

KABSONS INDUSTRIES LIMITED

REGD. OFF. : "Madhuw Vihar" Second Floor, Plot No.17, H.No. 8-2-293/82/C/17, Road No. 7,
Jubilee Hills, Hyderabad – 500033, Telangana, INDIA
Tel: 040-23554970, E-mail: operationslpg@gmail.com
Website: www.kabsons.co.in, Grievance redressal division Email: kilshareholders@gmail.com
CIN No: L23209TG1993PLC014458



4th September, 2023

To
The General Manager
Department of Corporate Services,
BSE Limited
Floor 25, PJ Towers, Dalal Street,
Mumbai – 400001.

Sub: Notice of 31stAGM and Annual Report 2022-23
Ref: Scrip Code: 524675

Dear Sir/ Madam,

In compliance under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith enclosing the 31st Annual Report of Kabsons Industries Limited for the financial year 2022-2023 comprising the Notice convening the 31st AGM of shareholders, Audited Balance Sheet as at 31st March, 2023, Statement of Profit and Loss for the year ended on that date, Statement of Changes in Equity for the year and Cash Flows Statement together with Notes to Financial Statements for the year ended 31st March 2023 and the reports of the Board of Directors and Auditors thereon. The 31st AGM will be held on Wednesday, September 27, 2023 at 3.30 p.m. IST through video conference and other audio visual means (VC).

The Notice and the Annual Report will be made available on the Company's website at: <https://www.kabsons.co.in>.

This is for your information and record.

Yours faithfully
For Kabsons Industries Limited

RAJIV KABRA
Digitally signed by RAJIV
KABRA
Date: 2023.09.04 15:13:14
+05'30'

Rajiv Kabra
Chairman & Managing Director
DIN: 00038605

31st Annual Report 2022 - 2023



Kabsons Industries Limited



KABSONS INDUSTRIES LIMITED

31st Annual Report 2022 – 2023

BOARD OF DIRECTORS	Sri. Rajiv Kabra	Chairman and Managing Director [DIN:00038605]
	Sri. Venkata Subba Rao Pinapati	Independent Director upto 13-08-2023 [DIN:02299552]
	Smt. Mangal Rathi	Independent Director [DIN:06966755]
	Ms. Riha Kabra	Non Executive Director [DIN:08825577]
	Mr. Sumit Jaiswal	Independent Director [DIN:10255478] w.e.f 12-08-2023
	Sri. Krishna Murthy Motamarri	Chief Financial Officer
	Sri. Nagaraju Musinam	Company Secretary cum Compliance Officer
COMMITTEES OF THE BOARD		
AUDIT COMMITTEE	Sri. P V Subba Rao	Chairman upto 12-08-2023
	Sri. Sumit Jaiswal	Chairman w.e.f 12-08-2023
	Sri. Rajiv Kabra	Member
	Smt. Mangal Rathi	Member
NOMINATION & REMUNERATION COMMITTEE		
	Sri. P V Subba Rao	Chairman upto 12-08-2023
	Sri Sumit Jaiswal	Chairman w.e.f 12-08-2023
	Sri Rajiv Kabra	Member
	Smt. Mangal Rathi	Member
	Ms. Riha Kabra	Member
Registered Office	Kabsons Industries Limited [CIN:L23209TG1993PLC014458] Plot No.17, H.No. 8-2-293/82/C/17, Madhuw Vihar, 2 nd Floor, Jubilee Hills, Road No.7, Hyderabad – 500033 Email: operationslpg@gmail.com / www.kabsons.co.in Phone No: +91 40-23554970	
Factory	Plot No.B-3, Phase 1, MIDC, Waluj, Aurangabad - 431 136. Maharashtra	
STAKEHOLDERS RELATIONSHIP COMMITTEE		
	Sri. P V Subba Rao	Chairman upto 12-08-2023
	Sri Sumit Jaiswal	Chairman w.e.f 12-08-2023
	Sri Rajiv Kabra	Member
	Smt. Mangal Rathi	Member
Stock Exchanges Where company's Securities are Listed	BSE Limited INE645C01010	
Bankers	HDFC Bank Limited State Bank of India	
Auditors	M/s. K S Rao & Co., Chartered Accountants Flat No.601A, Golden Green Appartments, Erramanzil Colony, Somajiguda, Hyderabad - 500 082.	
Registrars & Share	M/S.XL SOFTECH SYSTEMS LTD	
Transfer Agents	#3, Sagar Society, Banjara Hills, Hyderabad - 500 034.	
Secretarial Auditors	B S S & Associates Company Secretaries 6-3-626, Parameswara Appts., 5 th Floor, 5A, Anand Nagar, Khairatabad, Hyderabad 500004.	



NOTICE OF 31st ANNUAL GENERAL MEETING

NOTICE is hereby given that the 31st Annual General Meeting (AGM) of Kabsons Industries Limited will be held on Wednesday, the 27th day of September, 2023 at 3.30 p.m. through Video Conference ("VC")/Other Audio Visual Means ("OAVM"), to transact the following business. The Venue of the meeting shall be deemed to be the Registered Office of the Company situated at Madhuw Vihar, Second Floor, Plot No.17, # 8-2-293/82/C/17, Jubilee Hills, Road No.7, Hyderabad, Telangana – 500033.

Ordinary Business:

Item No.1 – Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the company for the Financial Year ended 31st March, 2023 together with the Reports of the Directors and Auditors thereon.

Item No.2 – Re-appointment of Ms. Riha Kabra, as a Director liable to retire by rotation

To appoint a Director in place of Ms. Riha Kabra (DIN: 08825577), who retires by rotation and, being eligible, offers herself for re-appointment.

Special Business:

Item No. 3 – Appointment of Mr.Sumit Jaiswal as an Independent Director of the company

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution :

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr.Sumit Jaiswal (DIN: 10255478), who was appointed as an Additional Director in the capacity of an Independent Director with effect from August 12, 2023, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years with effect from August 12, 2023 to till August 11, 2028, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By Order of the Board of Directors of
Kabsons Industries Limited

Sd/-
Nagaraju Musinam
Company Secretary
M No.A48209

Place : Hyderabad

Date : 12.08.2023

Registered Office: H.No.8-2-293/82/C/17, Plot No 17, 2nd Floor, Madhuw Vihar, Jubilee Hills, Road No.7,
Hyderabad - 500033, Telangana. email: operationslpg@gmail.com

Notes:

1. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013, in respect of the Special Business as set out under Item No.3 of the above notice is annexed hereto.
2. Pursuant to the General Circular No.10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email to operationslpg@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com
6. The Register of directors and keymanagerial personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to operationslpg@gmail.com.
7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 31st AGM and facility for those Members participating in the AGM to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.



8. The relevant details required to be given under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of directors seeking appointment/re-appointment at this AGM is annexed hereto.
9. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
11. Members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on September 19, 2023, may cast their votes electronically. The e-voting period commences on Sunday, September 24, 2023 (9:00 a.m. IST) and ends on Tuesday, September 26, 2023 (5:00 p.m. IST). The e-voting module will be disabled by CDSL thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e., as on September 19, 2023. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
12. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM. Kindly refer below for instruction for e-voting during the AGM.
13. The Register of Members and Transfer Book of the Company will be closed from 20th September 2023 to 27th September 2023 (both days inclusive).
14. In compliance with the Circulars, the Annual Report 2022-2023, the Notice of the 31st AGM and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at www.kabsons.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e., www.evotingindia.com.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar. SEBI has also mandated, that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company.
16. Pursuant to the provisions of Section 72 of the Companies Act, 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility.
17. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants and Members holding shares in physical form are requested to intimate any change of address and/ or bank mandate to M/s. XL Softech Systems Limited / Investor Service Department of the Company immediately.
18. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, 01st April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agents, XL Softech Systems Limited for assistance in this regard.
19. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
20. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e- AGM.
21. The Board of Directors has appointed M/s B S S & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner. The Scrutinizer's decision on the validity of the vote shall be final.
22. The Scrutinizer will make a consolidated Scrutinizer's Report of the total votes cast in favour or against and invalid votes, if any, to the Chairman / Managing Director of the Company or in his absence to any other Director authorized by the Board of Directors, who shall countersign the same. Based on the Scrutinizer's Report, the result will be declared by the Chairman / Managing Director or in his absence by the Company Secretary within two working days from the conclusion of the AGM at the Registered Office of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e., September 27, 2023.
23. The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company i.e., www.kabsons.co.in. The results shall simultaneously be communicated to BSE Limited. The result shall also be displayed on the Notice Board at the Registered Office of the Company.
24. The Resolutions shall be deemed to be passed at the registered office of the Company on the date of the e-AGM, subject to receipt of the requisite number of votes in favour of the Resolutions.



THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on Sunday, 24th day of September, 2023 at 9.00 a.m. IST and ends on Tuesday, 26th day of September, 2023 at 5.00 p.m. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, the 19th day of September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/ KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLoginThe system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.



	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. : 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nSDL.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1 The shareholders should log on to the e-voting website www.evotingindia.com.
- 2 Click on "Shareholders" module.
- 3 Now enter your User ID
 - b. For CDSL: 16 digits beneficiary ID,
 - c. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - d. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4 Next enter the Image Verification as displayed and Click on Login.
- 5 If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6 If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.



- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; operationslpg@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **TWO days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at operationslpg@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **TWO days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at operationslpg@gmail.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to operationslpg@gmail.com / xlfield@rediffmail.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFutorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

APPEAL TO MEMBERS

The Company would like to appeal and encourage its members to hold their shares in dematerialized (Demat) form. Managing your investment in securities is simple and easy in Demat/ Electronic form and it has many advantages over managing it in physical form as there is no scope of loss, misplacement, theft or deterioration of securities in Demat mode. The detailed procedure of Dematerialization of shares is also given on the website of the Company under Investor Relations Section. The members may also get in touch with M/S.XL Softech Systems Ltd at xlfield@gmail.com, our Registrar and Share transfer Agent. The Company also appeals and requests the members to opt for Electronic Clearing System (ECS) facility for receiving of Dividends.

By Order of the Board of Directors of
Kabsons Industries Limited

Sd/-

Nagaraju Musinam
Company Secretary
M No.A48209

Place : Hyderabad

Date : 12.08.2023

Registered Office: H.No.8-2-293/82/C/17, Plot No 17, 2nd Floor, Madhuw Vihar, Jubilee Hills, Road No.7,
Hyderabad - 500033, Telangana. email: operationslpg@gmail.com

Explanatory Statement**Item No. 3 – Appointment of Mr. Sumit Jaiswal, as an Independent Director**

Pursuant to Section 161 of the Companies Act, 2013, the Board, on August 12, 2023, appointed Mr. Sumit Jaiswal, as an Additional Director in the capacity of Independent Director of the Company for a term of 5 (five) years with effect from August 12, 2023 to August 11, 2028 (both days inclusive) subject to the approval of the shareholders through a special resolution. The Company has received the following from Mr. Sumit Jaiswal, :

- Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub section (2) of Section 164 of the Act;
- A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;
- Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;
- Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;
- A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

The Company has received a notice in writing by a member proposing his candidature under Section 160 of the Act. The Nomination and Remuneration Committee (NRC) had previously finalized the desired attributes for the selection of the independent director(s). Based on those attributes, the NRC recommended the candidature of Mr. Sumit Jaiswal. In the opinion of the Board, Mr. Sumit Jaiswal fulfils the conditions for independence specified in the Act, the Rules made thereunder, the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board noted that Mr. Sumit Jaiswal, background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

The Board was satisfied that the appointment of Mr. Sumit Jaiswal is justified due to the following reasons:
He has an experience in the field of HR, Finance and Administration.

A copy of the draft letter for the appointment of Mr. Sumit Jaiswal as an Independent Director setting out the terms and conditions is available for electronic inspection by the members during normal business hours on working days up to Wednesday, September 27, 2023.

The resolution seeks the approval of members for the appointment of Mr. Sumit Jaiswal as an Independent Director of the Company for a term of 5 (five) years effective August 12, 2023 to August 11, 2028 (both days inclusive) pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof and he shall not be liable to retire by rotation.

In compliance with Section 149 read with Schedule IV to the Act and Regulation 25 of the LODR Regulations, the approval of the Members is sought for the appointment of Mr. Sumit Jaiswal as an Independent Director of the Company, as a special resolution.

No director, KMP or their relatives except Mr. Sumit Jaiswal to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in item no. 3.

The Board recommends the special resolution as set out in Item no. 3 of this notice for the approval of members.

By Order of the Board of Directors of
Kabsons Industries Limited

Sd/-
Nagaraju Musinam
Company Secretary
M No. A48209

Place : Hyderabad
Date : 12.08.2023

Additional information on directors recommended for appointment / reappointment as required under Regulation 36 of the LODR Regulations and applicable Secretarial Standards

Name of the Director	Riha Kabra	Sumit Jaiswal w.e.f. 12-08-2023 to 11-08-2028
DIN	08825577	10255478
Date of Birth	24/12/1997	03/07/1973
Age	26 Years	50 Years
Date of First Appointment on the Board	27.08.2020	12.08.2023
Terms and conditions of appointment or re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Ms. Riha Kabra who was appointed as Non-Executive Director at the AGM held on 30.09.2020, is liable to retire by rotation	In terms of Section 152(5) of the Companies Act, 2013, Mr. Sumit Jaiswal, as an Additional Director in the capacity of Independent Director of the Company for a term of 5 (five) years with effect from August 12, 2023 to August 11, 2028 (both days inclusive) subject to the approval of the shareholders through a special resolution.
Remuneration last drawn	Rs. 15,000 as sitting fees for attending meetings of the Board and Committees thereof	Nil
Brief Profile:	She is graduate in sociology with Psychology (BSE Hons) from Surrey University (UK).	He is having more than 23 years of experience in the field of HR, Finance & Administration. He also has an experience in the field of real estate/property business consultant for past 5 years.
Qualification	BSc Hons in Sociology with Psychology	B. Com
Expertise in specific functional areas	Administration	HR, Finance & Administration
Inter-se relationship with other Directors of the Company	Daughter of Rajiv Kabra Managing Director	N/A
Number of Board Meetings attended	3	Nil
No of Shares held	Nil	Nil
Directorships in other Listed Companies	Nil	Nil
Membership/Chairmanship of Committees of other Board	Nil	Nil

By Order of the Board of Directors of
Kabsons Industries Limited

Sd/-
Nagaraju Musinam
Company Secretary
M No. A48209

Place : Hyderabad
Date : 12.08.2023

BOARD'S REPORT

To

The Members of **KABSONS INDUSTRIES LIMITED**,Your Directors have pleasure in presenting the 31st Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2023.**FINANCIAL RESULTS:**

(Rs.in thousands except EPS)

	Financial Year 2022-2023	Financial Year 2021-2022
Revenue from operations	1,69,955.88	1,13,517.56
Other Income	3,373.98	6,131.21
Total Revenue	1,73,329.86	1,19,648.76
Total Expenses	1,65,417.57	1,04,018.73
Profit before Finance Cost, Depreciation & exceptional items	14,009.06	20,817.07
Finance Cost	802.77	483.78
Depreciation	5,293.99	4,703.26
Exceptional items	.01	383.41
Profit/ (Loss) before Tax	7,912.31	16,013.44
Tax Expenses (Earlier year Tax Paid)	15.49	0.05
Profit after Tax	7,896.82	16,008.36
Basic & Diluted Earnings per share of Rs.10/- each	0.45	0.92

The state of the company's affairs:**Operations and Business Performance:**

During the year under consideration, the Company has generated a profit of Rs. 14,009.06 thousands before finance costs, depreciation and exceptional items as against a profit of Rs. 20,817.07 thousands during the previous year, which includes lease income and lease income is the major source of revenue to the Company. Your Directors are trying every opportunity for improving the performance with increased revenue in the next year.

Business Review

The Company has been focusing on Lease income and as per recent demand, a new Factory shed is offered for lease from the month of April 2023. The company also started bottling operations for another party also at our Ranchi bottling plant from the month of May 2023.

The Company acquired the some of the assets of plant and machinery and other equipment from the EILL (who was operating our Bottling plant at Rohtak on lease) from 1st April, 2023 and envisaging to start a new project of mainly supplying Aerosol grade LPG to various industrial customers and our Company has also completed the repairs and maintenance jobs at this plant and awaiting for starting of operations.

Material changes and commitments if any affecting the financial position of the Company occurred between the end of the financial year to which this Financial Statements relate and the date of the report

There have been no material changes and commitments, affecting the financial position of the Company which occurred during between the end of the financial year to which the financial statements relate and the date of this report.

Details of significant and material orders passed by the regulators/ courts/ tribunals impacting the going concern status and the Company's operations in future.

There are no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

Share Capital:**Authorized Share Capital**

During the year under review, there was no change in authorized share capital of the Company. Authorized share capital of the company as on March 31, 2023 was Rs.18,00,00,000/-, comprising of 1,80,00,000 equity shares of Rs.10/- each.

Paid-up Share Capital

During the year under review, there was no change in paid up share capital of the Company. Paid up share capital of the company as on March 31, 2023 was Rs.17,46,30,000/-, comprising of 1,74,63,000 equity shares of Rs.10/- each.

Buy Back of Securities

The Company has not bought back any of its securities during the year under review.

Sweat Equity

The Company has not issued any Sweat Equity Shares during the year under review.

Bonus Shares

The Company has not issued any bonus shares during the year under review.

Employees Stock Option

The Company has not provided any Stock Option Scheme to the employees.

Dividend

Your Directors have not recommended any dividend on Equity Shares for the year under review.

Transfers to Reserves

Your Board of Directors does not appropriate any amount to be transferred to General Reserves during the year under review.

Deposits

During the year under review, your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with rules made there under.

Subsidiaries, Joint Ventures and Associate Companies

The Company does not have any Subsidiary, Joint venture or Associate Company

Particulars of Contracts & Arrangements with Related Parties

All transactions entered by the Company with Related Parties were in the Ordinary course of Business and are at Arm's Length pricing basis. The Audit Committee granted approvals for the transactions and the same were reviewed by the Committee and the Board of Directors.

There were no materially significant transactions with Related Parties during the financial year 2022-2023 which were in conflict with the interest of the Company. The details of contracts and arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013 were given as **Annexure - I** to the Board's Report in form No: AOC-2 pursuant to Section 134 (3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules 2014.

Related party Transactions:

The details of the Related Party Transactions are furnished in Note 34.3.5 of the Notes on the Financial Statements attached to this Report. All the related party transactions have been on an arm's length basis.

Particulars of Loans, Guarantees or Investments

Your Company has not given any Loans / Guarantees and not made any Investments during the FY 2022-23, as specified under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

Number of Board Meetings held

The Board of Directors duly met 4 times during the financial year from 1st April, 2022 to 31st March, 2023, the details of which are given in the Corporate Governance Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013 and Secretarial Standard -1. Details of these meetings of the Board as well as its committees have been given in the Corporate Governance Report, which forms parts of the Annual Report.

Sub Committees of the Board

The Board has Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee.

The composition and other details of these committees have been given in the report on the Corporate Governance which forms part of the Annual Report.

Directors and Key Managerial Personnel

During the year under review, the following were the 'Key Managerial Personnel' of the Company:

Sri. Rajiv Kabra – Managing Director

Sri. Krishna Murthy Motamarri - Chief Financial Officer; and

Sri. Nagaraju Musinam – Company Secretary and Compliance Officer

Directors

The Company is well supported by the knowledge and experience of its Directors and Executives. In terms of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Ms. Riha Kabra, Non Executive Director of the Company is liable to retire by rotation and being eligible, has offered herself for re-appointment.

Mr. Sumit Jaiswal was appointed as an additional director independent for five years on 12.08.2023 subject to approval of shareholders

In the opinion of the Board, the independent director appointed during the year possess requisite integrity, expertise, experience and proficiency.

Based on the confirmations received from Directors, none of the Directors are disqualified from appointment under section 164 of the Companies Act 2013.

Declaration by Independent Directors

The Independent Directors of the Company have submitted their declarations as required under Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as per sub-section (6) of Section 149 of the Act.

Familiarization programme for Independent Directors

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry.

Independent Directors' Meeting

The Independent Directors met on 14.02.2023, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Director and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Board Evaluation:

The Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings and otherwise, independent judgment, governance issues etc.

Secretarial Standards

The Company complies with all applicable secretarial standards issued by the Institute of Company Secretaries of India.

Directors Responsibility Statement as required under Section 134(5) of the Companies Act, 2013:

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 the Board of Directors states that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss for that period;
- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Policy on Directors' Appointment and Remuneration and Other Details

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178 (3) of the Companies Act, 2013 have been disclosed in the corporate governance report. Under Section 178 (3) of the Companies Act, 2013, the Nomination and Remuneration Committee of the board has adopted a policy for nomination, remuneration and other related matters for directors and senior management personnel. A gist of the policy is available in the Corporate Governance Report.

Statutory Auditors

M/s. K S Rao & Co., Chartered Accountants, (Firm Registration No.003109S), was appointed as the statutory auditors of the Company, to hold office for the second term of five consecutive years from the conclusion of the 30th AGM of the Company held on September 23, 2022, till the conclusion of the 35th AGM to be held in 2027, as required under Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

Qualification by Statutory Auditor

Information & Explanation in respect of Qualification / Reservation or Adverse remarks contained in Independent Auditors Report under Paras: Basis for Qualified opinion, Emphasis of Matter and Other Matters:

- 1 The company has not adopted and complied with requirements of IND AS 19 'Employee Benefits' in respect of the gratuity liability which constitute a departure from the Indian Accounting Standards.
- 2 In the financial statements which states that the Company has not provided for the interest expense amounting to Rs.6,12,049/- for the year and Rs.1,34,05,415/- for earlier years against the Trade Deposits received from the Dealers/ Distributors. Consequently, the same has resulted in overstatement of profit for the year by Rs.6,12,049/- overstatement of the balance in the retained earnings, in other equity, by Rs.1,40,17,464/- and understatement of Current Liabilities by Rs.1,40,17,464/-

Management View: 1) In view of very limited strength of employees, presently working with the Company, the requirements of AS-19 Employee Benefits in respect of gratuity could not be complied with. However, provision for gratuity as required under Payment of Gratuity Act has been provided for. 2) Interest for the year Rs.6,12,049/- on deposits of Dealers/Distributors has not been provided in view of Company's adverse financial position and will be negotiated for waiver resulting to overstatement of profit by that amount and understatement of Current liabilities by Rs.1,40,17,464.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed M/s. B S S & Associates, Practicing Company Secretaries for conducting Secretarial Audit of the Company for the financial year 2022-2023. The Secretarial Audit Report is annexed herewith as **Annexure - II**.

Qualification by Secretarial Auditor

The Secretarial Auditor's Report does not contain any qualifications, reservation or adverse remarks during the year review.

Internal Auditors

In pursuance of Section 138 of the Companies Act, 2013 read with rules made there under, the Board has appointed Mr. M Krishna Murthy, CFO of the Company as Internal Auditors of the Company to carry out internal auditing of books of accounts periodically.

Maintenance of Cost Records

The Central Government has not prescribed the maintenance of cost records under Section 148 of the Act, for any of the services rendered by the Company.

Vigil Mechanism / Whistle Blower Policy

Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (LODR) Regulations 2015, the Board has adopted Whistle Blower Policy. This policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

A mechanism has been established for employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. The policy also provided adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairman of the Audit Committee in exceptional cases.

Your Company hereby affirms that during the year no Director / employee have been denied access to the Chairman of the Audit Committee and that no complaints were received.

Management Discussion and Analysis

Management Discussion and Analysis Report for the year under review, as stipulated under SEBI Listing Regulations, is annexed herewith as Annexure III which forms part of this report.

Risk Management

The Risk Management Committee duly constituted by the Board had formulated a Risk Management Policy for dealing with different kinds of risks attributable to the operations of the Company. Risk Management Policy of the Company outlines different kinds of risks and risk mitigating measures to be adopted by the Board. The Company has adequate internal control systems and procedures to combat the risk. The Risk Management procedure will be reviewed periodically by the Audit Committee and the Board.

Corporate Social Responsibility (CSR) Initiatives:

Section 135 of the Companies Act, 2013 provides the threshold limit for applicability of the CSR to a Company ie. (a) networth of the Company to be Rs.500 crore or more; or (b) turnover of the company to be Rs. 1,000 crore or more; or (c) net profit of the company to be Rs. 5 crore or more. As the Company does not fall under any of the threshold limits given above, the provisions of section 135 are not applicable to the Company.

Annual Return

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Annual Return in eform MGT 7 is placed at the company website at <https://www.kabsons.co.in>.

Information on Conservation of Energy, Technology Absorption & Foreign Exchange Earnings and outgo

Pursuant to the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 3 of Companies (Accounts) Rules, 2014, these particulars are not relevant to the company's operations and hence not furnished the same.



Company's Policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace

The Company prohibits any form of sexual harassment and any such incidence is immediately investigated and appropriate action taken in the matter against the offending employee(s) based on the nature and the seriousness of the offence. The Company has a policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace (the Policy) and matters connected therewith or incidental thereto covering all the aspects as contained under the "The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013" notified by the Government of India vide Gazette Notification dated 24th April, 2013.

There was no case of sexual harassment reported during the year under review.

Remuneration ratio of the Directors / Key Managerial Personnel (KMP) / Employees:

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report as **Annexure – IV**.

Corporate Governance

The Company is committed to good corporate governance in line with the SEBI (LODR) Regulations, 2015 and Provisions, Rules and Regulations of the Companies Act, 2013. The Company is in compliance with the provisions on corporate governance specified in the SEBI (LODR) Regulations, 2015 with BSE. A certificate of compliance from B S S & Associates, Company Secretaries and the report on Corporate Governance form part of this Directors' Report as **Annexure – V**.

Details in respect of frauds reported by Auditors under Section 143 (12) other than those which are reportable to the Central Government.

There were no frauds reported by the Statutory Auditors under sub-section 12 of Section 143 of the Companies Act, 2013 along with Rules made there under.

Details of application made or any proceeding pending under the Insolvency and bankruptcy code, 2016 during the year

The Company has not made any application under the Insolvency and Bankruptcy Code, 2016, during the year under report.

Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking Loan from the banks or financial institutions along with the reasons thereof

The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

Awards and recognition

The Company has not received any award during the Financial Year.

Acknowledgments

The Directors wish to place on record their gratitude to shareholders and thank the customers, vendors, franchisees, bankers, Department of Explosives and their Officials, Central Excise, Pollution Control Boards and Commercial Tax Departments of respective States, host of other State and Central Government Departments, Security Exchange Board of India and Stock Exchanges at Mumbai, Ahmedabad and Kolkata and others for their continued support to the Company's growth. The Directors also wish to place on record, their appreciation for the contribution made by the employees at all levels, for their sincerity, hard work, solidarity and dedicated support to the Company.

By Order of the Board of Directors of
Kabsons Industries Limited

Sd/-

Rajiv Kabra
Managing Director

Place : Hyderabad

Date : 12.08.2023

Annexure to Directors' Report

Annexure - I

**Disclosure of Particulars of Contracts / Arrangements entered into by the Company
Form No. AOC-2**

(Pursuant to section 134(3)(h) of the Companies Act 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Disclosure of particulars of contracts/arrangements entered into by the Company with related parties as referred to in sub-section (1) of section 188 of the Companies Act, 2013:

1. There are no contracts / arrangements entered into by the Company with related parties which are not at arms length basis.
2. There are no material contracts / arrangements entered into by the Company with related parties which are not at arm's length basis.
3. There were no materially pecuniary relationships or transactions of the non-executive directors vis-a-vis the Company.

For and on behalf of the Board of Directors of

Kabsons Industries Limited

Sd/-

Rajiv Kabra

Managing Director

DIN : 00038605

Place : Hyderabad

Date : 12.08.2023

Annexure - II

Secretarial Audit Report

Form No. MR-3

For the Financial Year ended 31st March, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Kabsons Industries Limited,

[CIN: L23209TG1993PLC014458]

Madhuw Vihar, Second Floor,

Plot No.17, # 8-2-293/82/C/17,

Jubilee Hills, Road No.7, Hyderabad,

Telangana – 500033.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Kabsons Industries Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of **M/s. Kabsons Industries Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable to the Company during the Audit Period;**
 - d. The Securities Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 / Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable to the Company during the Audit Period;**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable as the Company has not issued any debt securities during the audit period;**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the audit period;**
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable as the Company has not delisted / propose to delist its equity shares from any stock exchange during the audit period;**
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable as the Company has not bought back / propose to buyback any of its securities during the audit period;**
 - i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 6) We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, the Company has complied with the following laws applicable specifically to the Company:
 - (i) The Environmental Protection Act, 1986.
 - (ii) The Competition Act, 2002.
 - (iii) Industrial Laws and Labour Laws.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and
- (ii) Listing Agreement entered into by the company with BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that, on examination of the relevant documents and records and based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by respective department heads / Chief Financial Officer / Whole-time Director taken on record by the Board of Directors of the Company, in our opinion, there are adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws including Industrial Laws, Environmental Laws, Competition Law, Human Resources and Labour laws.

We further report that, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive Directors and Independent Directors. The Changes in the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

KABSONS INDUSTRIES LIMITED



We further report that, the Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all Directors to schedule the Meetings of the Board and its Committees. Agenda and detailed notes on agenda were sent to all the directors at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications as may be required on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and there were no dissenting views.

We further report that, there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period no event has occurred during the year which has a major bearing on the Company's affairs.

Place: Hyderabad

Date: 12.08.2023

For **B S S & Associates**

Company Secretaries

S Srikanth

Partner

ACS: 22119; CP: 7999
UDIN: A022119E000796640

This Report is to be read with our letter of even date which is annexed to the report and forms an integral part of this report.

To,

The Members,

Kabsons Industries Limited,

[CIN: L23209TG1993PLC014458]

Madhuw Vihar, Second Floor,

Plot No.17 8-2-293/82/C/17,

Jubilee Hills, Road No.7, Hyderabad,

Telangana – 500033.

Our report of even date is to be read along with this letter.

- 1 Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2 We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- 3 We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4 Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- 5 The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- 6 The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Hyderabad

Date: 12.08.2023

For **B S S & Associates**

Company Secretaries

S Srikanth

Partner

ACS: 22119; CP: 7999
UDIN: A022119E000796640

**Secretarial Compliance Report of Kabsons Industries Limited
for the year ended March 31, 2023**

To,

Kabsons Industries Limited,

[CIN: L23209TG1993PLC014458]

Madhuw Vihar, Second Floor, Plot No.17 8-2-293/82/C/17,

Jubilee Hills, Road No 7, Hyderabad, Telangana - 500033

We, B S S & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Kabsons Industries Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 2023 ("Review Period") in respect of compliance with the provisions of:
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time - Not applicable during the Review Period;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments from time to time;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - Not applicable during the Review Period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not applicable during the Review Period;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not applicable during the Review Period;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time;

and circulars / guidelines issued thereunder;

Based on our examination and verification of the documents and also the information provided by the Company and its officers during the conduct of audit, we hereby affirm in the below tabled manner as per BSE Notice No. 20230410-41 dated 10.04.2023 and amendments thereof:

KABSONS INDUSTRIES LIMITED


Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	Nil
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations / circulars / guidelines issued by SEBI	Yes	Nil
3.	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	Nil
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Nil
5.	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies Requirements with respect to disclosure of material as well as other subsidiaries	NA	NA
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Nil
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	Nil
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit committee.	Yes	Nil
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	NA	NA
12.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation / circular / guidance note etc.	NA	NA

KABSONS INDUSTRIES LIMITED

And based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:-

Compliance Requirement		Observations/
S. No.	(Regulations / circulars / guidelines including specific clause)	Remarks of the Practicing Company Secretary
	Regulation / Deviations	Manag- ement Re- marks
	Nircular No.	Response marks
	Action Taken by	
	Type of Action	
	Details of Violations	
	Fine Amont	

Not Applicable

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Compliance Requirement		Observations/
S. No.	(Regulations / circulars / guidelines including specific clause)	Remarks of the Practicing Company Secretary
	Regulation / Deviations	Manag- ement Re- marks
	Nircular No.	Response marks
	Action Taken by	
	Type of Action	
	Details of Violations	
	Fine Amont	

Not Applicable

Place: Hyderabad
Date: 20.05.2023

For **B S S & Associates**
Company Secretaries
S Srikanth
Partner
ACS: 22119; CP: 7999
UDIN: A022119E000343858
Peer Review Certificate No. 726/2020

Annexure - III**MANAGEMENT DISCUSSION AND ANALYSIS****Industry structure and developments**

The LPG market is expected to grow a CAGR of over 3.5% during the forecast period of 2022-2027. The LPG market is driven by the Domestic, Industrial, Automobile and Commercial business sectors in India. The increasing demand for LPG, on account of Government efforts to adopt the usage of clear fuels is expected to drive the market during the forecast period.

Further, the LPG Bottling Plants have been increasing in India for the past few years. Accordingly, to the PPAC Report, the LPG Bottling Plants reached a total of 202, with a steady rise in demand for LPG in the Country. According to a report, India is expected to overtake China, as the world's largest LPG user for residential sector by 2030.

The LPG industry expansion in India, in recent years is particularly as a result of Government initiatives, the Country's LPG coverage is increased to near 100% now from 61.9% in April, 2016.

Opportunities and Threats**Opportunities:**

The Central Government may allow private Companies to sell subsidized LPG in India, a move which could potentially break the monopoly of the State-owned oil marketing Companies in the domestic cooking gas segment. Government has set up a 5 Member Committee on 30-05-2019 to review the existing frame work of LPG marketing and will also assess the need, if any to liberalize Government Policies to increase the participation of Private Sector in LPG marketing in the Country. However, there seems to be little or no progress on this matter.

Threats

The company does not foresee any major threat within the LPG industry. However, over the next 8 to 10 years the major threat is from the Piped Natural Gas network and Electrical Vehicles. However, with the complexities and investments involved to make PNG and EV a success, especially the lower disposable income, larger geographical bottlenecks of the country, the time frame may extend.

Management of Risks

Risk is an integral factor virtually in all types of businesses and have to be addressed and mitigated to minimize the risks. Risks are adequately identified, estimated and controlled by proper risk mitigations. There is considerable pressure to keep up the realization from the services in view of highly competitive market.

Outlook

Revenue of the company continues to come from servicing other large private players and leasing out the facilities including new factory shed at Aurangabad from April, 2023. All the Plants of our Company continue to be operational either by our own or third-party bottling or on leasing out except LPG Bottling Plant located at Jaipur. The company is making all efforts to improve the revenue from the coming years and also launching AEROSOL grade LPG supply in 33kg cylinders in our own brand name "KABSONS" and also 17kg cylinders with normal LPG for commercial and industrial use at Rohtak plant. LPG demand from the residential segment is expected to witness heavy increase. We expect the demand to rise from Auto LPG (as mobility increases), commercial and industrial consumption.

**Internal financial control and its adequacy**

The Board of your Company has laid down internal financial controls which comply with the provisions of the Companies Act, 2013 and Listing Regulations with Stock Exchange and that such internal -financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 the timely preparation of reliable financial disclosures.

Discussion on financial performance with respect to operational performance.

During the year under review, the total income of the company stood at Rs.1,73,329.86 thousands for FY 2022-23 against Rs.1,19,648.76 thousands for FY 2021-22 and the profit after tax Rs.7,896.82Thousands for FY 2022-23 as against Rs.16,008.38Thousands for FY 2021-22. The total revenue and net profit of the company decreased by 50.67 % and increased by 77.19% compared to the previous financial year respectively.

Material Developments in HRD and industrial Relations Front:

Your Directors recognize the value of employees as valuable assets. Developing, motivating, and retaining talented employees is a key responsibility and policy of your Company's management. The total no. of people employed by the company were 21 at year end.

Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's estimates and expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.

Annexure - IV
Information pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1)
of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name	Designation	Remuneration Paid For the year 2022-23.	Remuneration Paid For the year 2021-22.	Increase in Remuneration From Previous Year	Ratio/times for median of Employee Remuneration
1.	M Krishna Murthy	Chief Financial Officer	23,46,000	20,91,900	2,54,100	12.92
2.	Nagaraju Musinam	Company Secretary cum Compliance officer	3,36,000	3,36,000	Nil	Nil

- a) Number of permanent employees on the roles of the company: 21
b) Comparison of remuneration of each Key Managerial Personnel against the performance of the Company: Company is having mainly income from Plant leases. Hence not comparable with the performance of the company.

For and on behalf of the Board of Directors of
Kabsons Industries Limited

Sd/-

Rajiv Kabra
Managing Director
DIN : 00038605

Place : Hyderabad
Date : 12.08.2023

ANNEXURE - V
REPORT ON CORPORATE GOVERNANCE

1. Corporate Governance Philosophy

The Company is committed to ensure high standards of transparency and accountability in all its activities. The best management practices and high levels of integrity in decision making are followed to ensure long term wealth generation and creation of value for all the stakeholders. The company follows all the principles of corporate governance in its true spirit and at all times.

2. Board of Directors**(a) Composition and category of directors**

The Board of Directors had an optimum combination of Executive and Non-Executive Directors. As on 31.03.2023, the Board of Directors have four (4) members, of whom one (01) is Managing Director and one (01) is Non-Executive Director and two (2) are Independent Directors one of whom is a Woman Director. Except the Independent Directors and Executive Directors all other Directors are liable to retire by rotation as per the provisions of the Companies Act, 2013. As the Chairperson of the Board of Directors is an Executive Promoter Director, at least half of the Board of Directors of the Company should consist of Independent Directors.

(b) The names and categories of the Directors on the Board, attendance at the Board Meetings and Annual General Meeting of the Company and also the number of Directorships and Committee Memberships and Chairmanship held by them during 2022-2023 in other Companies are as under:

Name of the Director	Category	Number of board meeting held during the year 2022-23		Whether attended last AGM held on 23.09.2022	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies	
		Held	Attended		Chairman	Member	Chairman	Member
Rajiv Kabra	Managing Director	4	4	Yes	1	-	-	-
Riha Kabra	Non Executive Director Promoter	4	3	Yes	-	-	-	-
P V Subba Rao	Non Executive Independent Director	4	4	Yes	-	-	-	-
Mangal Rathi	Non Executive Independent Director	4	4	Yes	-	-	-	-

(c) Directorships and their category in other listed entities: Nil.

(d) Number of Board Meetings held during the Financial Year 2022-2023 and dates on which held:

As on 31st March, 2023, the Board held four meetings during the year under report and the gap between any such two consecutive meetings did not exceed one hundred and twenty days. The dates of these meetings are: 18.05.2022, 11.08.2022, 14.11.2022 & 14.02.2023

None of the Directors on the Board held directorships in more than eight listed companies and independent directorships in more than seven listed companies and none of them was a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she was a Director. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2023 have been made by the Directors.

All the Independent Directors are non-executive directors in accordance with Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. On the expiry of their previous term as independent directors, were reappointed for a period of 5 years. The Independent Directors have confirmed that they meet with the criteria mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

(e) Disclosure of relationships between directors inter-se: Rajiv Kabra and Riha Kabra are father and Daughter.

(f) Details of equity shares and convertible securities of the Company held by the Non-Executive Directors as on 31st March, 2023 are given below:

Name	Category	Number of shares held
Riha Kabra	Non Executive Director Promoter	0
P V Subba Rao	Non-Executive Independent Director	0
Mangal Rathi	Non-Executive Independent Directors	2500

As on 31st March, 2023, none of the Non-Executive Directors/Independent Directors other than those mentioned above was holding any shares or convertible securities in the company.

(g) The details of the familiarization programme of the Independent Directors are available on the website of the Company.

(h) Skill, competence and expertise of the Board of Directors identified by the Board for its effective functioning:

The company's present Board is a skill-based one, comprising of Directors who collectively have the skills directly relevant to performing the function as a member of the Board and the personal attributes or qualities that are identified and considered desirable to be an effective Director like, integrity (ethics), effective communicator, constructive questioner, contributor and team player, commitment and leadership skills. Apart from the above, the Managing Director of the company have the technical skill / managerial experience, expertise and an in-depth knowledge of the company and IT industry for discharging their responsibilities.

Board Skill Matrix:

In terms of the requirement of the Listing Regulation, the Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company, which are currently available with the Board along with the names of the Directors, who have such skill/expertise/competence, are given below:-

Business & Industry	Domain Knowledge in Business and understanding of business environment, Optimising the development in the industry for improving Company's business
Financial Expertise	Financial and risk management, Internal control, Experience of complex financial reporting processes, capital allocation, resource utilisation, Understanding of Financial policies and accounting statement and assessing economic conditions
Governance & Compliance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values

	Name of the Director	skill/expertise/competence
1	Rajiv Kabra	Business & Industry, Financial Expertise Governance & Compliance
2	Riha Kabra	Business & Industry, Governance & Compliance
3	P V Subba Rao	Business & Industry, Financial Expertise, Governance & Compliance
4	Mangal Rathi	Business & Industry, Governance & Compliance

(i) In the opinion of the Board, the independent directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

(j) Detailed reasons for the resignation of an independent director who resigns before the expiry of his [/her] tenure along with a confirmation by such director that there are no other material reasons other than those provided: If any – Nil -

Category	No. of Directors	Names of the Directors
Executive Directors (Promoter)	01	Rajiv Kabra
Non Executive Director (Promoter)	01	Riha Kabra
Non-Executive Independent Directors	02	1. P V Subba Rao 2. Mangal Rathi
Total	04	

(k) During the year under report, all the information as applicable and falling under Part A of the Schedule II of SEBI Listing Regulations, were placed before the Board for its consideration.

(l) The terms and conditions of appointment of the Independent Directors are available on the website of the Company.

(m) During the year, the Independent Directors separately held a meeting on 14.02.2023.

(n) The Board periodically reviews the reports furnished to it by the company on compliance with laws applicable to the Company.

3. AUDIT COMMITTEE

The audit committee assists the board in the dissemination of financial information and in overseeing the financial and accounting processes in the company. The terms of reference of the audit committee covers all matters specified in and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also those specified in section 177 of the Companies Act 2013. The terms of reference broadly include review of internal audit reports and action taken reports, assessment of the efficacy of the internal control systems/ financial reporting systems and reviewing the adequacy of the financial policies and practices followed by the company. The audit committee reviews the compliance with legal and statutory requirements, the quarterly and annual financial statements and related party transactions and reports its findings to the Board. The committee also recommends the appointment of internal auditor, statutory auditor. The audit committee takes note of any default in the payments to creditors and shareholders. The committee also looks into those matters specifically referred to it by the Board. The statutory auditors were present at all audit committee meetings. The audit committee comprised of the following directors for the year ended 31st March 2023:

1. Mr.P V Subba Rao – Chairman
2. Mr. Rajiv Kabra - Member
3. Mrs. Mangal Rathi – Member

As on 31st March 2023 the committee comprised of two independent directors and one executive director, all of whom are financially literate and have relevant finance / audit exposure. The chief financial officer is permanent invitee to the meetings of the committee. The other directors are invited to attend the audit committee meetings as and when required. The composition of the audit committee is as per and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Chairman of the Audit Committee was present at the previous Annual General Meeting of the company held on 23rd September 2022. The audit committee met 4 times during the year on 18.05.2022, 11.08.2022, 14.11.2022 & 14.02.2023. The details are as follows:

Attendance of each Director at Audit Committee Meetings

Name of the Director		Category	Number of Committee Meetings	
			Held	Attended
Mr. P V Subba Rao	Chairman	Independent & non Executive director	4	4
Mr. Rajiv Kabra	Member	Executive Director	4	4
Mrs. Mangal Rathi	Member	Independent & Non-Executive Director	4	4

4. NOMINATION AND REMUNERATION COMMITTEE

(I) Brief description of terms of reference is for:

- (A) appointment of the directors, and key managerial personnel of the Company; and
- (B) fixation of the remuneration of the directors, key managerial personnel and other employees of the Company.

(II) Composition of committee

The Nomination and Remuneration Committee comprised of the following directors for the year ended 31st March 2023:

1. Mr. P V Subba Rao - Chairman
2. Mrs. Mangal Rathi – Member
3. Mr. Rajiv Kabra- Member
4. Ms. Riha Kabra – Member

(III) Attendance of each Director at Nomination & Remuneration Committee Meeting

Name of the Director		Category	Number of Committee Meetings	
			Held	Attended
Mr. P V Subba Rao	Chairman	Independent & non Executive director	2	2
Mr. Rajiv Kabra	Member	Executive Director	2	2
Mrs. Mangal Rathi	Member	Independent & Non-Executive Director	2	2
Ms. Riha Kabra	Member	Promotor Non Executive Director	2	2

This committee recommends the appointment/reappointment of executive directors and the appointments of employees from the level of vice-president and above along with the remuneration to be paid to them. The remuneration is fixed keeping in mind the persons track record, his/her potential individual performance, the market trends and scales prevailing in the similar industry. The Remuneration Committee comprises of 2 non-executive and independent directors and 1 Managing Director and one non Executive Director. Mr. PV Subba Rao was the chairman of the committee. Mr.Rajiv Kabara, Ms.Riha Kabra and Ms. Mangal Rathi are the other members. During the financial year 2022-2023 the committee met on 18.05.2022 and 11.08.2022.

Criteria for Performance evaluation:

(iv) Remuneration Policy:

The Policy inter alia provides for the following:

- (a) attract, recruit, and retain good and exceptional talent;
- (b) list down the criteria for determining the qualifications, positive attributes, and independence of the directors of the Company;
- (c) ensure that the remuneration of the directors, key managerial personnel and other employees is performance driven, motivates them, recognises their merits and achievements and promotes excellence in their performance;
- (d) motivate such personnel to align their individual interests with the interests of the Company, and further the interests of its stakeholders;
- (e) ensure a transparent nomination process for directors with the diversity of thought, experience, knowledge, perspective and gender in the Board; and
- (f) fulfill the Company's objectives and goals, including in relation to good corporate governance, transparency, and sustained long-term value creation for its stakeholders.

5. Stakeholders' Relationship Committee:

- i. The stakeholders' relationship committee is in line with the provisions of Regulation 20 of Listing Regulations read with section 178 of the Act.
- ii. The broad terms of reference of the stakeholders' relationship committee are as under:
 - Consider and resolve the grievances of security holders of the Company including redressal of investor complaints such as transfer or credit of securities, non-receipt of dividend/notice/ annual reports, and other related matters.
 - Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
- iii. This composition of the committee and the details of the attendance at the meeting is given below:

Name of the Director		Category	Number of Committee Meetings	
			Held	Attended
Mr. P V Subba Rao	Chairman	Independent and Non-Executive Director	1	1
Ravij Kabra	Member	Managing Director	1	1
Mangal Rathi	Member	Independent and Non-Executive Director	1	1

Complaints received and redressed during the year 2022-2023

S.No.	Nature of Complaints	Number of Complaints Received	Number of Complaints Solved	Number of Complaints Pending
1	Regarding annual report	-	-	-
2	Revalidation of dividend warrant	-	-	-
3	Issue of duplicate share certificate	-	-	-
4	Issue of duplicate dividend warrant	-	-	-
5	Procedure for transmission	-	-	-
6	General queries	-	-	-
7	Non receipt of dividend	-	-	-
8	Correction in share certificate	-	-	-
9	Change of address	-	-	-
10	Unclaimed dividend	-	-	-
11	Correction in dividend cheque	-	-	-
	TOTAL	-	-	-

SEBI vide Circular Ref: CIR/OIAE/2/2011 dated June 3, 2011 informed the company that they had commenced processing of investor complaints in a web based complaints redress system "SCORES". Under this system, all complaints pertaining to companies are electronically sent through SCORES and the companies are required to view the complaints pending against them and submit Action Taken Report (ATRs) along with supporting documents electronically in SCORES.

All the requests and complaints received from the shareholders were attended to within the stipulated time and nothing was pending for disposal at the end of the year. Mr. M Nagaraju is the compliance officer of the company. For any clarification / complaint the shareholders may contact Mr. M Nagaraju, Compliance Officer at the registered office of the company.

During the year, one meeting of the Stakeholders' Relationship Committee was held on 14.02.2023.

5. Risk Management Committee

The Company has constituted a Risk Management Committee. The Committee is required to lay down the procedures to inform to the Board about the risk assessment and minimization procedures and the Board shall be responsible for framing, implementing and monitoring the risk management plan of the Company. During the year under review, the Risk Management Committee met on 14.02.2023.

The composition of the Committee and details of meetings attended by the members of the Committee are given below:

Attendance of each Director at Risk Management Committee Meeting

Name of the Director	Category	Number of Committee Meetings	
		Held	Attended
Mr. Rajiv Kabra-Chairman	Managing Director	1	1
Mr. P V Subba Rao-Member	Independent & Non-Executive Director	1	1
Smt. Mangal Rathi-Member	Independent & Non-Executive Director	1	1

Mr. Rajiv Kabra, Managing Director was the Chairman of the committee. Mr.P V Subba Rao and Mrs.Mangal Rathi are the other members of the committee which also constitute as Risk Management Committee.

6. Remuneration of Directors**Criteria for making payments to Non- Executive Directors:**

The Company has not made any payments to the Non- Executive Directors except sitting fees for attending Board of Directors meetings.

Remuneration paid to Directors

Out of the total 4 directors, one is Managing Director. The remuneration payable to these directors is determined by the Board on the recommendation of the remuneration committee. This is subject to the approval of the shareholders at the Annual General Meeting and that of the Central Government and such other authorities as may be necessary. However, no remuneration is being paid even to the Managing Director. The non executive directors do not draw any remuneration from the company except sitting fees for attending the meetings of the board and the committees.

Details of Remuneration paid to the all the Directors during the financial year 2022-2023 – NIL.**Details of Sitting Fees paid to Non-Executive Directors during the financial year 2022-2023**

Name of the Director	Board Meeting (Rs.)	Audit Committee Meeting (Rs.)	Remuneration Committee Meeting (Rs.)	Stakeholders' Relationship Committee Meeting (Rs.)	Total
Mr. P V Subba Rao	20,000	-	-	-	20,000
Mrs. Mangal Rathi	20,000	-	-	-	20,000
Ms. Riha Kabra	15,000	-	-	-	15,000

7. General Body Meetings

The details of the Annual General Meetings / Extraordinary General Meeting held in the last three years are as follows:

(i) Annual General Meetings of the Company :

AGM	Financial Year	Date & Time	Venue
30th	2021-22	Friday, 23rd September, 2022, 3.30 p.m.	Video Conference ("VC") / Other Audio Visual means ("OAVM")
29th	2020-21	Thursday, 22nd September, 2021, 3.30 p.m.	Video Conference ("VC") / Other Audio Visual means ("OAVM")
28th	2019-20	Wednesday, 30th September, 2020, 4.30 p.m.	Video Conference ("VC") / Other Audio Visual means ("OAVM")

(ii) The details of special resolutions passed in AGM in the last 3 years are as follows:

AGM	Subject
September 23, 2022	Special Resolution : Amendment in Object Clause of the Memorandum of Association of the Company
September 22, 2021	Special Resolution: Re-designation of Sri Rajiv Kabra as Managing Director of the company
September 30, 2020	NIL

(iii) Whether special resolutions were put through postal ballot last year, details of voting pattern:
No special resolutions were necessitated and passed by the shareholders of the company through postal ballot during the year 2022-2023 .

(iv) Whether any resolutions are proposed to be conducted through postal ballot:

No Special Resolution is proposed to be conducted through Postal Ballot.

8. Means of Communication

(a) Quarterly results: As part of compliance with Regulation 33, 10 and 47 of the Listing Regulations, the Company furnishes its quarterly and annual financial results to the Stock Exchanges where its shares have been listed, followed by publication in the newspapers in accordance with the said Regulations.

(b) Newspapers in which the results were published: The quarterly, half-yearly and annual results are published in leading newspapers such as The Financial Express and Nava Telangana. These are not sent individually to the shareholders.

(c) Website where displayed: The Financial Results and the Shareholding pattern of the Company are made available on the Company's website <https://www.kabsons.co.in> and also on the website of BSE as part of corporate filing made by the Company from time to time.

(d) Press Release: The company has not given any press Releases in respect of financial results.

(e) No presentations have been made to institutional investors or to analysts.

9. General Shareholder Information**(i) Annual General Meeting**

Date and time	: 27.09.2023 at 3.30 P.M
Venue	: Through Video Conference
Financial Year	: 1 st April to 31 st March

(ii) Financial Year

Financial year is 1st April to 31st March.

Book closure dates:

From Wednesday, 20 September, 2023 to Wednesday, 27 September, 2023 (both days inclusive).

(iii) Particulars of Dividend for the year ended 31.03.2023

Company has not declared any dividend.

(iv) Listing on Stock Exchanges:

Company's equity shares are presently listed in the Stock exchanges of Mumbai (BSE), and other 2 stock exchanges at Ahmedabad and Kolkata.

There is an outstanding Listing Fee of Rs.40,025/- and Rs.1,81,922/- to Ahmedabad Stock Exchange Ltd and The Calcutta Stock Association Ltd respectively.

The company has paid the listing fee BSE for the financial year 2022-23.

(v) Stock and ISIN Codes for the Company's shares:

Name of the Stock Exchange	: Stock Code
BSE Limited, Mumbai ISIN allotted by Depositories (Company ID Number)	: 524675: INE645C01010

KABSONS INDUSTRIES LIMITED

vi) Market Price Details :

Monthly High, Low and closing prices for the Company's shares during the Financial Year as traded on the BSE Limited (BSE) are given below:

Month & Year	BSE	
	High	Low
April, 2022	16.44	13.11
May, 2022	14.58	10.74
June, 2022	12.91	10.26
July, 2022	12.96	9.68
August, 2022	11.85	10.13
September, 2022	13.45	10.50
October, 2022	13.02	11.10
November, 2022	13.43	11.03
December, 2022	13.30	11.21
January, 2023	12.70	9.88
February, 2023	11.36	9.29
March, 2023	10.35	8.00

vii) Registrar and Share Transfer Agents

M/s.XL Softech Systems Limited, having its registered office at #3, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500 034.

viii) Share Transfer System:

Around 83 % of the shares of the Company are held in electronic form. Transfer of these shares is affected through the depositories with no involvement of the Company. The shareholders may kindly note that in accordance with SEBI Notification dt.8.6.2018, with effect from 1.4.2019, except in case of transmission or transposition of securities, fresh requests for effecting the transfer of securities (shares) are not processed by the Company/ Registrar (RTA), if the shares concerned are held in physical form. As regards to transmission of shares held in physical form, the documents required for transmission, like original share certificate, death certificate, succession certificate/legal heir certificate can be lodged either with the Company at its Registered Office or with the Company's Registrars and Share Transfer Agents, whose address has been given above

ix) Details of shareholding of Directors as on 31st March, 2023

As on 31st March 2023, the company had Managing Director and three non-executive directors. The Managing Director, Mr. Rajiv Kabra holds 91,19,500 equity shares in the company. Among the non executive directors Mr. P V Subba Rao holds Nil equity shares, Mrs. Mangal Rathi holds 2,500 and Ms. Riha Kabra holds nil equity shares in the company.

k) Shareholding Pattern as on 31st March 2023

Particulars	Number of Share holders	Shares held in Physical form	Shares held in demateri- -alized form	Total No. of Shares held	% of Capital
Promoter and Promoter Group					
a. Bodies Corporate	7		26,58,852	26,58,852	15.23
b. Directors & their relatives	4		92,21,400	92,21,400	52.81
Public Shareholding					
I. Institutions					
Mutual Funds/UTI					
Financial Institutions/Banks	2	100	3,55,018	3,55,118	2.03
Insurance Companies					
Foreign Institutional Investors					
Any others - Bodies Corporate	132	69,200	91,048	1,60,248	0.92
II. Non Institutions					
Individual share capital upto Rs. 2 Lacs	20177	26,64,176	19,29,216	4593392	26.30
Individual share capital in excess of Rs. 2 Lacs	4	1,26,900	1,77,550	304450	1.74
Any others					
Non Resident Indians (NRI)	46	1,06,500	13,496	119996	0.69
Trusts	1	0	100	100	0.00
Clearing member	3	0	633	633	0.00
HUF	83	1,300	47,511	48811	0.28
Total	20,459	29,68,176	1,44,94,824	1,74,63,000	100.00

xi) Distribution of Shareholding as on 31st March 2023

Shareholdings of nominal value of (Rs.)	Shareholders		Share Amount	
	Nos	%	In Rs.	%
Upto 5,000	19,231	94.00	21,967.96	12.58
5,001 – 10,000	455	2.22	3,712.88	2.31
10,001 – 20,000	238	1.16	3,623.64	2.08
20,001 – 30,000	362	1.77	9,088.97	5.20
30,001 – 40,000	43	0.21	1,532.91	0.88
40,001 – 50,000	50	0.24	2,419.71	1.39
50,001 – 1,00,000	40	0.20	2,924.64	1.67
1,00,001 and Above	40	0.20	1,29,359.29	74.08
Total	20,459	100.00	1,74,630.00	100.00

xii) Dematerialization of Shares and liquidity: Trading in the shares of the Company needs to be in the electronic form only. The Company has subsisting agreements with NSDL and CDSL for the purpose. The ISIN number for the company's shares is – INE645C01010. Shares representing more than 83% of the share capital were kept in dematerialized form as on 31st March, 2023 as detailed below:

Particulars	Number of Shares	% of holding
In Demat Form with NSDL	1,34,28,088	76.89
In Demat Form with CDSL	10,66,736	6.11
Physical	29,68,176	17.00
Total Shares	1,74,63,000	100

xiii) Details of outstanding GDR / ADR / Warrants or any other convertible instruments: The company has not issued any GDR/ADR Warrants or any other convertible instruments.

xiv) Plant Locations

- 1) Plot No.B-3, M.I.D.C, Waluj, Aurangabad, Maharashtra – 431 136
- 2) Plot No.706 & 708, GIDC, Palej Industrial Estate, Gujarat – 392 220
- 3) Plot No.A-134, Hirawala Industrial Area, Kanota, Jaipur, Rajasthan-303012
- 4) Plot No.37, Belur Industrial Estate, Dharwad, Karnataka – 580 011
- 5) Plot No.32, Khurda Industrial Estate, Khurda, Orissa – 752 055
- 6) Plot No.124 & 125, Tupudana Industrial Area, P.O Hatia, Ranchi – 834 003
- 7) Killa No.170 & 171 Sampla Berry Road, Ismaila Village, Rohtak, Haryana - 124517

xv) Address for Correspondence

To contact Registrars & Share Transfer Agents for matters relating to shares M/s. XL Softech Systems Ltd#3, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500 034 Tel : 91-40 23545913 91-40 23545914 E-mail: xlfield@gmail.com

For any other general matters or in case of any difficulties / grievance Mr. M Nagaraju
Company Secretary cum Compliance Officer Tel : 91-40 23554970 E-mail : operationslpg@gmail.com
Grievance redressal division Email: kilshareholders@gmail.com

10. Other Disclosures**(i) Related Party Transactions:**

There have been no materially significant related party transactions with the company's promoters, directors, the management, their subsidiaries or relatives which may have potential conflict with the interests of the company at large. The necessary disclosures regarding the transactions are given in Annexure – II of Directors Report and notes to accounts. The Company has also formulated a policy on dealing with the Related Party Transactions and necessary approval of the audit committee and Board of directors were taken wherever required in accordance with the Policy.

(ii) Statutory compliance, Penalties and Strictures:

There were no instances of non-compliance by the Company on any matter relating to capital market during the last three years or any penalties imposed or strictures passed on the Company by the Stock Exchanges, SEBI or other statutory authorities relating to capital market during the said period.

(iii) Establishment of Vigil mechanism, Whistle Blower Policy and affirmation

The Company has adopted a 'Vigil Mechanism' and 'Whistle Blower Policy'. The said policy has been put up on the website of the Company. No personnel has been /will be denied access to the audit committee.



- (iv) **Compliance with Mandatory requirements and adoption of Non-Mandatory requirements:**
The Company has inter-alia complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the Listing Regulations. The Corporate Governance Report of the Company for the year 2023 is in compliance with all applicable requirements of Listing Regulations. The status of adoption of the non-mandatory requirements as specified in sub-regulation 1 of Regulation 27 of the Listing Regulations are as follows:
(a) The Company had implemented all the mandatory requirements applicable to it under Listing Regulations. The Company has also adopted the discretionary requirements as specified in Part E of Schedule II of the SEBI Listing Regulations.
(b) The audited financial statements of the Company are unqualified except IND AS 19 'Employee Benefits'.
(c) The Internal Auditors directly report to the Audit Committee, and make presentations on their reports.
- (v) **Subsidiary Companies**
Kabsons Technologies P. Ltd, subsidiary of the Associate Company doesn't come under the purview of the term 'material non-listed Indian subsidiary' as defined under Regulation 24 of the SEBI LODR Regulations, 2015.
web link where policy on dealing with related party transactions - <https://www.kabsons.co.in/disclosures-sebi-lodr/#1663763229036-eecece0b-f293>
- (vi) **Commodity Price risks and hedging activities:** Commodity price risk is a financial risk on an entity's financial performance upon fluctuations in the prices of commodities that are beyond the control of the entity, since they are primarily driven by external market forces. Any Sharp fluctuations in prices will create significant business challenges, impacting the profitability of the company.
- (vii) Certificate from the Company Secretary in practice to the effect that none of the directors has been debarred or disqualified has been given in the annexure to this report.
- (ix) During the year 2023, the Board of Directors accepted all recommendations of the Committees of the Board of Directors, which are mandatorily required to be made.
- (x) **Fee paid to Statutory Auditors:** A total fee of Rs.1,65,000/- (including out of pocket expenses) was paid to the Statutory Auditors towards all services rendered by them to the company for the year 2022-23.
- (xi) Disclosure in relation to sexual harassment During the year 2022-23, the company did not receive any complaints of sexual harassment in relation to the sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013.
- (xii) **Reconciliation of Share Capital Audit**
A quarterly audit was conducted by a Practicing Company Secretary, reconciling the issued and listed capital of the company with the aggregate of the number of shares held by investors in physical form and the total number of shares held in demat form with NSDL and CDSL and the said certificates were submitted to the stock exchanges within the prescribed time limit. As on 31st March 2023 there was no difference between the issued and listed capital and the aggregate of shares held by investors in both physical form and in electronic form with the depositories. 1,44,94,824 equity shares representing 83.00% of the paid up equity capital have been dematerialized as on 31st March 2023.
- (xiii) The company has adopted a Policy on Determination of Materiality for Disclosures and the said policy has been put up on the website of the Company <https://www.kabsons.co.in/disclosures-sebi-lodr/#1663763229036-eecece0b-f293>
11. The company has duly complied with the requirements of the Corporate Governance Report of Sub paras 2 to10 of Part (C) of Schedule V of the Listing Regulation.
12. The following discretionary requirements have been adopted pursuant to Part E of Schedule II of Listing Regulations. (a) The Internal Auditors of the company are directly reporting to the Audit Committee. (b) The financial statements of the company are with modified opinion.
13. The company is in due compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of Listing Regulations.
14. **Accounting Treatment:**
In the preparation of the financial statements, the Company has followed the accounting policies and practices as prescribed in the Accounting Standards.
15. **Code of Conduct for the Board of Directors and the Senior Management**
The standards for business conduct provide that the directors and the senior management will uphold ethical values and legal standards as the company pursues its objectives, and that honesty and personal integrity will not be compromised under any circumstances. A copy of the said code of conduct is available on the website <https://www.kabsons.co.in>. As provided under the SEBI (LODR) Regulations, 2015 with the stock exchanges, the Board members and senior management personnel have affirmed compliance with the code of conduct for the financial year 2022-2023.
16. The compliance certificate from the practicing company secretary regarding compliance of conditions of corporate governance has been annexed to the Directors Report.

**Declaration regarding compliance by
Board Members and Senior Management Personnel
with the Company's Code of Conduct**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the company's website. I confirm that the company has in respect of the year ended March 31, 2023, received from the Senior Management Team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them. For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, employees and the Company Secretary as on March 31, 2023.

Place : Hyderabad
Date :12-08-2023

Rajiv Kabra
Managing Director DIN:00038605



Certification by Managing Director and Chief Financial Officer (CFO) to the Board

We, Rajiv Kabra, Managing Director and M Krishna Murthy, Chief Financial Officer of Kabsons Industries Limited, certify that:

1. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the state of affairs of the company and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept overall responsibility for establishing and maintaining internal control for financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness, of internal control. The internal auditor works with all levels of management and statutory auditors and reports significant issues to the audit committee of the Board. The auditors and audit committee are appraised of any corrective action taken with regard to significant deficiencies in the design or operation of internal controls.
4. We indicate to the auditors and to the audit committee:
 - a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware of and which involve management or other employees having significant role in the company's internal control system and financial reporting. However, during the year there was no such instance.

Place: Hyderabad
Date: 12-08-2023

Rajiv Kabra
Managing Director
DIN:00038605

M Krishna Murthy
Chief Financial Officer

Certificate on Corporate Governance

To,
The Members of
M/s. Kabsons Industries Limited
[CIN: L23209TG1993PLC014458]
Madhuw Vihar, Second Floor,
Plot No.17 8-2-293/82/C/17,
Jubilee Hills, Road No.7, Hyderabad,
Telangana – 500033.

We have examined the compliance of conditions of Corporate Governance by Kabsons Industries Limited ('the Company') for the financial year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V of the SEBI Listing Regulations, as applicable for the financial year ended on March 31, 2023,

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company. This report is addressed to and provided to the members of the Company solely for the purpose of enabling to comply with its obligations under the SEBI Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Place: Hyderabad
Date: 12-08-2023

For B S S & Associates
Company Secretaries
S. Srikanth
Partner
ACS No.22119, CP No.7999
UDIN: A022119E000796695

**Certificate of Non-Disqualification of Directors**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
M/s. Kabsons Industries Limited
[CIN: L23209TG1993PLC014458]
Madhuw Vihar, Second Floor,
Plot No.17 8-2-293/82/C/17,
Jubilee Hills, Road No.7, Hyderabad,
Telangana – 500033.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Kabsons Industries Limited** having CIN:L23209TG1993PLC014458 and having registered office at Madhuw Vihar, Second Floor, Plot No.17, H.No.8-2-293/82/C/17, Jubilee Hills, Road No.7, Hyderabad, Telangana – 500033 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sl.No.	Name of the Director	DIN	Date of appointment in Company
1.	Mr. Rajiv Kabra	00038605	01/08/1996
2.	Mr. Venkata Subba Rao Pinapati	02299552	10/06/2008
3.	Mrs. Mangal Rathi	06966755	30/09/2014
4.	Ms. Riha Kabra	08825577	27/08/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Hyderabad
Date : 12.08.2023

For B S S & Associates
Company Secretaries
Sd/-
S Srikanth
Partner
ACS: 22119 CP: 7999
UDIN: A022119E000796662

Independent Auditor's Report

To the members of **TheKABSONS INDUSTRIES LIMITED**, Hyderabad

Report on the Financial Statements:

Qualified Opinion

We have audited the accompanying financial statements of **THE KABSONS INDUSTRIES LIMITED** ("the company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (herein after referred to as "the financial statements")

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the **Basis for Qualified Opinion** section of our report, the accompanying financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

The Company has not adopted and complied with the requirements of Ind AS-19 'Employee Benefits' in respect of the Gratuity liability which constitute a departure from the Accounting standards mentioned in the Companies (Indian Accounting Standards) Rules 2015 referred in section 133 of the Act. In view of this the liability of the company in this regard could not be ascertained. Consequently, we are unable to comment about the impact of the same on the profit for the year, income tax and shareholder's funds.

We conducted our audit of the financial statements 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 *Auditors responsibility for the Audit of 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 (ICAI) together with the ethical requirements that are relevant to our audit of financial statements under the provisions of the Act and the Rules made 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 audit opinion on the financial statements.

Emphasis of matter

We draw attention to Note 34.1 in the financial statements which states that the Company has not provided for the interest expense amounting to Rs.6,12,049/- for the year and Rs1,34,05,415/- for earlier years against the Trade Deposits received from the Dealers/ Distributors. Consequently, the same has resulted in overstatement of profit for the year by Rs.6,12,049/- overstatement of the balance in the retained earnings, in other equity, by Rs1,40,17,464/- and understatement of Current Liabilities by Rs.1,40,17,464/-

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Deferred Tax Assets

Key Audit matter description:

The Company has not recognised deferred tax asset for deductible temporary differences and unused tax losses. As, the utilization of deferred tax assets is dependent on the company's ability to generate future taxable profits sufficient to utilize deductible temporary differences and tax losses before they expire. We determined this to be a key audit matter due to inherent limitations in estimation and uncertainty in forecasting the amount and timing of future taxable profits and the reversal of temporary differences and utilization of tax losses. Management has supported the non-utilization of the deferred tax assets mainly with taxable income projections which contain estimates of and tax strategies for future taxable income. Changes in the industrial scenario, the business and its markets and changes in regulations may impact these projections.

Our Response

Our audit procedures include, among others, evaluating the future estimated business projections and projected tax computations prepared by the company to assess the recognition and measurement of the current tax and deferred tax assets and liabilities and evaluate the compliance with tax legislation. We paid attention to Long-term Forecasts and critically assessed the assumptions and judgements underlying these forecasts by considering the historical accuracy of forecasts and the sensitivities of the profit forecasts. We assessed the adequacy and the level of estimation involved.

Report on Other information other than Financial statements

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard

Management's Responsibility for the Financial Statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India.

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 the 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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 are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "A"**, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
- 2) As required by Section 143(3) of the Companies Act, 2013 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 purposes 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 Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014 excepting Ind AS 19 (Employee Benefits);
 - e) on the basis of written representations received from the directors as on 31st March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2022 from being appointed as a director in terms of Section 164(2) of the Act;
 - f) with respect to the adequacy of internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to financial statements;
 - g) with respect to Managerial Remuneration to be included in the Auditor's report under Section 197(16): Company has not paid any remuneration to the directors other than sitting fees to independent directors. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) 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 has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements **Refer Note 34.1** to the Ind AS financial statements;
 - ii. the Company has no long-term contracts and did not have derivative contracts; and
 - iii. the instance of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company is as given below.

Amount (Rs.)	Period to which the amount relates	Due date
22,550	1994-95	19.10.2001

- iv. (a) the Management has represented that, to the best of its knowledge and belief, other than as disclosed in the accounts, no funds (which are material either individually or in the aggregate) have been advanced (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, to or in, any other person or entity, including foreign entity ("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 accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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 the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement
- v. the Company had not declared or paid any dividend during the year under Report.

for **K. S. RAO & Co.**,
Chartered Accountants
Firm Registration No: 003109S
Sd/-
(P. GOVARDHANA REDDY)
Partner
Membership no: 029193
UDIN: 22029193 AKLIIB3598

Place : Hyderabad
Date : 25th May 2023

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Kabsons Industries Limited for the year ended 31st March, 2023.

Statement on the Companies (Auditor's Report) order, 2020

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- i) (a) (A) the Company maintains proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment;
- (B) the Company maintains proper records showing full particulars of intangible assets
- (b) Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification;
- (c) the title deeds of all the immovable properties (other than properties where the Company is the Lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements are held in the name of the Company;
- (d) the Company has not revalued its Property, Plant and Equipment;
- (e) no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder
- ii) (a) the inventory has been physically verified by the management at reasonable intervals during the year under report and the discrepancies noticed during such physical verification of inventories as compared to book records have been properly dealt with in the books of account;
- (b) the Company has not availed any working capital limits on the security of current assets. Hence Para 3(ii) (b) of the said Order is not applicable regarding the submission of quarterly returns.
- iii) the company has not made investments in provided any guarantee or security granted any loans or advances in the nature of loans secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of Clauses (a) to (f) of sub para (iii) of Para 3 of the said Order are not applicable for the year under report
- iv) in view of our comment given in (iii) para above para (iv) of the above said Order is not applicable in respect of compliance with the provisions of sections 185 and 186 of the Act;
- v) the Company has not accepted any deposits from the public. Hence the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules framed there under, do not apply to this Company;
- vi) maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013. Hence clause 3(vi) of the afore said Order is not applicable;
- vii) (a) the company is regular in depositing with appropriate authorities except the investor education and protection fund.

Amount (Rs.)	Period to which amount relates to	Due date
22,550	1994-95	19.10.2001

- (b) according to the information and explanations given to us and on the basis of our examination of the records of the company, there are no dues of sales tax, income tax, customs duty, excise duty, service tax and cess which have not been deposited on account of any dispute;
- viii) there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence, reporting under clause 3(viii) is not applicable
- ix) according to the records of the company examined by us, and the information and explanations given to us, the company had not borrowed any loan from any lender. Therefore, the provision of clause 3(ix) of the Order is not applicable;
- x) (a) in our opinion and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Therefore, the provision of clause 3(x) (a) of the Order is not applicable;
- (b) the Company has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Hence, para 3(x) (b) of the said Order is not applicable
- xi) (a) during the course of our examination of the books and records of the company, carried out in accordance with the Generally Accepted Auditing Practices in India, and according to the information and explanations given to us, we have neither come across any instances of material fraud by the company or any fraud on the company by its officers or employees, noticed or reported during the year, nor we have been informed any such cases by the management;
- (b) no report, under sub-section (12) of section 143 of the Companies Act in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, is filed with the Central Government during the year and as on the date of issuance of our Audit Report;
- (c) as represented to us by the management, there are no whistle blower complaints received by the company during the year
- xii) the company is not a Nidhi Company. Therefore, the provision of clause 3(xii) of the Order is not applicable to the company during the year under report;
- xiii) according to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;
- xiv) (a) the Company has internal audit system commensurate with the nature and size of the business;
- (b) the reports of the internal auditor were considered for the period under audit;
- xv) according to the information and explanations given to us and based on our examinations of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Therefore, the provision of clause 3(xv) of the Order is not applicable;

- xvi) the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934
- xvii) the company has not incurred any cash losses in the financial year and immediately preceding financial year
- xviii) there has not been any resignation of the statutory auditors during the year
- xix) on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, and our knowledge of the Board of Directors and management plans no material uncertainty exists as on date of the audit report that company is 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.
- xx) the Company is not obliged to spend amounts for CSR activities since the Company does not fall in the category of Companies mentioned in section 135 of the Companies Act. Hence the paras 3(xx) (a) and (b) of the said Order not applicable

for **K. S. RAO & Co.,**
Chartered Accountants
Firm Registration No:003109S
Sd/-
(P. GOVARDHANA REDDY)
Partner
Membership no:029193
UDIN: 22029193 AKLIIB3598

Place : Hyderabad
Date : 25th May 2023

ANNEXURE - 'B' TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in Paragraph 2(f) under the heading "Report on other Legal and Regulatory Requirements" of our report of even date, to the members of **KABSONS INDUSTRIES LIMITED** for the year ended 31st March 2023

Report on the Internal Financial Controls under Clause(i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **KABSONS INDUSTRIES LIMITED** ("the Company") as of 31st March 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls with reference to financial statements

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the "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 the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes 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 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 financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2023, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by the Institute of Chartered Accountants of India.

Place : Hyderabad
Date : 25th May 2023

for **K. S. RAO & Co.**,
Chartered Accountants
Firm Registration No:003109S
Sd/-
(P. GOVARDHANA REDDY)
Partner
Membership no:029193
UDIN: 22029193 AKLIIB3598


BALANCE SHEET AS AT 31st MARCH 2023 (All amounts in thousands, unless otherwise stated)

Particulars	Note No.	As at	
		31st March 2023	31st March 2022
1	2	3	4
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2(a)	62,460.67	52,118.37
(b) Right of use asset	2(b)	6,774.86	7,331.55
(c) Investment Property	3	660.15	677.39
(d) Other Intangible assets	4	0.43	0.43
(e) Financial Assets			
(i) Investments	5	24,463.10	24,639.90
(ii) Other financial assets	6	8,214.23	3,329.05
(iii) Deferred tax assets (net)	7		
(f) Other non-current assets	8	484.45	553.35
Current assets			
(a) Inventories	9	639.22	2,144.86
(b) Financial Assets			
(i) Trade Receivables	10	2,748.51	3,138.05
(ii) Cash and cash equivalents	11	2,370.44	1,963.51
(iii) Bank balances other than (ii) above	12	14,651.44	19,444.73
(iv) Loans	13	6.00	1.99
(v) Others	14	1,077.79	1,138.32
(c) Current Tax Assets (Net)	15	3,915.79	3,578.77
(d) Other current assets	16	19,390.66	7,062.21
Total Assets		1,47,857.73	1,27,122.47
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	17	1,74,630.00	1,74,630.00
(b) Other Equity		(81,934.72)	(89,831.54)
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Other financial liabilities	18	4,897.55	14,562.27
(ia) Lease liability	18	4,299.14	4,585.84
(b) Provisions	19	1,057.20	977.54
(c) Other non-current liabilities	20	404.16	2.17
Current liabilities			
(a) Financial Liabilities			
(i) Trade payables	21	3,143.73	1,239.12
(ii) Other financial liabilities	22	40,010.12	19,700.32
(b) Other current liabilities	23	677.49	585.27
(c) Provisions	24	673.06	671.48
Total Equity and Liabilities		1,47,857.73	1,27,122.47
Significant Accounting policies	1		
Explanatory Notes & Other disclosures	34		
As per our report of even date		For and on behalf of the Board of Directors	
		Sd/-	
For K.S. RAO & Co.,	P.V.SUBBARAO	RAJIV KABRA	
Chartered Accountants	Director	Chairman & Managing Director	
Firm's Regn.No.003109S	DIN : 02299552	DIN : 00038605	
Sd/-	Sd/-	Sd/-	
(P. GOVARDHANA REDDY)	M.KRISHNA MURTHY	M. NAGARAJU	
Partner, Membership No.29193	Chief Financial Officer	Company Secretary	
Place : Hyderabad			
Date : 25-05-2023			



Statement of Profit and Loss
for the year ended 31st March 2023

(All amounts in thousands,
unless otherwise stated)

Particulars	Note No.	Current Year	Previous Year
I. Revenue from operations	25	1,69,955.88	1,13,517.56
II. Other income	26	3,373.98	6,131.21
III. Total Revenue (I+II)		<u>1,73,329.86</u>	<u>1,19,648.76</u>
IV. Expenses			
(i) Purchases of Stock-in-Trade	27	1,36,536.00	83,264.57
(ii) Changes in inventories of stock in trade	28	1,505.64	(1,131.16)
(iii) Employee benefits expense	29	10,019.41	8,904.64
(iv) Finance costs	30	802.77	483.78
(v) Depreciation and amortization expense	2, 3, 4	5,293.99	4,703.26
(vi) Other expenses	31	11,259.75	7,793.65
Total expenses		<u>1,65,417.57</u>	<u>1,04,018.73</u>
V. Profit / (Loss) before Exceptional Items (III-IV)		7,912.29	15,630.03
VI. Exceptional Items	32	0.01	383.41
VII. Profit / (Loss) before tax (V+ VI)		7,912.31	16,013.44
VIII. Tax expense:			
(1) Current tax (MAT)		1,234.32	-
MAT entitlement		(1,234.32)	-
(2) Deferred tax		-	-
(3) Earlier Year Tax Paid		15.49	5.07
IX. Profit / (Loss) after tax for the quarter (VII-VIII)		<u>7,896.82</u>	<u>16,008.38</u>
X. Other Comprehensive Income			
A Items that will not be reclassified to profit or loss			
B Items that will be reclassified to profit or loss			
Other comprehensive income for the quarter (net of tax)		-	-
XI. Total Comprehensive Income for the quarter (IX+X)		<u>7,896.82</u>	<u>16,008.38</u>
XII. Earnings per equity share (face value of Rs.10/-)			
Basic & Diluted		0.45	0.92
Significant Accounting policies	1		
Explanatory Notes & Other disclosures	34		
As per our report of even date		For and on behalf of the Board of Directors	
		Sd/-	Sd/-
For K.S. RAO & Co.,		P.V.SUBBA RAO	RAJIV KABRA
Chartered Accountants		Director	Chairman & Managing Director
Firm's Regn.No.003109S		DIN : 02299552	DIN : 00038605
Sd/-		Sd/-	Sd/-
(P. GOVARDHANA REDDY)		M.KRISHNA MURTHY	M. NAGARAJU
Partner, Membership No.29193		Chief Financial Officer	Company Secretary
Place : Hyderabad			
Date : 25-05-2023			



CASH FLOW STATEMENT
FOR THE YEAR ENDED 31st MARCH, 2023

(All amounts in thousands,
unless otherwise stated)

	Year Ended 31.03.2023	Year Ended 31.03.2022
A Cash flow from Operating Activities:		
Profit Before tax	7,912.31	16,013.45
Adjustments for:		
Depreciation and Amortisation	5,293.99	4,703.26
Loss/ (Gain) on sale of tangible assets (net)	-	-
Interest Income	(1,290.20)	(1,365.80)
Interest Expense	802.77	483.78
Credit balances and Sundry deposits written back	(0.01)	(383.41)
Lease rental	133.91	683.21
Fair value (gain) /loss on Investments	176.80	(2,764.46)
Operating profit before working capital changes	13,029.57	17,370.02
Adjustments for (increase)/decrease in operating assets		
Inventories	1,505.64	(1,131.16)
Trade Receivables	389.53	326.80
Other financial assets - current	60.53	331.33
Other non financial assets - current	(13,562.77)	(2,977.97)
Adjustments for increase/(decrease) in operating liabilities		
Trade Payables	1,904.61	(646.57)
Other financial liabilities - current	12,099.53	3,962.25
Short term provisions	1.58	132.88
Long term provisions	79.66	199.59
Other Non financial liabilities - current	92.22	57.25
Cash generated from operations	15,600.10	17,624.43
Income tax paid	881.81	145.05
Net Cash flow from/(used in) operating activities	16,481.91	17,769.48
B Cash flow from Investing Activities:		
Purchase of Property, plant and Equipment & Intangible assets and Capital Advances & Capital Creditors	(15,062.35)	(7,002.35)
Proceeds from sale of Property, plant and equipment	-	-
Additions to CWIP during the year	-	-
Investments made during the year	-	(9,299.54)
Interest income Received	1,290.20	1,393.37
Investments made in Bank Deposits	4,793.29	(2,166.90)
Net Cash flow from/(used in) investing activities	(8,978.86)	(17,075.42)
C Cash flow from Financing Activities:		
Lease Liability payment	(420.60)	(916.37)
Interest paid	(802.77)	(483.78)
Loans given	(4.01)	-
Other financial assets - Non current	(4,885.18)	2,320.81
Other non financial assets - Non current	68.90	(148.49)
Other financial liabilities - Non current	(1,454.44)	(965.20)
Other Non financial liabilities - Non current	401.99	(12.44)
Net Cash flow from/(used in) financing activities	(7,096.12)	(205.46)
Net Increase in Cash and Cash equivalents (A+B+C)	406.93	488.60
Cash and Cash equivalents at the beginning of the year	1,963.51	1,474.91
Cash and Cash equivalents at the end of the year	2,370.44	1,963.51
Components of Cash and Cash Equivalents		
a. Cash on hand	30.09	41.34
b. Balances with banks		
- In current accounts	2,340.35	1,922.17
- In term deposits (with original maturity of 3 months or less)	-	-
Cash and Cash Equivalents as per Balance Sheet (Note no. 11)	2,370.44	1,963.51
c. Bank Overdraft	-	-
Total Cash and Cash Equivalents in Cash Flow Statement	2,370.44	1,963.51
Significant Accounting policies	1	
Explanatory Notes & Other disclosures	34	
As per our report of even date	For and on behalf of the Board of Directors	
For K.S. RAO & Co., Chartered Accountants Firm's Regn.No.003109S Sd/-	Sd/- P.V.SUBBARAO Director DIN : 02299552 Sd/-	Sd/- RAJIV KABRA Chairman & Managing Director DIN : 00038605 Sd/-
(P. GOVARDHANA REDDY) Partner, Membership No.29193	M.KRISHNA MURTHY Chief Financial Officer	M. NAGARAJU Company Secretary
Place : Hyderabad Date : 25-05-2023		



**Statement of Changes in Equity
for the year ended 31st March 2023**

(All amounts in thousands,
unless otherwise stated)

A. Equity Share Capital

Particulars	As at	
	31-03-2023	31-03-2022
At the beginning of the year	1,74,630.00	1,74,630.00
Changes in equity share capital during the year	-	-
At the end of the year	1,74,630.00	1,74,630.00

**B. Other Equity
Financial Year 2022-23**

Particulars	Reserve and Surplus		Items of Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Remeasurements of net defined benefit plans	
Balance as at 31st March 2021	47,237.42	(1,53,077.33)	-	(1,05,839.92)
Total Comprehensive Income for the year ended 31st March 2022	-	16,008.38	-	16,008.38
Balance as at 31st March 2022	47,237.42	(1,37,068.96)	-	(89,831.54)
Total Comprehensive Income for the year ended 31st March 2023	-	7,896.82	-	7,896.82
Balance as at 31st March 2023	47,237.42	(1,29,172.14)	-	(81,934.72)

Financial Year 2021-2022

Particulars	Reserve and Surplus		Items of Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Remeasurements of net defined benefit plans	
Balance as at 31st March 2020	47,237.42	(1,64,161.49)	-	(1,16,924.07)
Total Comprehensive Income for the year ended 31st March 2021	-	11,084.16	-	11,084.16
Balance as at 31st March 2021	47,237.42	(1,53,077.33)	-	(1,05,839.92)
Total Comprehensive Income for the year ended 31st March 2022	-	16,008.38	-	16,008.38
Balance as at 31st March 2022	47,237.42	(1,37,068.96)	-	(89,831.54)

As per our report of even date

For **K.S. RAO & Co.,**
Chartered Accountants
Firm's Regn.No.003109S
Sd/-

(P. GOVARDHANA REDDY)
Partner, Membership No.29193
Place : Hyderabad
Date : 25-05-2023

For and on behalf of the Board of Directors

Sd/-
P.V.SUBBARAO

Director
DIN : 02299552
Sd/-
M.KRISHNA MURTHY
Chief Financial Officer

Sd/-

RAJIV KABRA
Chairman & Managing Director
DIN : 00038605
Sd/-

M. NAGARAJU
Company Secretary

CORPORATE INFORMATION

Kabsons Industries Limited (the 'company') is a public limited company domiciled and incorporated in India under the Companies Act, 1956. The registered office of the company is located at MadhuwVihar, 2nd Floor, Plot No.17, H.No.8-2-293/82/C/17, Road No.7, Jubilee Hills, Hyderabad, Telangana - 500033.

The company is engaged in the business of bottling and selling of LP Gas under the brand name "KABSONS".

1. SIGNIFICANT ACCOUNTING POLICIES**Statement of compliance**

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

1.1. Basis of Preparation and Measurement:

The financial statements have been prepared on a historical cost basis, except for financial instruments which have been measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below.

Use of estimates and judgements

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates. The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

1.2. Current Vs Non-current classifications:

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the General Instructions for preparation of Balance Sheet in the Schedule III (Division II) to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

1.3.1 Property, Plant and Equipment:

- **Measurement at recognition**

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment other than land are carried at their cost less accumulated depreciation and accumulated impairment losses. Freehold land is carried at cost of acquisition.

The cost of an item of property, plant and equipment comprises the purchase price and any cost attributable to bring the asset to its location and working condition for its intended use. Borrowing costs relating to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to put to use. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

- **Capital Work in Progress**

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

- **Depreciation and amortization methods**

a) Depreciation is provided on Straight Line Method on the assets over the useful lives specified in Schedule II to the Companies Act, 2013.

b) Depreciation on additions is being provided on pro rata basis from the date of such additions. Depreciation on assets sold, discarded or demolished during the year is being provided up to the date on which such assets are sold, discarded or demolished.

Impairment

a) Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

b) Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset are no longer existing or have decreased.

- **Derecognition**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the Derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

1.3.2

Intangible Assets:

- **Computer Software**

Computer software is measured on initial recognition at cost. Following initial recognition, software is carried at its cost less accumulated amortization and accumulated impairment losses.

- **Amortization Methods**

The carrying amount of computer software is amortized over the useful life.

- **Impairment**

a) Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use.

b) Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset are no longer existing or have decreased.

- **Derecognition**

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the Derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

Leases

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially derived all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date and upfront premium paid. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of - lease term and useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, and if not, the Company uses an incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

1.3.3

Cash and cash equivalents:

Cash and cash equivalents include cash on hand and at bank, deposits held at call with banks, with original maturities of three months or less other short term highly liquid investments that are readily convertible to a known amount of cash which are subject to an insignificant risk of changes in value and are held for meeting short-term cash commitments.

For the Statement of Cash Flows, cash and cash equivalents consists of short term deposits, as defined above, net of outstanding bank overdraft as they are being considered as an integral part of the Company's cash management.

1.3.4 Inventories

Stock-in-trade is valued at the lower of cost and net realizable value.

Stores and packing material are valued at cost except where net realizable value of the finished goods they are used in, is less than the cost of finished goods and in such an event, if the replacement cost of such materials is less than their book values, they are valued at replacement cost.

Scrap is valued at Net realizable value.

The cost is computed on weighted average basis.

Cost of Stock-in-trade, stores and packing material comprises cost of purchases and includes all other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Spare parts, stand-by equipment and servicing equipment are recognized in accordance with this Ind AS-16 when they meet the definition of Property, Plant and Equipment. Otherwise, such items are classified as inventory.

1.3.5 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

- **Initial recognition and measurement:**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit or loss.

- **Subsequent measurement:**

For subsequent measurement, the Company classifies its financial assets into the following categories:

- (i) Amortized cost
- (ii) Fair value through profit and loss (FVTPL)
- (iii) Fair value through other comprehensive income (FVTOCI).

- a) Financial Asset measured at amortized cost**

Financial Assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost using effective interest rate (EIR) method. The EIR amortization is recognized as finance income in the statement of Profit & Loss. The company while applying above criteria has classified all the financial assets (except investments in mutual funds) at amortized cost.

- b) Financial Asset measured at fair value through other comprehensive income**

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

The company while applying above criteria has identified that there are no financial assets that can be classified at fair value through other comprehensive income

- c) Financial Asset measured at fair value through profit and loss (FVTPL)**

Financial Assets are measured at fair value through Profit & Loss if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the statement of Profit & Loss.

Investments in Mutual funds are classified as financial assets measured at FVTPL.

- **Impairment**

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the debt instruments, that are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

Expected credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive.

The management uses a provision matrix to determine the impairment loss on the portfolio of trade and other receivables. Provision matrices based on its historically observed expected credit loss rates over the expected life of the trade receivables and is adjusted for forward looking estimates.

Expected credit loss allowance or reversal recognized during the period is recognized as income or expense, as the case may be, in the statement of profit and loss. In case of balance sheet, it is shown as reduction from the specific financial asset.

- **Derecognition**
The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.
 - **Financial Liabilities**
 - **Initial Recognition and Measurement**
Financial liabilities are recognized initially at fair value plus any transaction cost that are attributable to the acquisition of the financial liability except financial liabilities at FVTPL that are measured at fair value.
 - **Subsequent Measurement**
 - a. Financial liabilities at fair value through profit or loss**
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gain or losses on liabilities held for trading are recognized in the profit or loss. The Company doesn't designate any financial liability at fair value through profit or loss.
 - b. Financial liabilities at amortized cost**
All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.
 - **Derecognition**
A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.
- 1.3.6 Revenue**
Revenue is measured at the fair value of consideration received or receivable and is recognized to the extent that it is probable that the economic benefits will flow to the Company.
- **Sale of goods:**
Revenue is recognized when the significant risks and rewards of ownership of goods have passed to the buyer. Amounts disclosed as revenue are net of returns, trade allowances, rebates, GST.
 - **Interest / Dividend**
Interest Income is recognized using the Effective interest rate (EIR) method. Dividend income is recognized when right to receive is established.
- 1.3.7 Prior period items**
In case prior period adjustments are material in nature, the Company prepares the restated financial statements as required under Ind AS 8 - "Accounting Policies, Changes in Accounting Estimates and Errors". Immaterial items pertaining to prior periods are shown under respective items in the Statement of Profit and Loss.
- 1.3.8 Income taxes**
Income tax expense for the year comprises current tax and deferred tax. It is recognized in the Statement of Profit and Loss except to the extent it relates to a business combination or to an item which is recognized directly in equity or in other comprehensive income.
Current tax is the expected tax payable/receivable on the taxable income/loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. Interest expense if any, related to income tax are included in current tax expense.
Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes using tax rates enacted, or substantively enacted, by the end of the reporting period.
- 1.3.9 Provisions and contingent liabilities**
Provisions are recognized when there is a present legal or constructive obligation that can be estimated reliably, as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provisions are reversed. Where the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provisions due to the passage of time is recognized as a finance cost.
Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.
- 1.3.10 Earnings per share**
The Company presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which includes all stock options granted to employees.

**1.3.11 · Functional and Reporting Currency:**

The Company's functional and reporting currency is Indian National Rupee.

Foreign Currency transactions**· Initial Recognition:**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amounts the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

· Conversion on reporting date:

Foreign currency monetary items are reported using the closing rate with reference to RBI rate. Non-monetary items that are measured in terms of historical costing a foreign currency is translated using the exchange rates at the dates of the initial transactions.

· Exchange Differences:

Exchange difference arising on the settlement of monetary items or on reporting monetary items of Company at rates different from those at which they were initially recorded during the year or reported in previous financial statements are recognized as income or as expenses in the year in which they arise.

1.3.12 Employee Benefits**· Defined Contribution Plan**

Employer's contribution to Provident Fund/Employee State Insurance which is in the nature of defined contribution scheme is expensed off when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the fund.

· Defined Benefit Plan**a. Gratuity**

Gratuity liability is in the nature of defined benefit obligation. Such liability is provided only for employees who have completed 5 years of continuous service as per the provisions of the Payment of Gratuity Act, 1972.

b. Compensated absences

Compensated absences which are in the nature of defined benefit obligation are provided for based on number of leaves outstanding as on balance sheet date according to the policy of the company.

1.3.13 Dividends

Annual dividend distribution to the shareholders is recognized as a liability in the period in which the dividend is approved by the shareholders in Statement of changes in Equity. Any interim dividend paid is recognized on approval by Board of Directors.



Notes forming part of the Financial Statements for the year ended 31st March, 2023
2. a) Property, Plant and Equipment

Notes forming part of the Financial statements for the year ended 31 March 2023 (All amounts in thousands, unless otherwise stated)												
Particulars	Gross Block			Depreciation			Net Block					
	As at 31 March 2022	Additions	Deletions	As at 31 March 2023	Upto 31 March 2022	For the Year	On Deletions	Upto 31 March 2023	As at 31 March 2023	As at 31 March 2022		
Property, Plant & Equipment												
1 Land:	1,014.82	-	-	1,014.82	-	-	-	-	1,014.82	1,014.82		
2 Buildings:												
Factory	49,984.48	-	-	49,984.48	23,011.27	1,304.57	-	24,315.84	25,668.64	26,973.21		
Non Factory	1,905.96	-	-	1,905.96	911.04	26.44	-	937.48	968.48	994.91		
3 Plant & Machinery	32,631.06	6,257.52	-	38,888.58	25,416.00	292.37	-	25,708.37	13,180.21	7,215.06		
4 Electrical Installations	6,631.55	266.75	-	6,898.30	6,001.03	43.92	-	6,044.94	853.36	630.52		
5 Furniture & Fixtures	3,250.49	10.47	-	3,260.96	3,074.80	1.50	-	3,076.30	184.66	175.69		
6 Office equipment	1,628.72	5.43	-	1,634.15	1,420.82	17.78	-	1,438.60	195.55	207.90		
7 Vehicles	900.53	-	-	900.53	478.65	96.46	-	575.11	325.42	421.88		
8 Cycle	1.71	-	-	1.71	1.62	-	-	1.62	0.09	0.09		
9 Data Processing Equipment	3,418.11	127.88	-	3,545.99	3,219.98	27.35	-	3,247.33	298.66	198.13		
10 Cylinders	81,728.27	8,394.30	-	90,122.57	67,442.12	2,909.67	-	70,351.78	19,770.79	14,286.15		
Total	1,83,095.69	15,062.35	-	1,98,158.04	1,30,977.32	4,720.05	-	1,35,697.37	62,460.67	52,118.37		
(b) Capital work-in-progress	-	-	-	-	-	-	-	-	-	-		
(*) The Company purchased 10 Acres of land at Nelimerla Industrial Area, Vizianagaram District through registered sale deed from APIC in the year 1995 for setting up of Industry. The APIC issued cancellation orders for not utilizing the plot and Company filed a writ petition in Honorable High Court of Andhra Pradesh and the matter is in the Court of Law.												
Property, Plant & Equipment												
1 Land:	1,014.82	-	-	1,014.82	-	-	-	-	1,014.82	1,014.82		
2 Buildings:												
Factory	49,984.48	-	-	49,984.48	21,706.70	1,304.57	-	23,011.27	26,973.21	28,277.78		
Non Factory	1,905.96	-	-	1,905.96	885.27	25.77	-	911.04	994.91	1,020.68		
3 Plant & Machinery	31,947.41	683.65	-	32,631.06	25,151.15	264.84	-	25,416.00	7,215.06	6,796.26		
4 Electrical Installations	6,631.55	-	-	6,631.55	5,959.04	41.99	-	6,001.03	630.52	672.51		
5 Furniture & Fixtures	3,250.49	-	-	3,250.49	3,073.30	1.50	-	3,074.80	175.69	177.19		
6 Office equipment	1,601.82	26.90	-	1,628.72	1,404.46	16.36	-	1,420.82	207.90	197.36		
7 Vehicles	900.53	-	-	900.53	382.19	96.46	-	478.65	421.88	518.34		
8 Cycle	1.71	-	-	1.71	1.62	-	-	1.62	0.09	0.09		
9 Data Processing Equipment	3,418.11	-	-	3,418.11	3,207.32	12.65	-	3,219.98	198.13	210.78		
10 Cylinders	75,436.47	6,291.80	-	81,728.27	65,095.65	2,346.47	-	67,442.12	14,286.15	10,340.82		
Total	1,76,093.34	7,002.35	-	1,83,095.69	1,26,866.70	4,110.62	-	1,30,977.32	52,118.37	49,226.64		
(b) Capital work-in-progress	-	-	-	-	-	-	-	-	-	-		
(*) The Company purchased 10 Acres of land at Nelimerla Industrial Area, Vizianagaram District through registered sale deed from APIC in the year 1995 for setting up of Industry. The APIC issued cancellation orders for not utilizing the plot and Company filed a writ petition in Honorable High Court of Andhra Pradesh and the matter is in the Court of Law.												

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(All amounts in thousands, unless otherwise stated)

Particulars	Gross Block		Amortisation			Net Block	
	As at 31 March 2022	Additions	Upto 31 March 2022	For the Year	On Deletions	Upto 31 March 2023	As at 31 March 2023
Right of Use Asset 2022-23	11,579.25	-	4,247.70	566.69	-	4,804.39	7,331.55
Total	11,579.25	-	4,247.70	566.69	-	4,804.39	7,331.55

Particulars	Gross Block		Depreciation			Net Block	
	As at 31 March 2021	Additions	Upto 31 March 2021	For the Year	On Deletions	Upto 31 March 2022	As at 31 March 2021
Right of Use Asset 2021-22	11,579.25	-	3,672.30	575.40	-	4,247.70	7,906.95
Total	11,579.25	-	3,672.30	575.40	-	4,247.70	7,906.95

Ageing Schedule
As at 31st March, 2023
Particulars
Projects in Progress

Less than 1 year

1-2 years

2-3 years

More than 3 years

Total

(Rs. in thousands)

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3. Investment Properties

Particulars	Gross Block		Depreciation			Net Block	
	As at 31st March 2022	Additions	Upto 31st March 2022	For the Year	On Deletions	Upto 31st March 2023	As at 31st March 2023
Mumbai Godown	1,124.74	-	447.35	17.24	-	464.59	660.15
Total	1,124.74	-	447.35	17.24	-	464.59	660.15

Particulars	Gross Block		Depreciation			Net Block	
	Additions as at 31st March 2021	Additions	As on 1st April 2021	For the Year	On Deletions	Upto 31st March 2022	As at 31st March 2021
Mumbai Godown	1,124.74	-	430.11	17.24	-	447.35	694.64
Total	1,124.74	-	430.11	17.24	-	447.35	694.64

4. Other Intangible Assets

Particulars	Gross Block		Depreciation			Net Block	
	As at 31 March 2022	Additions	Upto 31 March 2022	For the Year	On Deletions	Upto 31 March 2023	As at 31 March 2023
Other Intangible Assets : Computer Software	8.55	-	8.12	-	-	8.12	0.43
Total	8.55	-	8.12	-	-	8.12	0.43

Particulars	Gross Block		Depreciation			Net Block	
	As at 31 March 2021	Additions	Upto 31 March 2021	For the Year	On Deletions	Upto 31 March 2022	As at 31 March 2021
Other Intangible Assets : Computer Software	8.55	-	8.12	-	-	8.12	0.43
Total	8.55	-	8.12	-	-	8.12	0.43

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(All amounts in thousands, unless otherwise stated)

5. Investments (Quoted, Valued at Fair value)

Particulars	As per IND AS	As at
	31st March 2023	31st March 2022
Investment in Mutual Fund		
ABSL Balanced '95 Fund - Growth	660.98	705.81
ABSL Top 100 Fund - Growth	554.57	654.93
ABSL India GenNext Fund - Growth	2,283.60	2,228.92
ABSL Focused Equity Fund - Growth	764.20	784.56
ABSL Multi-Cap Fund - Growth	1,018.49	1,039.80
Axis Focused 25 Fund - Growth	1,702.38	2,012.33
HDFC Hybrid Equity Fund - Growth	1,646.69	1,544.65
HDFC Large and Mid Cap Fund - Growth	1,038.14	1,001.50
HDFC Small Cap Fund - Growth	667.37	595.01
ICICI Pru Equity & Debt Fund - Growth	3,349.81	3,170.63
ICICI Prudential Large & Mid Cap Fund - Growth	1,064.17	998.15
ICICI Pru Technology Fund - Growth	1,081.97	1,332.51
ICICI Pru Bluechip Fund - Growth	826.56	802.69
Kotak Select Focused Fund - Growth	1,641.89	1,609.56
Nippon India Multicap Fund - Growth	929.44	863.48
PGIM India Flexi Cap Fund - Growth	464.65	485.62
Sundaram Multi Cap Fund - Growth	787.10	817.92
Tata Digital India Fund - Growth	540.18	660.86
Tata Equity P/E Fund - Growth	2,943.46	2,814.29
Tata Flexicap Fund - Growth	497.44	516.68
Total	24,463.10	24,639.90
a. Aggregate amount of Quoted Investments	18,949.54	18,949.54
Market Value of Quoted Investments	24,463.10	24,463.10
b. Aggregate amount of Unquoted investments	-	-
c. Aggregate amount of impairment in value of investments	-	-
6. Other Financial Assets		
Sundry Deposits	1,065.58	1,035.50
Other bank Balances - Term Deposits		
with balance maturity of more than 12 months	6,748.65	1,803.55
- Margin money deposits*	400.00	400.00
Rent Receivable (Equalisation)	-	90.00
Total	8,214.23	3,329.05

* Margin money deposits have been pledged with the Bankers towards issue of Bank Guarantees

7. Deferred Tax

Particulars	As at 31-03-2023	Not Recognised Statement of Profit & Loss	Recognised in Other Comprehensive Income	As at 31-03-2022
Deferred Tax Liabilities				
Property, Plant & Equipment & Intangible assets	6,590.77	930.84		5,659.93
Right of use asset	1,881.73	(157.91)		2,039.64
Due to Straightlting of lease payments	-	(25.04)		25.04
Other Non Current Assets	37.87	(5.54)		43.41
Security Deposits	882.69	772.97		109.72
Fair value Adjustments of Financial Assets/Liabilities	1,533.87	(49.19)		1,583.06
	10,926.94	1,466.14	-	9,460.80
Deferred Tax Assets				
Sundry Deposits	43.46	(4.30)		47.77
Unused Tax Losses	22,599.20	(366.85)		22,966.05
Due to Straightlting of lease payments	1,196.02	(79.76)		1,275.78
Fair Value adjustments of financial assets/liabilities	-	-		-
Employee Benefits & Statutory Liabites allowed on Payment Basis	481.36	22.60		458.76
Other Non Current Liabilities	-	-		-
	24,320.04	(428.31)		24,748.33
Net Deferred Tax Liability/(Asset)	(13,393.10)	1,894.45	-	(15,287.56)



Notes forming part of the Financial Statements for the year ended 31st March, 2023						
Particulars	As per IND AS					
	As at					
	31st March 2023		31st March 2022			
8. Other non-current assets						
Prepayments		848.32				397.30
Prepaid Rent		136.13				156.05
Total		484.45				553.35
9. Inventories						
a. Stock-in-trade (lower of realisable value and cost)		522.60				2,028.24
b. Stores and Packing materials (at realisable value)		78.00				78.00
c. Scrap		38.62				38.6162
Total		639.22				2,144.86
10. Trade Receivables						
Considered good- Secured						
Considered good - Unsecured		2,748.51				3,138.05
Trade Receivables which have significant increase in credit risk		-				-
Trade Receivables credit impaired		-				-
Sub Total		2,748.51				3,138.05
Less: Allowance for Bad and Doubtful Debts		-				-
Particulars	Less than 6 months	6 months to 1 year	1 year to 2 years	2 years to 3 years	More than 3 years	Total in
Undisputed Trade receivables considered good	2,404.59	28.98	56.48	86.12	172.34	2,748.51
Undisputed Trade receivables considered doubtful	-	-	-	-	-	-
Disputed trade receivables considered good	-	-	-	-	-	-
Disputed trade receivables considered doubtful	-	-	-	-	-	-
TOTAL :	2,404.59	28.98	56.48	86.12	172.34	2,748.51
11. Cash and cash equivalents						
Balances with banks						
- In current accounts			2,340.35			1,922.17
Cash on hand			30.09			41.34
Total			2,370.44			1,963.51
12. Other Bank Balances						
Balances with banks						
- In term deposits (with original maturity of more than 3 months and less than 12 months)			14,599.24			14,881.43
- In Margin money deposits (with maturity less than 12 months)			30.13			4,541.23
- Share Application Money Refund A/c.			22.08			22.08
Total			14,651.44			19,444.73
a. Margin money deposits have been pledged with the Bankers towards issue of Bank Guarantees						
13. Loans (Unsecured, considered good)						
Amounts recoverable from staff			6.00			1.99
Total			6.00			1.99
14. Other financial assets (Unsecured, considered good)						
Cylinder Deposits			403.60			403.60
Interest accrued but not due			674.19			734.72
Total			1,077.79			1,138.32
15. Current tax assets (net)						
Advance Income tax & TDS Receivable (Net of provision)			3,915.79			3,578.77
Total			3,915.79			3,578.77
16. Other current assets (Unsecured, considered good)						
Vendor advance			4,039.78			686.75
Balance with Govt. Dept. (CBEC & VAT)			14,677.72			5,880.45
Prepayments			673.16			495.01
Total			19,390.66			7,062.21
17. Equity Share Capital						
a. Authorised:						
1,80,00,000 Equity Shares of Rs.10/- each			1,80,000.00			1,80,000.00
b. Issued, subscribed and fully paid:						
1,74,63,000 Equity Shares of Rs.10/- each			1,74,630.00			1,74,630.00

KABSONS INDUSTRIES LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023
a. Reconciliation of Equity Shares outstanding at the end of the reporting period (All amounts in thousands, unless otherwise stated)

Particulars	As at 31-03-2023		As at 31-03-2022	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	1,74,63,000	17,46,30.00	1,74,63,000	17,46,30.00
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,74,63,000	17,46,30.00	1,74,63,000	17,46,30.00

b. Terms/ rights attached to equity shares

The company has only one class of equity shares having a face value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The dividends recommended by the Board of Directors if any, are subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity share holders are entitled to receive the remaining assets of the Company after distribution of all preferential claims, in proportion to the number of shares held.

c. List of shareholders holding more than 5% of total number of shares in the company

Name of the Share Holder	As at 31-03-2023		As at 31-03-2022	
	No. of Shares Held	% holding	No. of Shares Held	% holding
Equity Shares of Rs.10/- each:				
Mr. Rajiv Kabra	9,119,500	52.22	9,119,500	52.22
M/s. Lata Engineering Company Pvt. Ltd.	1,011,000	5.79	1,011,000	5.79

d. Changes in Promoters Shareholding during the year

Name of the Promoter and Promoter Group	No. of Equity Shares held	As at 31-03-2023		No. of changes during the year	As at 31-03-2022		No. of changes during the year
		% holding	% holding		% holding	% holding	
Rajiv Kabra	9119500	52.22	52.22	0	9119500	52.22	0
Satish Kabra	81000	0.46	0.46	0	81000	0.46	0
Kavitha Kabra	20400	0.12	0.12	0	20400	0.12	0
Ruchira Kabra	500	0	0	0	500	0	0
Lata Engineering Company Pvt. Ltd.,	1011000	5.79	5.79	0	1011000	5.79	0
Kabsons Gas Equipment Pvt. Ltd.,	738452	4.23	4.23	0	738452	4.23	0
Ideal Engineers Hyderabad Pvt. Ltd.,	531800	3.05	3.05	0	531800	3.05	0
PKL Limited	200000	1.15	1.15	0	200000	1.15	0
Kabsons Technologies Pvt. Ltd.,	141000	0.81	0.81	0	141000	0.81	0
Gasolec Appliances Pvt. Ltd.,	16600	0.1	0.1	0	16600	0.1	0
Prakun Equipments Pvt. Ltd.,	20000	0.11	0.11	0	20000	0.11	0

Particulars	As per IND AS As at	
	31st March 2023	31st March 2022
18. Other Financial liabilities		
i) Security Deposits	2,397.55	3,852.10
ii) Distributor/Dealership Deposit	2,500.00	10,710.17
iii) Lease Liability	4,299.14	4,585.84
Total	9,196.70	19,148.11
19. Provisions		
Provision for employee benefits		
Gratuity	1,057.20	977.54
Total	1,057.20	977.54
20. Other non-current liabilities		
Rent received in advance	404.16	2.17
Total	404.16	2.17
21. Trade Payables		
Total outstanding dues of Micro Enterprises and Small Enterprises	-	-
Total outstanding of Creditors other than MSME	3,143.73	1,239.12
Total	3,143.73	1,239.12

Particulars	Outstanding for following periods from due date of			Total Rs.
	Less than 1 year	2 to 3 years	More than 3 years	
MSME	-	-	-	-
Others	2,813.41	233.29	97.04	3,143.73
Disputed dues - MSME	-	-	-	-
Disputed dues - Others	-	-	-	-
TOTAL:	2,813.41	233.29	97.04	3,143.73

22. Other Financial liabilities			
Interest accrued and due on Distributor/Dealer deposits	1,273.78	1,273.78	
Cylinder Deposits from Consumers	10,337.41	10,135.02	
Dues to Dealers and Consumers	21,076.87	4,998.33	
Dues to Staff	798.97	733.62	
Other payables	3,436.59	2,470.97	
Sundry Deposits (Current)	3,086.50	88.60	
Total	40,010.12	19,700.32	
23. Other Current liabilities			
Investor Education and protection fund - Unpaid application money received for allotment of shares and due for refund	22.55	22.55	
Statutory dues	654.94	473.82	
Rent Received in Advance	-	88.90	
Total	677.49	585.27	

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(All amounts in thousands unless otherwise stated)

Particulars	As per IND AS As at	
	31st March 2023	31st March 2022
24. Provisions		
Provision for Employee Benefits:		
(a) Earned Leave Encashment	476.69	486.21
(b) Bonus	196.38	185.28
Total	673.06	671.48
Particulars	Current Year	Previous Year
25. Revenue from Operations		
Sale of Products		
Sale of gas (trading item)	138,766.60	82,646.22
Other operating revenues		
Gas filling charges	14,951.75	14,174.08
Rental / hire charges	6,964.75	4,095.91
Plants Lease	3,650.60	3,427.20
Rent	5,622.09	9,161.70
Lease income (Fair value of interest free lease deposits measured at amortised cost)	-	12.44
Total	169,955.88	113,517.56
26. Other Income		
Interest Income		
- Unwinding of interest on Rental deposit made	15.47	14.06
- others	1,274.73	1,351.73
Other non-operating revenue		
Excess Provision written back	30.49	3.70
Miscellaneous income	2,230.09	1,980.00
Fair Value Gain on Mutual Funds	-176.80	2,764.46
Scrap Sales	-	17.25
Total	3,373.98	6,131.21
27. Purchases of Stock-in-Trade		
Gas	136,536.00	83,189.07
Lot Valves	-	75.50
Total	136,536.00	83,264.57
28. Changes in inventories of Stock-in-trade		
Opening Stock: Stock-in-trade - LPG Gas	2,028.24	897.08
Less: Closing Stock: Stock-in-trade - LPG Gas	522.60	2,028.24
(Increase) / Decrease in stocks	1,505.64	(1,131.16)
29. Employee Benefits Expense		
Salaries, Wages and allowances	9,282.63	8,161.82
Contribution to provident and other funds	377.31	276.72
Gratuity	142.74	199.59
Earned Leave Encashment	56.16	86.41
Staff welfare expenses	160.56	179.10
Total	10,019.41	8,904.64
30. Finance Costs		
Interest expense:		
Unwinding of interest on Deposits received against leased plants	-	13.80
Interest Expense on Lease Liability	802.77	469.98
Total	802.77	483.78

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(All amounts in thousands,
unless otherwise stated)

Particulars	Current Year	Previous Year
31. Other Expenses		
Consumption of stores and spares	323.13	264.51
Power Charges of bottling plants	889.80	943.55
Rent & Water Charges	133.91	107.98
Repairs & Maintenance		
i) Plant & Machinery	1,342.59	637.58
ii) Buildings	344.62	159.75
iii) Other Assets	108.62	4.22
Insurance	217.22	220.34
Rates & Taxes	1,222.71	541.53
Gas Filling Charges	26.33	53.20
Printing & Stationary	44.27	34.49
Postage & Telephones	42.47	43.17
Travelling & Conveyance	986.77	252.83
Service Charges	2,628.01	2,238.68
Legal & Professional Charges	1,281.50	639.72
Listing Fees	300.00	300.00
Payment to Auditors		
: As Auditors	50.00	50.00
: For Tax Audit	20.00	20.00
: For Certification	40.00	40.00
Rent Paid to MIDC (Sub letting charges)	210.47	398.24
General Expenses	388.88	233.91
Miscellaneous expenses	658.45	609.96
Total	11,259.75	7,793.65
Exceptional Items		
Credit balances written back	0.01	0.01
Subscription Deposit Written off	-	714.74
Cylinder Deposits written back	-	(331.33)
Total	0.01	383.41

Explanatory Notes & Other Disclosures

33. a) Contingent Liabilities not provided for in respect of:

S.No	Particulars	As at 31.03.2023	As at 31.03.2022
(i)	Bank Guarantee	6,344.78	6,344.78
(ii)	Claims made by dealers/distributors not acknowledged by the Company	594.32	594.32

b) (i) Estimated amount of contracts to be executed on capital account–NIL-

34.1 In view of the Company's adverse financial position, interest payable to various distributors and dealers on their deposits would be negotiated with them for waiver. Hence, no provision is made for interest for the current year amounting to Rs.612.05 (Previous year: Rs. 612.05) and interest for earlier years amounting to Rs.13,405.42. had the interest provision been made, the profit for the current year would have been less by Rs.612.05/- and current liabilities would have been more by Rs.14,017.46

34.2 Consumers cylinder subscription deposits collected over a period of time amounting to NIL (Previous year Rs.714.74) is written back and shown in Exceptional item in the previous year, as the cylinders are not returned for a long time. Further an amount of NIL (Previous Year Rs.331.33) pertains to Cylinder deposits paid by the Company are written off and is also shown in Exceptional item in the previous year

34.3 Disclosures in accordance with Companies (Indian Accounting Standards) Rules, 2015 notified by the Central Government:

34.3.1 Capital Management

The company's capital management is intended to create value for shareholders on meeting of long-term and short term goals of the company.

The company determines the amount of capital required on the basis of annual operating plans and other strategic investment plans. The funding requirements are met through equity and other long-term/short term borrowings.

The company's policy is aimed at combination of short term and long-term borrowings. The company monitors the capital structure and raises the funds depending on the requirements.

Gearing Ratio: at present the Company has no debt other than trade payable and other current Liabilities

Particulars	As at 31.03.2023	As at 31.03.2022
(a) Debt	0	0
(b) Cash & Cash Equivalents	2,370.44	1,963.51
(c) Net Debt (a) - (b)	(2,370.44)	(1,963.51)
(d) Total Equity	91,460.96	84,798.46
Net debt to equity ratio (c)/(d)	0	0

34.3.2 Income Taxes**i. Current tax:**

Provision for current tax is not made, in view of the brought forward unabsorbed depreciation and business loss, in accordance with the provisions of the Income-tax Act, 1961 as well as book profits tax under Section 115JB of the Income-tax Act, 1961.

ii. Deferred tax:

a) The company has not recognized the reversal of deferred tax asset of Rs. 1,894.45 (Previous year Rs. 3,875.88) since the company has not originally recognised any deferred tax asset on unused tax losses/ unused tax gain as it was not probable that sufficient future taxable profit will be available against which unused tax losses can be utilized in accordance with Ind AS 12 Income taxes.

iii. Reconciliation of Tax Expense and Accounting profit multiplied by Applicable tax rate

	Current Year (Rs.)	Previous Year (Rs.)
(i) Tax expense recognized in Statement of Profit and loss		
Current Tax (under MAT)	1,234.32	Nil
Deferred Tax (including MAT Credit Entitlement)	Nil	Nil
Earlier Year Tax Paid	15.49	
Total	1,249.81	Nil
Effective tax Reconciliation		
(a) Profit/(loss) before tax	7,912.31	16,013.44
(b) Applicable tax rate (current year under MAT)	15.6%	27.82%
(c) Tax expense on Net profit (a*b)	1,234.32	4,454.94
(d) Increase/(decrease) in tax expenses on account of:		
- Expenses not allowed under income tax	-	(621.91)
- Others	-	(580.91)
- Reversal of deferred tax asset on unused tax losses not recognized in books	-	(3,252.12)
- Earlier year Taxes paid in current year	15.49	
Total (d)	15.49	(4,454.94)
(e) Tax Expense as per Statement of Profit and loss (c+d)	1,249.81	Nil

34.3.3 Leases		(All amounts in thousands, unless otherwise stated)	
(a) Upfront premium paid in respect of land taken on lease for bottling plants located at various locations is amortised to the statement of profit and loss over the lease period on a straight line basis. Details of leases arrangements are given below			
(b) Disclosures in respect of godown and plants at various locations given on lease			
Minimum Lease Payments receivable under operating lease in aggregate for the periods:			
	Current Year	Previous Year	
Not later than one year	9,224.00	12,608.90	
More than one year and less than five years	21,272.55	4,602.80	
General description of the Company's significant Leasing arrangements:			
The company has given on lease, various assets of its LPG Bottling Plants situated at:			
1) Killa No. 170 & 171, Sampla Berry road, Ismaila Village, Rohtak, Haryana;			
2) Plot No.37, Belur Industrial Estate, Dist. Dharwad, Karnataka;			
3) Sector.11, Khargar Village, Taluka: PanvelDist: Raigad, Maharashtra; and			
4) Plot No. B-3, Waluj Industrial Area, MIDC, Aurangabad, Maharashtra.			
(c) The Company has adopted Ind AS 116 'Leases' effective April 1, 2019 and applied the Standard to its leases, pursuant to which it has reclassified its leased asset as Right-of-Use Assets.			
As a Lessor:			
The company gives the premises under operating leases. These leases have an average primary period of 3 to 5 years which is fixed and cannot be terminated without the consent of both the parties. No purchase options are given to the lessees during or at the end of the lease term. Any contingent rent is not considered as part of minimum lease payment as they are not reasonably measured at the commencement of the lease and recognized in the statement of profit and loss as and when received.			
	Particulars	For the year ended 31st March , 2023	For the year ended 31st March , 2022
	Operating lease rentals	9,272.69	12,588.90
As a Lessee:			
S.No	Particulars	Amount	
(i)	Depreciation for the Year 2022-23 on Right of Use Asset	556.69	
(ii)	Interest Expense on Lease Liability	802.78	
(iii)	Total cash flows for Leases	420.60	
(iv)	Additions to Right of use asset	-	
(v)	Carrying amount of Right of use asset as on 31.03.2023	6,774.87	
34.3.4 Post-Employment Benefits			
a. Contributions to Defined Contribution Plans			
	Particulars	Current Year	Previous Year
	Contribution to Provident and other funds	288.87	205.34
	Contribution to Employee State Insurance	88.44	71.38
	Total	377.31	276.72
b. Defined Benefit Plans			
(i) Gratuity & Leave Encashment			
Liabilities towards gratuity and leave encashment are provided for in accordance with the provisions of Payment of Gratuity Act 1972, Factories Act, 1948 and Shops and Establishment Act, 1988 respectively.			
34.3.5 Related Party Disclosures			
	Name of Related Parties	Nature of Relationship	
a.	PKL Ltd	Enterprises over which Managing director or their relatives have control/significant influence	
b.	Ideal Engineers Hyderabad P. Ltd		
c.	Kabsons Gas Equipment P. Ltd		
d.	Prakun equipments P. Ltd		
e.	Mr. Satish Kabra	Relatives of Key Managerial Personnel	
f.	Mr. Rajiv Kabra (Chairman and Managing Director)	Key Managerial Personnel	
g.	Mr. Krishna Murthy Motamarri (CFO)		
h.	Mr. Nagaraju Musinam (Company Secretary)		
i.	Mr. Venkata Subba Rao Pinapati (Independent Director)		
j.	Mr. Manqal Rathi (Independent Director)		
k.	Ms. Riha Kabra	Significant Shareholder	
l.	Lata Engineering Company Private Ltd		
m.	Kabsons Technologies P. Ltd	Subsidiary Company of Significant Shareholder	
n.	SK leasing services	Propriety concern owned by relatives of Managing Director	
o.	AP leasing services		
(i) Transaction with key management personnel:			
	Nature of transactions	Current Year	Previous Year
Remuneration			
	- M Krishna murthy (CFO)	2,340.00	20,091.90
	- Nagaraju Musinam (CS)	336.00	336.00
Sitting fees			
	- P.V.Subba Rao (Independent Director)	20.00	20.00
	- Manqal Rathi (Independent Director)	20.00	20.00
	- Riha Kabra (Director)	15.00	20.00

(All amounts in thousands, unless otherwise stated)

(ii) Transactions with Significant Shareholder- Lata Engineering Company Private Limited

Nature of transactions	Current Year	Previous Year
Cylinder deposit:		
Outstanding at the beginning of the year	—	74.93
Less: Written off during the year	—	74.93
Outstanding at the end of the year	—	—
Balance in current account (payable) / receivable	—	—

(iii) Transactions with Enterprises over which Managing Director and his relatives have control/significant influence- PKL Limited

Nature of transactions	Current Year	Previous Year
Godown rent received	540.00	540.00
Rental/hire charges paid	—	—
Purchase of gas	39.98	235.75
Cylinder deposit paid:		
Outstanding at the beginning of the year	403.60	467.91
Less: Written off during the year against old deposits	—	64.31
Add: Paid for the Cylinders taken during the Year	—	—
Outstanding at the end of the year	403.60	403.60
Balance in current account (payable) / receivable	46.63	46.63

(iv) Transactions with Enterprises over which relatives of Managing Directors have control/significant influence- Ideal Engineers Private Limited

Nature of transactions	Current Year	Previous Year
Gas filling charges paid	1.33	3.20
Annual maintenance charges	25.00	50.00
Cylinder deposit paid:		
Outstanding at the beginning of the year	—	97.79
Less: Written off during the year	—	97.79
Outstanding at the end of the year	—	—
Balance in current account (payable) / receivable	NIL	NIL

(v) Transactions with Enterprises over which relatives of Managing Directors have control/significant influence- Kabsons Gas Equipment Private Limited

Nature of transactions	Current Year	Previous Year
Transactions	Nil	Nil
Balance in current account (payable) / receivable	Nil	Nil

(vi) Transactions with Enterprises over which relatives of Managing Directors have control/significant influence- Prakun equipments (P). Ltd

Cylinder deposit paid:	Current Year	Previous Year
Outstanding at the beginning of the year	—	26.05
Less: Written off during the year	—	26.05
Outstanding at the end of the year	NIL	NIL

(vii) Transactions with proprietary concerns in which relatives of Managing Directors are sole proprietors Sk leasing services

Cylinder deposit paid:	Current Year	Previous Year
Outstanding at the beginning of the year	—	39.00
Less: Written off during the year	—	39.00
Outstanding at the end of the year	NIL	NIL

(viii) Transactions with proprietary concerns in which relatives of Managing Directors are sole proprietors-AP leasing services

Cylinder deposit paid:	Current Year	Previous Year
Outstanding at the beginning of the year	—	29.25
Less: Written off during the year	—	29.25
Outstanding at the end of the year	NIL	NIL

(All amounts in thousands, unless otherwise stated)

34.3.6 Financial Instruments**Financial Instruments by category**The Carrying amounts of Financial instruments as of 31st March,2023 is as follows:

Particulars	FVTPL	FVTOCI	Amortised cost	Total
Financial Assets :				
- Investments	24,463.10	-	-	24,463.10
- Trade Receivables	-	-	2,748.51	27,48.51
- Cash and Cash Equivalents	-	-	2,370.44	2,370.44
- Bank Balances other than Cash and Cash Equivalents	-	-	14,651.44	14,651.44
- Loans	-	-	6.00	6.00
- Other Financial Assets	-	-	9,292.02	9,292.02
Total Financial Assets	24,463.10	-	29,068.41	53,531.51
Financial Liabilities :				
- Trade Payables	-	-	3,143.73	31,43.73
- Other Financial Liabilities	-	-	49,206.82	49,206.82
Total Financial Liabilities	-	-	52,350.55	52,350.55

The Carrying amounts of Financial instruments as of 31st March,2022 is as follows:

Particulars	FVTPL	FVTOCI	Amortised cost	Total
Financial Assets :				
-Investments	24,639.90	-	-	24,639.90
- Trade Receivables	-	-	3,138.05	3,138.04
- Cash and Cash Equivalents	-	-	1,963.51	1,963.51
- Bank Balances other than Cash and Cash Equivalents	-	-	19,444.73	19,444.73
- Loans	-	-	1.99	1.99
- Other Financial Assets	-	-	4,467.37	4,467.37
Total Financial Assets	24,639.90	-	29,015.64	53,655.54
Financial Liabilities :				
- Trade Payables	-	-	1,239.12	1,239.12
- Other Financial Liabilities	-	-	38,848.43	38,848.43
Total Financial Liabilities	-	-	40,087.55	40,087.55

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into level 1 to level 3 as described below.

Level 1 – Quoted prices in an active market:

This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of mutual fund investments.

Level 2 – Valuation techniques with observable inputs:

This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). There are no Financial Instruments to be classified under this category.

Level 3 – Valuation techniques with significant unobservable inputs:

This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. There are no Financial Instruments to be classified under this category.

34.3.7 Financial Risk Management Objectives and Policies

The company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include interest rate risk, foreign currency risk, market risk, credit risk and liquidity risk. The company has a risk management policy which not only covers the foreign exchange risks, but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management framework aims to:

1. Create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the company's business plan.
2. Achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.



The following sections provide the details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives policies and processes for the management of these risks.

(i) Market Risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk currency rate risk, interest rate risk and other price risks such as equity risk. Financial instruments affected by market risk include deposits and mutual funds.

a. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of the Company and the Company's financial instruments will fluctuate because of changes in market interest rates. Since the Company has no interest-bearing debts, exposure to interest rate risk is minimal.

b. Foreign Currency Risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

The Company has no transactional currency exposures arising from goods supplied or received that are denominated in a currency other than the functional currency. Hence exposure to foreign currency risk is Nil.

c. Other price risk

Other price risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

The Company is exposed to price risk arising mainly from investments in Mutual Funds recognized at FVTPL.

Sensitivity analysis of 1% change in price of security as on reporting date

Particulars	Impact on Profit & Loss		Impact on OCI	
	2022-23	2021-22	2022-23	2021-22
Mutual Fund (1% change in price)	244.63	246.40	Nil	Nil
Total	(244.63)	(246.40)	Nil	Nil

(ii) Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The credit risk arises from its operation activity primarily from trade receivable and from its financial activity. Customer credit risk is controlled by analysis of credit limit and credit worthiness of the customer on a continuous basis to whom the credit has been granted.

Long outstanding receivable from customer are regularly monitored. The maximum exposure to credit risk at the reporting date is the carrying value of trade and other receivable.

(iii) Liquidity Risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The company ensures that it has sufficient cash on demand to meet expected operational demands including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(Rs. In thousands)

Particulars	Total	On Demand	< 1 year	1 to 5 years	> 5 years
As at 31 March 2023					
Other financial liabilities – Non Current	9,196.70	Nil	Nil	9,196.70	Nil
Borrowings – Current	Nil	Nil	Nil	Nil	Nil
Trade Payables	3,143.73	3,143.70	Nil	Nil	Nil
Other financial liabilities – Current	40,010.12	40,010.12	Nil	Nil	Nil
Total	52,350.55	43,153.85	Nil	9,196.70	Nil
As at 31 March 2022					
Other financial liabilities – Non Current	19,148.11	Nil	Nil	19,148.11	Nil
Borrowings – Current	Nil	Nil	Nil	Nil	Nil
Trade Payables	1,239.12	1,239.12	Nil	Nil	Nil
Other financial liabilities – Current	19,700.32	19,700.32	Nil	Nil	Nil
Total	40,087.55	20,939.44	Nil	19,148.11	Nil

34.3.8 Operating Segments

(All amounts in thousands, unless otherwise stated)

The Company operates only in one business segment namely, sale of gas and hence the requirements of Ind AS - 108 are not applicable.

(a) Information about Products and Services

Product / Services	Revenues
Products	
Sale of gas (trading item)	1,38,766.70
Services	
Gas filling charges	14,951.74
Rental / hire charges	6,964.75
Plant Lease	3,650.60
Rent	5,622.09
Others	-
TOTAL :	1,69,955.88

(b) Information about geographical are as

Geographical Location	Revenues	Non Current Assets and other than financial instruments and deferred tax assets
(A) Within India	1,69,955.88	70,380.55
(B) Outside India	Nil	Nil
TOTAL	1,69,955.80	70,380.55

(c) Information about major customer

The Company derives revenues amount to Rs. 14.72 crores (previous year Rs. 8.82 crores) from a single external customer during the year under report.

34.3.9 Earnings per Share

Particulars	Current Year	Previous Year
(a) Profit/(loss) after tax (in Rs.)	7,896.82	16,008.38
(b) Number of shares outstanding (face value of Rs. 10 each)	17,463.00	17,463.00
(c) Earnings Per Share (in Rs.)	0.45	0.92

34.4 Dues to Micro, Small and Medium Enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006 and in accordance with the notification issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises as defined in the said Act. The company is in the process of compiling the relevant information from its suppliers about their coverage under the said Act and hence required disclosures made to the extent available.

The following are outstanding balances as at 31.03.2022:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Principal amount remaining unpaid to any supplier as at the end of the accounting year (All are within agreed period not due for payment)	Nil	Nil
The amount of interest paid by the buyer in terms of section 16, along with the amounts of payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act;	NIL	NIL
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

34.5 Additional Regularity Information :

- i. Title deeds of immovable properties are held in the name of the Company
- ii. The company has not fair valued any of its investment property items.
- iii. No item of Property, Plant and Equipment and Intangible assets has been revalued during the year.
- iv. The Company has not granted any loans or Advances in the nature of Loans to Promoters, Directors, KMPs and other related parties
- v. Capital working progress - Nil
- vi. Intangible assets under development- Nil
- vii. The Company does not hold any Benami property. No proceeding has been initiated or pending against the company for holding any Benami Property.
- viii. The company has no borrowings from banks or FI on basis of security of current assets.
- ix. The Company has not been declared as a willful defaulter by any Bank or Financial Institutions or other lenders.
- x. Relation with struck off companies - The company has no transactions with a company struck of u/s 248 of Companies act 2013 or section 560 of Companies Act 1956.
- xi. Registration of charges or satisfaction with register of companies- There are no charges or satisfaction yet to be registered with ROC as at 31-3-2023
- xii. Compliance with no. of layers of companies- The company has no subsidiaries
- xiii. Ratios

KABSONS INDUSTRIES LIMITED

(All amounts in thousands, unless otherwise stated)



Sl. No.	Ratio	Year	Numerator	Denominator	CY	PY	% of Variance	Reason for Variance
1	Current Ratio Num: Current Assets Den: Current Liabilities	2023	43,565.54	44,504.40	0.98			There is a decrease in current ratio since current liabilities were increased higher as compared to current assets
		2022	38,472.44	22,196.19		1.73	-43.52%	
2	Debt-Equity Ratio Num: Total Debt Den: Shareholder's Equity	2023	0	91,460.96	0	NA		
		2022	0	84,798.46		0	NA	
3	Debt Service Coverage Ratio Num: Earnings available for debt service Den: Debt Service	2023	NA					
		2022	NA					
4	Return on Equity Ratio Num: Net Profit after taxes-Preference Dividend Den: Average Shareholder's Equity	2023	7,896.82	91,460.96	0.09			
		2022	16,008.38	84,798.46		0.19	-47.37%	
5	Inventory Turnover Ratio Num: Cost of goods sold or sales Den: Average Inventory	2023	1,38,766.70	12,75.42	108.80			
		2022	82,646.22	1,462.66		56.50	192.56%	
6	Trade receivables turnover Ratio Num: Net Credit Sales Den: Average Accounts Receivable	2023	1,69,955.88	2,943.28	57.74			
		2022	1,13,517.56	3,301.45		34.38	67.94%	
7	Trade Payables turnover Ratio Num: Net Credit Purchases Den: Average Accounts Payables	2023	1,36,535.10	2,191.43	62.30			
		2022	83,264.57	1,562.40		53.29	16.91%	
8	Net Capital turnover Ratio Num: Net Sales Den: Working Capital	2023	1,69,955.88	(9,38.86)	NA			
		2022	1,13,517.56	16,276.25		6.97	NA	
9	Net Profit Ratio Num: Net Profit after Tax Den: Net Sales	2023	7,896.82	1,69,955.88	0.05			
		2022	16,008.38	1,13,517.56		0.14	-35.71%	
10	Return on Capital employed Num: Earnings before interest and Taxes Den: Capital Employed	2023	8,715.07	63,120.81	0.14			
		2022	16,497.22	52,795.76		0.31	-55.81%	
11	Return on investment Num: Income earned Den: Avg value of investments	2023	(176.80)	24,551.49	-0.01			
		2022	27,644.59	18,607.90		0.15	-104.85%	

- xiv. There are no Schemes of Arrangements approved by the Competent Authority under sections 230 to 237 of the Act
- xv. a) The Company has not advanced to or loaned to or invested funds in any other person(s) or entity(ies), including foreign entities (intermediaries) with understanding that such intermediaries shall:
- (i) 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
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- b) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (funding party) with understanding (whether recorded in writing or otherwise):
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by funding party (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 34.6 there is no additional information to disclose as required by para 7 of the General Instructions on P & L preparation given in Part II of the DIVN II of Schedule III to the Companies Act 2013 for the year under report other than the disclosed at the appropriate places
- i. Undisclosed income-The company has no transactions that were not recorded in books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under Income tax act 1961.
 - ii. The Company is not covered under the obligation to incur CSR Expenditure as per section 135 of the Companies Act, 2013.
 - iii. The Company has not invested or traded in Crypto currency or Virtual Currency.

34.5 Previous Year's figures have been reclassified, wherever necessary so as to conform with those of Current Year.

34.6 Recent accounting pronouncements:

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1, Presentation of Financial Statements – This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the financial statements.

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 12, Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.



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