02	1,600.36
5	Profit / (loss) before exceptional items and tax (3-4)	984.96	1,116.99	(172.51)	3,548.69	(5.20)
6	Exceptional items	-	-	-	-	-
7	Profit / (loss) before tax (5+6)	984.96	1,116.99	(172.51)	3,548.69	(5.20)
8	Tax expenses					
	- Current tax	211.21	170.16	21.60	512.55	126.90
	- Deferred tax and Minimum alternate tax (MAT)	(28.60)	80.64	120.24	274.98	39.58
	- Taxation for earlier years	(17.83)	(1.14)	(0.59)	(18.97)	(0.59)
	Total tax expenses	164.78	249.66	141.25	768.56	165.89
9	Profit/ (loss) for the period/year (7-8)	820.18	867.33	(313.76)	2,780.13	(171.09)
10	Share of profit of associate	(384.79)	110.10	(36.78)	(101.60)	8.08
11	Profit / (loss) for the year after share of profit of associate (9+10)	435.39	977.43	(350.54)	2,678.53	(163.01)
12	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss					
	(a) Re-measurements of net defined benefit plans	(5.28)	-	17.01	(5.28)	17.01
	(b) Income tax related to items that will not be reclassified to profit or loss	(0.98)	-	(4.41)	(0.98)	(4.41)
	(ii) Items that will be reclassified to profit or loss	-	-	-	-	-
	Other Comprehensive Income (net of tax)	(6.26)	-	12.60	(6.26)	12.60
13	Total Comprehensive Income for the period / year (net of tax) (11+12)	429.13	977.43	(337.94)	2,672.27	(150.41)
14	Net profit / (loss) for the period / year attributable to :					
	- Owners of the Company	435.39	977.43	(350.54)	2,678.53	(163.01)
	- Non controlling interest	-	-	-	-	-
15	Other Comprehensive Income / (loss) for the period / year attributable to :					
	- Owners of the Company	(6.26)	-	12.60	(6.26)	12.60
	- Non controlling interest	-	-	-	-	-
16	Total Comprehensive Income / (loss) for the period / year attributable to :					
	- Owners of the Company	429.13	977.43	(337.94)	2,672.27	(150.41)
	- Non controlling interest	-	-	-	-	-
17	Paid up equity share capital (face value INR 10 per share)	556.66	556.66	556.66	556.66	556.66
18	Other equity				11,872	9,255.08
19	Earnings per equity share					
	Basic (INR)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(annualised)
	Diluted (INR)	14.73	15.58	(5.65)	49.94	(3.07)
		14.73	15.58	(5.65)	49.94	(3.07)



## Keynote Financial Services Limited

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CIN-L67120MH1993PLC072407





# KEYNOTE

KEYNOTE FINANCIAL SERVICES LIMITED		
CIN: L67120MH1993PLC072407		
Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.		
Statement of Assets and Liabilities as at 31st March 2024		
(INR in lakhs)		
Particulars	Consolidated	
	31 March 2024	31 March 2023
	Audited	Audited
<b>ASSETS</b>		
<b>A. Financial assets</b>		
Cash and cash equivalents	184.24	313.14
Bank Bank balances other than cash and cash equivalents	1,021.26	1,006.03
Receivables	-	-
- Trade receivables	932.56	281.64
- Other receivables	14.76	13.84
Loans	680.35	716.98
Investments	8,355.68	5,956.61
Other financial assets	1,091.67	906.84
<b>Sub-Total - Financial assets (A)</b>	<b>12,280.52</b>	<b>9,195.08</b>
<b>B. Non-Financial Assets</b>		
Inventories	-	20.33
Current tax assets (net)	-	27.43
Investment property	3.27	3.38
Property, plant & equipment	1,616.77	1,645.28
Intangible Assets	49.43	-
Capital work in progress	3.33	45.32
Goodwill on consolidation	10.42	10.42
Right of use assets	0.83	3.88
Other non-financial assets	28.91	28.71
<b>Sub-Total - Non-Financial assets (B)</b>	<b>1,712.96</b>	<b>1,784.75</b>
<b>Total - Assets (A+B)</b>	<b>13,993.48</b>	<b>10,979.83</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>A. Financial liabilities</b>		
Payables		
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	275.39	208.11
Other payables	-	-
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	68.32	23.91
Borrowings (other than debt securities)	66.90	245.44
Deposits	1.97	1.76
Lease liabilities	0.99	2.14
Other financial liabilities	82.44	94.40
<b>Sub-total - Financial liabilities (A)</b>	<b>496.01</b>	<b>575.76</b>
<b>B. Non- Financial liabilities</b>		
Current tax liabilities(net)	152.21	-
Provisions	117.10	107.83
Deferred tax liabilities (net)	602.86	328.27
Other non-financial liabilities	196.95	156.23
<b>Sub-total - Non-Financial liabilities (B)</b>	<b>1,069.12</b>	<b>592.33</b>
<b>C. Equity</b>		
Share capital	556.66	556.66
Other Equity	11,871.69	9,255.08
<b>Sub-total - Equity (C)</b>	<b>12,428.35</b>	<b>9,811.74</b>
<b>Total - Liabilities and Equity (A+B+C)</b>	<b>13,993.48</b>	<b>10,979.83</b>



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# KEYNOTE

KEYNOTE FINANCIAL SERVICES LIMITED		
CIN: L67120MH1993PLC072407		
Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.		
Consolidated Statement of Cash Flow for the year ended 31st March 2024		
	(INR in lakhs)	
Particulars	31 March 2024	31 March 2023
	Audited	Audited
<b>(A) Cash flows from operating activities:</b>		
Net profit / (loss) before tax	3,548.69	(5.20)
Adjustments:		
Depreciation and amortisation	77.74	63.03
Provision for gratuity	4.89	25.36
Provision for compensated absences	14.89	(1.17)
Provision for doubtful debts	(0.09)	(2.47)
Interest expenses	29.13	25.49
Net (gain) / loss on financial instruments measured at fair value through profit or loss	(1,849.73)	427.68
Dividend income	(47.18)	(51.54)
Interest Income	(238.35)	(171.62)
Sundry balances written back (net)	-	(2.24)
Lease Income	(9.31)	(0.25)
<b>Operating profit / (loss) before working capital changes</b>	<b>1,530.69</b>	<b>307.07</b>
Adjustments for working capital changes in:		
- (Increase) / decrease in trade and other receivables	(651.74)	53.75
- (Increase) / decrease in loans	36.62	1,506.09
- (Increase) / decrease in other financial assets	(184.83)	306.35
- (Increase) / decrease in Inventory	20.33	(4.99)
- (Increase) / decrease in other non-financial assets	(0.20)	73.09
- (Decrease) / Increase in trade and other payable	111.69	(106.09)
- (Decrease) / Increase in other financial liabilities	(11.96)	15.84
- (Decrease) / Increase in other non-financial liabilities	40.73	(3.97)
- (Decrease) / Increase in deposits	0.21	1.76
- (Decrease) / Increase in lease liabilities	(1.15)	(4.08)
- (Decrease) / Increase in provisions	(16.77)	(35.25)
<b>Cash generated from / (used) in operations</b>	<b>873.62</b>	<b>2,109.57</b>
Taxes paid (net of refunds)	(314.35)	(31.12)
<b>Net cash generated from / (used) in operating activities</b>	<b>559.27</b>	<b>2,078.45</b>
<b>(B) Cash flows from investing activities:</b>		
Purchase of fixed assets	(53.51)	(127.03)
Movement in investments (net)	(650.94)	(411.27)
Deposits placed in banks and unpaid dividend accounts (net)	(15.23)	32.25
Lease income received	9.31	0.25
Interest received	238.35	171.62
Dividend received	47.18	51.54
<b>Net cash generated from / (used in) investing activities</b>	<b>(424.83)</b>	<b>(282.64)</b>
<b>(C) Cash flow from financing activities:</b>		
Repayment of borrowings (net)	-	-
Issue of preference share capital	(178.54)	(2,459.70)
Dividend paid	-	(60.00)
Dividend distribution tax paid	(55.67)	(55.67)
Interest paid	(29.13)	(25.49)
<b>Net cash generated from / (used in) financing activities</b>	<b>(263.34)</b>	<b>(2,600.86)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(128.90)</b>	<b>(805.05)</b>
Cash and cash equivalents as at the beginning of the year	313.14	1,118.19
<b>Cash and cash equivalents as at the end of the year</b>	<b>184.24</b>	<b>313.14</b>



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# KEYNOTE

KEYNOTE FINANCIAL SERVICES LIMITED

CIN: L67120MH1993PLC072407

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Notes to the Statement of Consolidated Audited Financial Results for the Quarter and Year Ended 31st March 2024

1 The above consolidated financial results have been reviewed by the Audit Committee and on its recommendation have been approved by the Board of Directors at their meeting held on 30th May 2024, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The said results have been reviewed by the Statutory Auditors of the Company.

2 Consolidated segment results for the Quarter and Year ended 31st March 2024

(INR in lakhs)

Particulars	Quarter Ended			Year ended	
	31 March 2024	31 December 2023	31 March 2023	31 March 2024	31 March 2023
	Audited	Unaudited	Audited	Audited	Audited
<b>Segment Revenue</b>					
(a) Advisory services	1,421.90	696.37	220.46	2,725.92	1,066.98
(b) Broking & related activities	100.35	126.51	65.70	427.84	287.33
(c) Trading in securities	208.36	550.10	241.47	1,874.63	-
(d) Investment activities	31.51	33.38	18.35	135.95	84.94
(e) Unallocable	101.59	61.27	48.00	247.12	192.03
<b>Total</b>	<b>1,863.72</b>	<b>1,467.63</b>	<b>593.98</b>	<b>5,411.46</b>	<b>1,631.28</b>
Less: Elimination	(437.05)	(12.09)	(11.01)	(449.75)	(36.12)
<b>Total income from operations (net)</b>	<b>1,426.67</b>	<b>1,455.54</b>	<b>582.97</b>	<b>4,961.71</b>	<b>1,595.16</b>
<b>Segment results before exceptional items</b>					
(a) Advisory services	736.39	515.79	39.14	1,523.80	331.11
(b) Broking & related activities	86.36	95.91	44.21	324.96	175.27
(c) Trading in securities	181.06	500.06	(199.95)	1,689.75	(468.35)
(d) Investment activities	29.06	31.89	11.19	127.54	69.33
(e) Unallocable	(36.24)	(44.23)	(61.00)	(148.99)	(156.70)
<b>Total</b>	<b>996.63</b>	<b>1,099.42</b>	<b>(166.41)</b>	<b>3,517.06</b>	<b>(49.34)</b>
Less: Elimination	(14.52)	-	(14.52)	(14.52)	(14.52)
Add: Finance cost	2.85	17.57	8.42	46.15	58.66
<b>Profit/ (Loss) before exceptional items and tax</b>	<b>984.96</b>	<b>1,116.99</b>	<b>(172.51)</b>	<b>3,548.69</b>	<b>(5.20)</b>
Exceptional items - Unallocated	-	-	-	-	-
<b>Profit/ (Loss) before tax</b>	<b>984.96</b>	<b>1,116.99</b>	<b>(172.51)</b>	<b>3,548.69</b>	<b>(5.20)</b>
<b>Segment Assets</b>					
(a) Income from Advisory Services	1,531.22	1,352.06	997.89	1,531.22	997.89
(b) Broking & Related Activities	3,364.74	3,821.64	3,220.86	3,364.74	3,220.86
(c) Trading in Securities	-	-	20.33	-	20.33
(d) Investment Activities	695.76	1,111.08	716.09	695.76	716.09
(e) Unallocated	8,401.76	7,084.98	6,024.64	8,401.77	6,024.64
<b>Total segment assets</b>	<b>13,993.48</b>	<b>13,369.76</b>	<b>10,979.81</b>	<b>13,993.48</b>	<b>10,979.81</b>
<b>Segment liabilities</b>					
(a) Income from Advisory Services	193.70	176.58	216.20	193.70	216.20
(b) Broking & Related Activities	325.30	465.05	469.14	325.30	469.14
(c) Trading in Securities	-	-	-	-	-
(d) Investment Activities	37.28	15.87	44.20	37.28	44.20
(e) Unallocated	1,008.85	727.56	438.53	1,008.85	438.53
<b>Total segment liabilities</b>	<b>1,565.13</b>	<b>1,385.06</b>	<b>1,168.07</b>	<b>1,565.13</b>	<b>1,168.07</b>
<b>Capital employed (Segment assets - Segment liabilities)</b>					
(a) Income from Advisory Services	1,337.52	1,175.48	781.69	1,337.52	781.69
(b) Broking & Related Activities	3,039.43	3,356.59	2,751.72	3,039.43	2,751.72
(c) Trading in Securities	-	-	20.33	-	20.33
(d) Investment Activities	658.48	1,095.21	671.89	658.48	671.89
(e) Unallocated	7,592.92	6,357.42	5,586.11	7,392.92	5,586.11
<b>Total capital employed</b>	<b>12,428.35</b>	<b>11,984.70</b>	<b>9,811.74</b>	<b>12,428.35</b>	<b>9,811.74</b>

3 The Audited consolidated financial results for the quarter and year ended on 31st March 2024, as submitted to the stock exchanges are also available on the Company's website viz. www.keynoteindia.net and on the website of BSE Limited (www.bseindia.com) and National Stock Exchange Of India Limited (www.nseindia.com).

4 The figures for the last quarter of the current and previous financial year are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the end of third quarter of the respective financial years which were subject to limited review by the statutory auditors.

5 The previous periods / year's figures have been regrouped / rearranged wherever necessary, to conform to the current period / year classification.



For and on behalf of Board of Directors  
Keynote Financial Services Limited

*Vineet Suchanti*  
Vineet Suchanti  
Managing Director  
DIN : 00004031

Place: Mumbai  
Date: 30th May 2024

**Keynote Financial Services Limited**

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