

Date: 2nd September, 2024

The Listing Department,
BSE Ltd. (Designated Stock Exchange)
PJ Towers, Dalal Street,
Mumbai- 400 001
Stock Code: 532925

The Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Stock Code: KAUSHALYA

Dear Sir/Madam,

Subject : Submission of Annual Report for the Financial Year 2023-24

Pursuant to provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the Financial Year 2023-24.

This is for your information and record.

Thanking you,
Yours faithfully

For Kaushalya Infrastructure Dev. Corp. Ltd.



Sanjay Lal Gupta
Whole-time Director &
Company Secretary
DIN: 08850306

Encl: as above

**32nd
Annual
Report
2023-24**



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Mahesh Mehra

Whole-time Director

Mrs. Minoti Nath

Woman Independent Director

Mr. Ram Krishna Mondal

Independent Director

Mr. Sandip Sarkar

Independent Director

Mr. Tarak Nath Mishra

Whole-time Director & Chief Financial Officer

Mr. Sanjay Lal Gupta

Whole-time Director & Company Secretary

REGISTRAR AND SHARE TRANSFER AGENT

CB Management Services (P) Limited

Rasoi Court, 5th Floor, 20, R. N. Mukherjee Road,
Kolkata- 700 001

Ph.: 2280-6692 40116700, 40116711, 40116718, 40116723

Email : rta@cbmsl.com, Website : www.cbmsl.com

STATUTORY AUDITORS

M/s. KASG & Co.

Chartered Accountants

Unit-406, 4th floor, Wing-B

Haute Street, 86A, Topsia Road

Kolkata - 700 046

E-mail: rbajaj.kasg@gmail.com

SECRETARIAL AUDITORS

M/s. B. K. Barik & Associates

Practicing Company Secretary

3A, Garstin Place, 4th Floor, Kolkata- 700 001

E-mail: satyabrata_mika@yahoo.co.in

BANKERS

HDFC Bank and SBI

REGISTERED OFFICE

HB- 170, Sector- III, Salt Lake, Kolkata- 700 106

Tel- (033) 2334 4148

Website: www.kaushalya.net

E-mail: info@kaushalya.net

Notice

Notice is hereby given that the Thirty Second (32nd) Annual General Meeting (AGM) of the Members of **Kaushalya Infrastructure Development Corporation Limited** (the Company) will be held on Friday, the 27th day of September, 2024 at 02:00 P.M. through two-way video conferencing (VC)/ Other Audio-Visual Means (OAVM) facility to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements (Standalone and Consolidated Financial Statements) of the Company for the year ended 31st March, 2024 together with the report of Board of Directors and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Tarak Nath Mishra (DIN- 08845853), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. KASG & Co, Chartered Accountants, (FRN.: 002228C) as Statutory Auditor of the Company and to fix their remuneration:

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

“RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. KASG & Co., Chartered Accountants, (FRN.: 002228C) be and are hereby appointed as Statutory Auditors of the Company who shall hold the office, for the first term, for a period of 5 (Five) years from the conclusion of this (32nd) Annual General Meeting till the conclusion of Thirty Seventh (37th) AGM of the Company to be held in 2029, on such remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.”

“RESOLVED FURTHER THAT any of the Board of Directors be and is hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-form with Registrar of Companies.”

SPECIAL BUSINESS:

4. To approve continuation of Mr. Ram Krishna Mondal (DIN: 02065330) as a non-executive Independent Director beyond the age of 75 Years.

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

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr. Ram Krishna Mondal (DIN: 02065330) as Non-executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till 6th May, 2025.”

“RESOLVED FURTHER THAT any of the Board of Directors be and is hereby empowered and authorized to take such steps, in relation to the above and to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board

Kaushalya Infrastructure Development Corporation Ltd

Sanjay Lal Gupta

Whole-time Director &

Company Secretary

Membership No: 43560

Dated: August 28, 2024

Registered Office:

HB-170, Sector III, Salt Lake

Kolkata-700106

CIN-L51216WB1992PLC055629

Phone - 033-23344148

Email - info@kaushalya.net

Notice (contd.)

NOTES

1. The Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) vide their various Circulars permitted the companies to conduct General Meeting through VC/ OAVM, subject to compliance of various conditions as mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) the 32nd Annual General Meeting of the Company is being convened and conducted through VC/ OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. Explanatory Statement pursuant to Section 102 of the Act relating to the Special Business to be transacted at the meeting described at item nos. 3 and 4 of the Notice of the 32nd AGM is annexed hereto.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Bodies Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. **THE FACILITY TO APPOINT A PROXY TO ATTEND AND CAST VOTE FOR THE SHAREHOLDER IS NOT MADE AVAILABLE FOR THIS AGM** and hence the Proxy Form and Attendance Slip including route map is not annexed to this Notice.
4. The Members can join the AGM in the VC/ OAVM mode 15 minutes before 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 for 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.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. The shareholders, seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company from 23rd September, 2024, at 10.00 A.M. till 25th September, 2024 6.00 P.M through email on info@kaushalya.net. The same will be replied by/ on behalf of the Company suitably.
7. In line with the Circulars issued by MCA and SEBI, the Annual Report including Notice of the AGM of the Company indicating the process and manner of e-voting is being sent only by Email, to all the shareholders whose Email IDs are registered with the Company/ Depository Participant(s) (“DP”) for communication purposes to the shareholders and to all other persons so entitled. The

Notice (contd.)

- same is also hosted on the website of the Company at www.kaushalya.net under the sub heading 'Financials' of the heading 'Investor Relationship' for download. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of National Securities Depository Limited ("NSDL"), the agency for providing the Remote e-Voting facility i.e., www.evoting.nsdl.com.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September 2024 to 27th September, 2024 (both days inclusive) for the purpose of this AGM.
 9. Shareholders holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details to their DP. Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrars and Transfer Agent—**M/s. CB Management Services Private Limited ("RTA")** to provide efficient and better services. Shareholders holding shares in physical form are requested to intimate such changes to RTA at rta@cbmsl.com.
 10. 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 their PAN to their Depository Participants with whom they are maintaining their de-mat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA for registration of transmission/ transposition, deletion of name etc.
 11. Shareholders 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 shareholders after making requisite changes.
 12. A statement containing details of the Directors seeking appointment/re-appointment at the AGM as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith the Notice.
 13. In case of joint holders attending the AGM, 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.
 14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a

Notice (contd.)

member using remote e-Voting system will be provided by NSDL.

15. The cut-off date for the purpose of remote e-voting and e-voting at the AGM shall be 20th day of September, 2024. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
16. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
17. The Company has appointed M/s. M. Shah Nawaz & Associates, Practicing Company Secretaries (Membership No. 21427, COP. No. 15076) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
18. The result of remote e-voting and e-voting at the AGM along with the Scrutinizer's Report shall be placed on the Company's website www.kaushalya.net and on the website of NSDL www.evotingindia.nsdl.com in due course. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 24th September, 2024 at 09:00 A.M. and ends on 26th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. 20th September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20th September, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Notice (contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
	<p>2. If you are 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="706 1446 1063 1647" style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div> </div>

Notice (contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	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. The 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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Important note:

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. NSDL and CDSL.

Login type	Helpdesk details
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 022 - 4886 7000
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 21 09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which

is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
 6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.
- Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**
- How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**
1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to

Notice (contd.)

cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to msassociates16@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms.

Pallavi Mhatre, Senior Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 info@kaushalya.net.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@kaushalya.net.. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM 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 in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system.
2. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
3. Members are encouraged to join the Meeting through Laptops for better experience.

4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. 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.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at info@kaushalya.net latest by 5.00 p.m. (IST) on Monday, 23rd day of September, 2024.
7. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at info@kaushalya.net latest by 5.00 p.m. (IST) on Monday, 23rd day of September, 2024. The same will be replied by the company suitably.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/camera along with good internet speed.
10. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
11. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in or call 1800 1020 990 / 1800 22 44 30.

Notice (contd.)

EXPLANATORY STATEMENT

Pursuant to section 102(1) of the Companies Act, 2013

Item No. 3

On the recommendation of the Audit Committee and Board of Directors in their meeting held on January 31, 2024, the members of the Company approved the appointment of M/s. KASG & Co., Chartered Accountants (FRN: 002228C) as the Statutory Auditors on April 30, 2024, to fill the casual vacancy caused by the resignation of M/s. Barkha & Associates, Chartered Accountants till the conclusion of 32nd Annual General Meeting of the Company.

As per the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, the Statutory Auditors appointed to fill causal vacancy can hold office up to the conclusion of ensuing Annual General Meeting. In view of the above, the Board of Directors of the Company, on the recommendation of the Audit Committee, recommended for the approval of the Members, the appointment of M/s. KASG & Co., Chartered Accountants, as the Statutory Auditors of the Company for the first term for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting to be held in 2029, on such remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

The Board is of the opinion that the Firm has the ability to serve its clients in multiple sectors and have expertise to cater to the audit requirements of the Company. Considering the above, the Board and Audit Committee are of the view that continuance of M/s. KASG & Co, Chartered Accountants as Auditors of the Company will be beneficial to the Company, shareholders and other stakeholders as well, therefore recommends their appointment as the Auditors of the Company for first term for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 37th Annual General Meeting to be held in the year of 2029.

M/s. KASG & Co, Chartered Accountants have conveyed their consent to act as Statutory Auditors of the Company and have also provided their necessary certificate of eligibility for appointment

as Statutory Auditors of the Company as required in section 139(1) and 141(3) of the Companies Act, 2013, confirming the fact that they are not disqualified to be appointed as Statutory Auditors. None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

Item No. 4

Mr. Ram Krishna Mondal was appointed as an Independent Non-Executive Director of the Company by the members at the 28th Annual General Meeting of the Company held on 28th September, 2020 for a period of five consecutive years commencing from May 7, 2020 to May 6, 2025, based on recommendation of Nomination and Remuneration Committee.

In terms of Regulation 17(1A) of SEBI Listing Regulations, consent of members by way of Special Resolution is required for appointment or continuation of directorship of Independent Non-Executive Director, beyond the age of 75 years.

Further, Mr. Ram Krishna Mondal will attain the age of 75 years with effect from October 29, 2024 and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till May 6, 2025.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Ram Krishna Mondal as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr. Ram Krishna Mondal as an Independent Director till the expiry of the current term till May 6, 2025, for the approval by the shareholders of the Company.

None of the Directors or Key Managerial Personnel or their relative(s) is/ are in any way concerned or interested, in passing of the above mentioned resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the Members.

Notice (contd.)

Details of Directors seeking appointment / reappointment at the forthcoming AGM

[In pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.]

Particulars	Mr. Tarak Nath Mishra	Mr. Ram Krishna Mondal
Date of Birth	January 5, 1969	October 29, 1950
Date of 1st appointment on the Board	August 29, 2020	May 7, 2020
Educational Qualification	B. Com Graduate from Calcutta University	Degrees in B.Sc. in Chemistry Honors, B. Tech in Chemical Engineering & Chemical Technology, M. Tech in Chemical Technology and also Ph.D. in Chemical Technology
Expertise in specific functional areas	Mr. Mishra has vast experience in the field of finance. He assisted in managing the financial matters of the company. He is having more than 33 years of experiences in the field of finance, personnel and administration, direct and indirect taxes, corporate finance, accounting systems and processes.	Mr. Mondal is highly qualified and has more than 42 year of experience in Lab testing. He has conducted many training sessions as trainer all over India has conducted assessment of laboratories in China, Riyadh, Sudan, Jordan, Bangladesh & Sri Lanka.
Remuneration to be paid	As per the terms of appointment and remuneration policy of the Company	As per the terms of appointment and remuneration policy of the Company
Number of meetings of the Board attended during the financial year 2023- 24	6 out of 6	6 out of 6
Directorship in other Companies as on March 31, 2024	None	Aglow Quality Control Laboratory Private Limited
Chairman/ Member in the Committees of the Boards of the Companies as on March 31, 2024	None	None
Number of shares held as on March 31, 2024	15	None
Inter-se-relation between Directors	N. A	N. A

Directors' Report

Dear Shareholders,

The Directors are delighted to present the 32nd Annual Report together with the Audited Accounts for the financial year ended March 31, 2024.

Financial Performance

A summary of the financial performance of the company for the year ended March 31, 2024 is summarized below:

(₹ In Lakhs)

Particulars	Standalone				Consolidated			
		31.03.24		31.03.23		31.03.24		31.03.23
Contract Revenue & Other Income		1,664.37		109.86		1,664.78		112.51
Profit before Depreciation, Interest & Tax		1,417.25		(89.57)		1,391.48		(117.27)
Less : Depreciation	8.32		13.59		8.32		13.59	
Interest	61.53	69.85	60.68	74.27	0.13	8.45	0.47	14.06
Profit before Tax		1,347.40		(163.84)		1,383.03		(131.33)
Less : Provision for Tax	–		–		–		–	
Current Tax	–		–		8.97		8.65	
Deferred Tax	264.54		13.88		264.54		13.87	
Prior Years Tax	–		–		(1.10)		(0.18)	
Total Income Tax for Year		264.54		13.88		272.41		22.34
Net Profit/(Loss) After Tax		1,082.86		(177.72)		1,110.61		(153.67)
Less : Minority Interest		–		–		13.60		12.12
Add: Share of Profit of Associate		–		–		399.75		1,699.52
Net Profit After Minority Interest		–		–		1,496.77		1,533.73
Balance b/f from previous year		(4,674.59)		(4,496.88)		(3,040.56)		(4,574.30)
Balance available for appropriations		(3,591.73)		(4,674.59)		(1,543.80)		(3,040.56)
APPROPRIATIONS								
Transfer to General Reserve		–		–		–		–
Balance Carried to Balance Sheet		(3,591.73)		(4,674.59)		(1,543.80)		(3,040.56)

State of Affair & Operations Review

During the year under review on a Standalone basis the Company has registered total income of Rs. 1,664.37 Lakhs as against Rs. 109.86 Lakhs in the previous year. The Company has recorded other income of Rs. 1,620.06 Lakh during current year w.r.t write back of loan liability which is attributed to a gain from the settlement of a Loan of Indian Overseas Bank Account.

The Company has successfully made the payments of all the installments as outlined in the sanctioned letter dated March 29, 2018 with respect to the restructured loan of Indian Overseas Bank and the Company had also received a No Due Certificate in this regard. The Company has already made

Directors' Report (contd.)

the full payment of the settled amount in respect to debts of SBI Account and received a no dues certificate dated June 1, 2018.

The Profit/(Loss) before depreciation, interest and tax for the year stood to Rs. 1,417.25 Lakhs as compared to Rs. (89.57) Lakhs in previous year. The Profit/ (Loss) After Tax for the F.Y. 2023- 24 is Rs. 1,082.86 Lakhs against previous F.Y Rs. (177.72) Lakhs.

On Consolidated basis, during the year under review the Total Income of the Company stood to Rs. 1,664.78 Lakhs as against Rs. 112.51 Lakhs in the previous year. The Company has recorded other income of Rs. 1,620.06 Lakh during current year w.r.t write back of loan liability which is attributed to a gain from the settlement of a Loan of Indian Overseas Bank Account. The EBITDA of the Company stood at Rs. 1,391.48 Lakhs for the F.Y 2023- 24 as compared to Rs. (117.27) Lakhs in the previous year.

The report on the highlights of performance of its subsidiaries, associates and joint venture and their contribution to the overall performance of the company during the period under review is given in Form AOC-1 and forms an integral part of this Annual Report.

Dividend

During the year under review, the Board does not recommend payment of dividend on equity shares of the Company.

General Reserve

During the year under review, the Company has not transferred any amount to the General Reserve.

Employee Stock Option Scheme

During the year under review, the Company has not come out with Employee Stock Option Scheme.

Nature of Business

The Company operates under two segments:

- i) Construction, and
- ii) Hotel.

During the year under review, there has been no change in the nature of business of the Company.

Material Changes and Commitments after the Balance Sheet Date

There have been no other material changes and commitments affecting the financial position of the Company except above which have occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of the report.

Subsidiary Companies & Associate Companies

As on 31st March 2024, the Company has the following subsidiaries, step down subsidiary, associates and joint ventures:

Subsidiaries	Bengal KDC Housing Development Limited	KDC Nirman Limited	Kaushalya Energy Private Limited (Struck-off w.e.f December 9, 2023)
Associates	Orion Abasaan Private Limited	Kaushalya Nirman Private Limited	Kaushalya Township Private Limited
Joint Venture	KIDCO-NACC		

Directors' Report (contd.)

A Policy has been formulated for determining the Material Subsidiaries of the Company pursuant to the Regulation 16(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Policy has been made available on the Company's website at <http://www.kaushalya.net/MATERIAL%20SUBSIDIARY.pdf>

The Company has one material Subsidiary namely Bengal KDC Housing Development Ltd as on 31st March, 2024.

Pursuant to section 129(3) of the act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of Subsidiaries/ Associate Companies/ Joint Venture is given in Form AOC-1 and forms an integral part of this Annual Report.

Consolidated financial statements

In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared Consolidated Financial Statements of the Company and of all its subsidiaries, associates and joint venture, which is forming part of the Annual Report. As per the provisions of section 136 of the Companies Act, 2013, separate audited financial statements of its subsidiaries are being placed on its website <http://www.kaushalya.net/others.htm>

Listing of equity shares

The Company's Equity Shares are listed on the BSE Ltd and National Stock Exchange of India Ltd.

Change in Share Capital

The Company's Authorized Share Capital as on 31st March, 2024 is Rs. 35,00,00,000/- (Rupees Thirty-Five Crores Only) comprising 3,50,000 Equity Shares of Rs. 1,000/- each and Company's Paid-up Share Capital as on 31st March, 2024 is Rs. 34,63,06,000/- (Rupees Thirty-Four Crores Sixty-Three Lakhs Six Thousand Only) comprising of 3,46,306 Equity Shares of Rs. 1,000/- each.

The Company had filed a petition with the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, on September 26, 2022 for consolidation of equity shares of F.V. Rs 10/- each to F.V Rs. 1,000/- each.

Subsequently, on July 26, 2023 an order was issued by the Hon'ble NCLT approving the consolidation of entire Issued, Subscribed, Paid-up and Authorized Share Capital of the Company by increasing the face value (nominal value) of the equity shares from Rs. 10/- each to Rs. 1,000/- each.

The Company had fixed a record date i.e. January 12, 2024 for determining the name of the shareholders who are eligible to receive equity shares of Rs. 1,000/- each. Following the consolidation, no shareholder shall retain a fraction of a share and all the fractional entitlements resulting from the consolidation has been aggregated into whole shares and entrusted to a trustee appointed by the Board of Directors and net sale proceeds from sale of such shares will be held by the trustee, who will allocate the proceeds to the company members proportionally based on their fractional entitlements.

To facilitate the said consolidation, 30 shares of Rs. 10/- each held by the promoters of the Company has been cancelled.

Transfer to Investor Education and Protection Fund.

During the year under review, there has been no transfer to Investor Education and Protection fund by the Company.

Directors' Report (contd.)

Board of Directors

As of March 31, 2024, the Board of the Company has an optimum combination of Executive and Non- Executive Directors. The following individuals hold Executive and Non-Executive Independent Directors positions in the Company:

Executive Directors:

1. Mr. Mahesh Mehra (DIN-00086683) - Whole-time Director
2. Mr. Tarak Nath Mishra (DIN-08845853) - Whole-time Director & Chief Financial Officer
3. Mr. Sanjay Lal Gupta (DIN-08850306) - Whole-time Director & Company Secretary

Non-Executive Independent Directors:

1. Mrs. Minoti Nath (DIN-07017530) - Woman Independent Director
2. Mr. Sandip Sarkar (DIN-07691831) - Independent Director
3. Mr. Ram Krishna Mondal (DIN-02065330) - Independent Director

Mr. Tarak Nath Mishra, Whole-time Director is due to retire by rotation, and being eligible, he has offered himself for re-appointment.

Resolutions seeking approvals of the members for the appointments and re-appointments have been incorporated in the notice of the Annual General Meeting (AGM). Detailed resumes of the directors who are proposed to be appointed or re-appointed are provided in the notice of the ensuing AGM, as required under the Code of Corporate Governance.

Mr. Ram Krishna Mondal will attain the age of 75 years with effect from October 29, 2024 and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till May 6, 2025.

The Board is of the opinion that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Ram Krishna Mondal as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr. Ram Krishna Mondal as an Independent Director till the expiry of his current term till May 6, 2025.

All the Independent Directors have provided declarations confirming that they meet the independence criteria prescribed under Section 149(6) of the Companies Act, 2013, and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also complied with the Code for Independent Directors as specified in Schedule IV to the Act. Additionally, as required by Section 150(1) of the Companies Act, 2013, they have registered themselves as Independent Directors in the independent director data bank maintained by the Indian Institute of Corporate Affairs. Furthermore, all directors have confirmed their adherence to the Company's Code of Business Conduct & Ethics. The Independent Directors, who were required to undergo the online proficiency self-assessment test, have successfully cleared the test.

Directors' Report (contd.)

Key Managerial Personnel

In compliance of the provisions of Section 203 of the Companies Act, 2013, the following persons are the Key Managerial Personnel (KMP) of the Company:

- (a) Mr. Mahesh Mehra, Whole-time Director;
- (b) Mr. Tarak Nath Mishra, Whole-time Director & Chief Financial Officer; and
- (c) Mr. Sanjay Lal Gupta, Whole-time Director & Company Secretary.

Directors' Responsibility Statement

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(5) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 with the Stock Exchanges in the preparation of the annual accounts for the year ended 31st March, 2024:

- I. In the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures;
- II. The Directors 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 profits and loss of the Company for that period;
- III. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV. The Directors had prepared the annual accounts on a going concern basis;
- V. The Directors have laid down internal financial controls for the Company and such internal financial controls are adequate and operating effectively; and
- VI. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Particulars of remuneration of employees

The particulars of remuneration of employees, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in a separate annexure as "Annexure-I" attached hereto and forms part of the Annual Report.

Deposits

During the year, the Company has not accepted any deposit from the public/ members under Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Number of meetings of the Board

The Board of Directors convened a total of 6 (six) meetings during the financial year under review. Comprehensive information regarding these meetings is available in the Corporate Governance Report, which is an integral part of the Annual Report.

Directors' Report (contd.)

Audit Committee

The Company established the Audit Committee, and comprehensive details regarding the terms of reference, the number and dates of meetings conducted, attendance records, and other relevant information are presented separately in the attached Corporate Governance Report.

It is noteworthy that during the year under review, there were no instances where the Board did not accept the recommendations put forth by the Audit Committee.

Nomination & Remuneration Committee

The Company established a Nomination & Remuneration Committee, and a comprehensive overview of its terms of reference, the number and dates of meetings conducted, attendance records, and other pertinent details are provided separately in the attached Corporate Governance Report, which forms an integral part of this Annual Report.

Stakeholders' Relationship Committee

The Company established a Stakeholders' Relationship Committee, and a comprehensive overview of its terms of reference, the number and dates of meetings conducted, attendance records, and other pertinent details are provided separately in the attached Corporate Governance Report, which forms an integral part of this Annual Report.

Corporate Social Responsibility Committee

The Company does not fall under the criteria as mentioned in section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibilities) Rules, 2014. Therefore, the Company was not required to formulate Corporate Social Responsibility (CSR) Policy and constitute CSR Committee.

Whistleblower/Vigil Mechanism Policy

The Company has in place a whistleblower policy to deal with unethical behavior, victimization, fraud and other grievances or concerns, if any. The aforementioned whistleblower policy can be accessed on the Company's website at <http://www.kaushalya.net/VIGIL%20MECHANISM.pdf>

Risk Management Policy

The Company has implemented a well-defined Risk Management framework to effectively identify, assess, monitor, and mitigate various risks that could impact its key business objectives. This framework ensures that major risks identified by different business units and functions are systematically addressed through ongoing mitigating actions.

The Risk Management Policy of the Company outlines the process for identifying risks, assessing their potential impact, and establishing procedures to minimize these risks. This policy is regularly reviewed to ensure that the executive management remains in control of the risks in accordance with the established guidelines. By adhering to this policy, the Company aims to proactively manage potential risks and maintain a secure and stable operating environment.

Directors' Appointment and Remuneration Policy

The Company has formulated Policy on Directors' Appointment and Remuneration, which encompasses the criteria for determining qualifications, positive attributes, independence of a Director, and other relevant matters as required under sub-sections (3) and (4) of Section 178, is accessible on the Company's website at the following link: http://www.kaushalya.net/KIDCO_NRP.pdf

Directors' Report (contd.)

Sexual Harassment Policy

The Company has a Policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace 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”.

During the year under review, the Company has not received any complaint under the Policy.

Board Evaluation

Pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has carried out an annual evaluation of its own performance, of the individual Directors as well as the working of its Audit, Nomination & Remuneration and Stakeholders' Relationship committees. The manner in which the evaluation has been carried out has been explained in the attached Corporate Governance Report that forms an integral part of this Annual Report.

Particulars of Loans, Investments and Guarantees

Details of Loans, Guarantees and Investments covered under the provisions of section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the particulars of loans/advances given to subsidiaries have been disclosed in the Annual Accounts of the Company.

Related Party Transactions

In line with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Policy on Related Party Transactions (“RPTs”) which is also available on the Company's website at <http://www.kaushalya.net/KIDCORELATED.pdf>

All contracts or arrangements entered into by the Company with its related parties during the financial year were in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All such contracts or arrangements, which were approved by the Audit Committee, were in the ordinary course of business and on arm's length basis. No material contracts or arrangements with related parties were entered into during the year under review. Accordingly, the disclosure of Related Party Transactions as required in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 in Form AOC -2 is not applicable for this year

For detailed insights, kindly refer to Note No. 36 provided in the Standalone Financial Statements and Note No. 40 provided in the Consolidated Financial Statements, which provides a comprehensive breakdown of related party transactions.

Extract of annual return

The details forming part of extract of Annual Return is annexed herewith as “Annexure- II”. Further, as per provisions of Section 92(3) of the Companies Act, 2013 (the Act), the Annual Return of the Company in Form MGT-7 is also hosted on the website of the Company. The same can be accessed in web-link i.e., www.kaushalya.net.

Directors' Report (contd.)

Significant and material orders passed by the regulator/court/ tribunals etc.

The Company had filed a petition with the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, on September 26, 2022 for consolidation of equity shares of F.V. Rs 10/- each to F.V Rs. 1,000/- each.

Subsequently, on July 26, 2023 an order was issued by the Hon'ble NCLT approving the entire Issued, Subscribed, Paid-up and Authorized Share Capital of the Company by increasing the face value (nominal value) of the equity shares from Rs. 10/- each to Rs. 1,000/- each. The Company had fixed a record date i.e., January 12, 2024 for determining the name of the shareholders who are eligible to receive equity shares of Rs. 1,000/- each and made the allotment of new shares having face value of Rs. 1,000/- each in the ratio of 100:1 and all the fractional entitlements resulting from the consolidation has been aggregated into whole shares and entrusted to a trustee appointed by the Board of Directors and net sale proceeds from sale of such shares will be held by the trustee, who will allocate the proceeds to the company members proportionally based on their fractional entitlements at the earliest but not later than 1 year from the record date i.e. 12.01.2024.

The company had entered into a joint venture for executing a contract for setting up a small hydro power project of 2 megawatts for Uttarakhand Jal Vidyut Nigam Ltd (UJVNL). It was decided that since the company was the lead partner and has 90% share in the contract. A dispute arose in the project and the contract was terminated. Arbitration proceedings against UJVNL for recovery of expenses already incurred by it along with loss of profits due to termination of the contract were initiated. The same were concluded in March, 2022 and award was received in favour of the Joint venture in April, 2022.

However, the said award was challenged and subsequently appealed by the UJVNL before the Additional District Judge (Commercial), Dehradun. The matter is still subjudice and hearings are going on.

In connection with the subjudice matter involving the Enforcement Directorate (ED) under the Prevention of Money Laundering Act, 2002, where the ED attached certain bank accounts belonging to the company, its subsidiary, and associates, along with specific lands owned by associates. The company has filed an appeal before the Appellate Tribunal.

As of 2023-24, the matter remains subjudice with the Appellate Tribunal, and the legal process is ongoing.

Internal Financial Control

The Company has in place adequate internal financial control with reference to the financial statements. During the year, such control was reviewed and no reportable material weakness was observed.

Corporate Governance

The Company is dedicated to upholding the highest standards of corporate governance and strictly adheres to the corporate governance guidelines specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Report on Corporate Governance, as mandated by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is an essential and integrated part of this Annual Report. By ensuring robust corporate governance practices, the Company aims to maintain transparency, accountability, and the trust of its stakeholders.

Directors' Report (contd.)

Management Discussion and Analysis

The Company aims to keep its stakeholders well-informed and foster transparency in its communication with the investors and shareholders. The Management Discussion and Analysis for the year under review, as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, is presented in a separate section forming part of this Annual Report provides valuable insights into the Company's performance, key financial indicators, business outlook, and significant events that have shaped the Company's operations during the year

CEO/CFO Certification

As required by the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO/ CFO certification has been submitted to the Board and a copy thereof is contained elsewhere in this Annual Report.

Auditors & Auditors' Report

M/s. Barkha & Associates, Chartered Accountants (FRN: 327573E) were appointed as the Statutory Auditors of the Company at the 29th AGM held on September 24, 2021 for a period of five years on such remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

On January 24, 2024, M/s. Barkha & Associates, Chartered Accountants, resigned from the position of Statutory Auditors of the Company due to their pre- occupation with other assignments. The Board of Directors of the Company in their meeting held on January 31, 2024 appointed M/s. KASG & Co., Chartered Accountants, (FRN: 002228C) as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Barkha & Associates, Chartered Accountants, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and to be approved by the Board of Directors of the Company, subject to the approval of the shareholders in the General Meeting. Subsequently, the recommendation of the Board for appointment of M/s. KASG & Co., as Statutory Auditors of the Company approved by the shareholders in Extra- ordinary General Meeting held on April 30, 2024, who shall hold office till the conclusion of ensuing Annual General Meeting.

M/s. KASG & Co., Chartered Accountants, (FRN: 002228C), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, is within the limits prescribed under the Companies Act, 2013. The Board recommends the appointment of M/s. KASG & Co., as the Statutory Auditors in casual vacancy caused by the resignation of M/s. Barkha & Associates.

The reports given by M/s. KASG & Co., Chartered Accountants, (FRN: 002228C), the Statutory Auditors, on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 forms an integral part of this Annual Report and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Reports.

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under section 143(12) of The Companies Act, 2013 and rules made thereunder.

Directors' Report (contd.)

Secretarial Audit Report

Pursuant to the provisions of section 204 of the Companies Act, 2013 and rules made there under, the Board of Directors had appointed M/s. B. K. Barik & Associates, Company Secretaries as Secretarial Auditors to carry out the Secretarial Audit of the Company for the financial year 2023- 24.

The Report given by them for the said financial year in the prescribed format is annexed to this Report as “**Annexure-III**”. The secretarial audit report does not contain any qualifications, reservation or adverse remarks.

The Company has one material unlisted subsidiary incorporated in India, namely **Bengal KDC Housing Development Ltd.** The Secretarial Audit Report by M/s. B. K. Barik & Associates, Company Secretaries for the financial year 2023- 24 of Bengal KDC Housing Development Ltd. in the prescribed format is annexed to the Annual Report of Bengal KDC Housing Development Ltd. for the said financial year.

Pursuant to Regulation 24A of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, the Annual Secretarial Compliance Report of the Company is uploaded on the website of the Company at http://www.kaushalya.net/KIDCO_ASCR_31032023.pdf. The secretarial audit report and Annual Secretarial Compliance Report does not contain any qualifications, reservation or adverse remarks.

Cost Auditors

The cost audit under section 148 of Companies Act, 2013 read with its rule is not applicable for the Company for the financial year ended 31st March, 2024.

Restructuring of Debts

The Company's debts to Indian Overseas Bank (IOB) and State Bank of India (SBI) which were assigned to Alchemist Asset Reconstruction Company Limited - Trust VII (AARC) on March 24, 2017, and December 29, 2017, respectively has been settled. The Company successfully paid all installments for the restructured IOB loan as per the sanctioned letter dated March 29, 2018, and received a No Due Certificate. Additionally, the Company fully paid the settled amount for the SBI debt and received a No Due Certificate dated June 1, 2018.

Compliance with Secretarial Standards

During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Other Information

The Audit Committee of the Company has reviewed the audited financial statements for the year under review at its meeting held on May 30, 2024 and recommended the same for the approval of the Board of Directors.

Directors' Report (contd.)

Annexures forming a part of this Directors Report

The Annexures referred to in this report and other information, which are required to be disclosed are annexed herewith and forms a part of this report of the Directors:

Annexure	Particulars
I	Particulars of Remuneration of Employees.
II	Extract of Annual Return.
III	Secretarial Audit Report.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Presently, the Company is not engaged in any activity relating to conservation of energy or technology absorption and therefore, during the year under review, the Company has no foreign exchange earnings and outgoes.

Appreciation

The Board of Directors wish to thank the Government of India, the Government of West Bengal, the Financial Institutions, its Bankers, Alchemist Asset Reconstruction Company Limited, Shareholders, Customers, Dealers and other Business Associates for the support received from them during the year. The Directors of the Company place on record their sincere appreciation for all employees of the Company and for their unstinted commitment and continued contribution to the Company.

For and on behalf of the Board

Dated: 28th August, 2024

Registered office:

HB-170, Sector-III, Salt Lake

Kolkata-700106

CIN-L51216WB1992PLC055629

Mahesh Mehra
Whole-time Director
DIN : 00086683

Sanjay Lal Gupta
Whole-time Director &
Company Secretary
DIN-08850306

Annexure to Directors' Report

Annexure I to the Directors' Report

Particulars of Remuneration of Employees

As required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The Percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial year 2023- 24, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023- 24 and the comparison of remuneration of each Key Managerial Personnel (KMP)

Sl. No.	Name of the Director/KMP and Designation	Remuneration of Director/ KMP for financial year 2023 -24 (₹ in Lakhs)	% Increase in remuneration in the financial year 2023-24	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the remuneration of the KMP against the performance of the Company
1	Mahesh Mehra (Whole-time Director)	11.40	NIL	2.53	0.85%
2	Tarak Nath Misha (Whole-time Director & CFO)	5.52	NIL	1.23	0.41%
3	Sanjay Lal Gupta (Whole-time Director & Company Secretary)	3.48	NIL	0.77	0.26%

Note: for this purpose, Non-Executive Directors are excluded as they received only sitting fees.

- (ii) The median remuneration of employees of the Company is Rs. 4.50 Lakhs.
- (iii) In the financial year, the increase in the median remuneration of employees is Nil.
- (iv) There were 6 permanent employees on the rolls of the Company as on March 31, 2024;
- (v) Relationship between average increase in remuneration and Company performance: Not applicable
- (vi) Comparison of the remuneration of the Key Managerial Personnel(s) against the performance of the Company: - Refer table above;
- (vii) (a) Variation in market capitalization of the Company: The market capitalization as on March 31, 2024 was Rs.20.52 crore (Rs.13.02 crore as on March 31, 2023);
- (b) Price Earnings ratio of the Company was 1.89 as at March 31, 2024 and was (7.37) as at March 31, 2023;
- (c) Percentage increase or decrease in the market quotations of the shares of the Company as compared to the rate at which the Company came out with the last public offer in the year is (90.125) %.
- (viii) Average percentile increase made in the salaries of employees other than the managerial personnel in the financial year i.e., 2023- 24 was Nil whereas the percentile increase in the managerial remuneration for the same financial year was Nil.
- (ix) Comparison of each remuneration of the Key Managerial Personnel(s) against the performance of the Company: Refer table above.
- (x) The key parameter for any variable components of remuneration availed by Directors: Not Applicable
- (xi) The ratio of the remuneration of the highest paid Directors to that of the employees who are not Directors but received remuneration in excess of highest paid Directors during the year: Not Applicable
- (xii) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees

NOTE: Section 197(12) of the Companies Act, 2013 read with rule 5 of sub rule 2 of the (Companies Re-appointment & Remuneration of Managerial Personnel), 2014 not applicable hence no disclosure made here.

Annexure to Directors' Report (contd.)

Annexure II to the Directors' Report

FORM No. MGT 9

Extract of Annual Return

As on the financial year ended on March 31, 2024

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

a)	CIN	:	L51216WB1992PLC055629
b)	Registration Date	:	4th June, 1992
c)	Name of the Company	:	Kaushalya Infrastructure Development Corporation Limited
d)	Category/Sub-category	:	Public Company/ Company limited by shares
e)	Address of the Registered office & contact details	:	HB-170, Sector-III, Salt Lake, Kolkata - 700106, Email: info@kaushalya.net, Website-www.kaushalya.net Ph.: 033- 2334 4148, Fax: 033- 2334 4148
f)	Whether listed company	:	Yes
g)	Name, Address & contact details of the Registrar & Transfer Agent, if any	:	CB Management Services (P) Limited Rasoi Court, 5th Floor, 20, R. N. Mukherjee Road, Kolkata- 700 001 Ph.: 2280-6692 40116700, 40116711, 40116718, 40116723 Email : rta@cbmsl.com, Website : www.cbmsl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sl. No	Name & Description of main products/ services	NIC Code of the Product/ Services	% to total turnover of the company
1	Construction	9953	–
2	Hotel	9963	100.00
			100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SL. NO.	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	BENGAL KDC HOUSING DEVELOPMENT LIMITED HB-170, Sector-III, Salt Lake, Kolkata- 700106	U70101WB2006PLC110153	Subsidiary	51.00	2(87)(II)
2	KDC NIRMAN LIMITED (FORMERLY KNOWN AS BENGAL KAUSHALYA NIRMAN LIMITED) HB-170, Sector-III, Salt Lake, Kolkata-700106	U70100WB2008PLC123501	Subsidiary	51.00	2(87)(II)
3	KAUSHALYA ENERGY PRIVATE LIMITED HB-170, Sector-III, Salt Lake, Kolkata-700106 (Struck off w.e.f. 09.12.2023)	U40104WB2008PTC129344	Subsidiary	95.50	2(87)(II)
4	KAUSHALYA NIRMAN PRIVATE LIMITED 69, Girish Park North, Kolkata- 700006	U70101WB2006PTC111321	Associate	46.00	2(6)

Annexure to Directors' Report (contd.)

SL. NO.	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
5	KAUSHALYA TOWNSHIP PRIVATE LIMITED HB-170, Sector-III, Salt Lake, Kolkata-700106	U70109WB2006PTC111320	Associate	48.72	2(6)
6	ORION ABASAAN PRIVATE LIMITED 160, Jamunalal Bajaj Street, Kolkata-700007	U70101WB2006PTC111322	Associate	48.33	2(6)

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS % TO TOTAL EQUITY)

(i) Category- wise Share Holding

Category of Shareholder	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares		
A. Promoters										
(1) Indian										
(a) Individual/ HUF	31,39,624	–	31,39,624	9.07	31,393	–	31,393	9.07	–	
(b) Central Government	–	–	–	–	–	–	–	–	–	
(c) State Government (s)	–	–	–	–	–	–	–	–	–	
(d) Bodies Corporate	1,46,66,850	–	1,46,66,850	42.35	1,46,668	–	1,46,668	42.35	–	
(e) Banks/FI	–	–	–	–	–	–	–	–	–	
(f) Any Other	–	–	–	–	–	–	–	–	–	
Sub Total(A)(1)	1,78,06,474	–	1,78,06,474	51.42	1,78,061	–	1,78,061	51.42	–	
(2) Foreign										
(a) NRIs-Individuals	–	–	–	–	–	–	–	–	–	
(b) Other - Individuals	–	–	–	–	–	–	–	–	–	
(c) Bodies Corporate	–	–	–	–	–	–	–	–	–	
(d) Banks/FI	–	–	–	–	–	–	–	–	–	
(e) Any Other	–	–	–	–	–	–	–	–	–	
Sub Total (A)(2)	–	–	–	–	–	–	–	–	–	
Total Shareholding of Promoter(A)=(A)(1)+(A)(2)	1,78,06,474	–	1,78,06,474	51.42	1,78,061	–	1,78,061	51.42	–	
B. Public shareholding										
1. Institutions										
(a) Mutual Funds	–	–	–	–	–	–	–	–	–	
(b) Banks/FI	800	–	800	–	8	–	8	–	–	
(c) Central Government	–	–	–	–	–	–	–	–	–	
(d) State Government(s)	–	–	–	–	–	–	–	–	–	
(e) Venture Capital Funds	–	–	–	–	–	–	–	–	–	
(f) Insurance Companies	–	–	–	–	–	–	–	–	–	
(g) FIs	–	–	–	–	–	–	–	–	–	
(h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–	
(i) Other (specify)	–	–	–	–	–	–	–	–	–	
Sub-Total (B)(1)	800	–	800	–	8	–	8	–	–	

Annexure to Directors' Report (contd.)

Category of Shareholder	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
2. Non-institutions									
(a) Bodies Corporate									
(i) Indian	26,18,304	-	26,18,304	7.56	27,490	-	27,490	7.94	0.38
(ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
(i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	103,29,134	560	103,29,694	29.83	93,197	4	93,201	26.91	(2.92)
(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	36,03,106	-	36,03,106	10.40	41,796	-	41,796	12.07	1.66
(c) Others (specify)									
(c-i) Non-Resident Individuals	2,65,147	-	2,65,147	0.77	1,656	-	1,656	0.48	(0.29)
(c-ii) Clearing Members	7,105	-	7,105	0.02	-	-	-	-	-
(c-iii) Trust	-	-	-	-	10	4,084	4,094	1.18	1.18
Sub-Total (B)(2)	1,68,22,796	560	168,23,356	48.58	1,64,149	4,088	1,68,237	48.58	-
Total Public Shareholding (B) = (B)(1)+(B)(2)	1,68,23,596	560	168,24,156	48.58	1,64,157	4,088	1,68,245	48.58	-
C. Shares held by Custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	3,46,30,070	560	346,30,630	100.00	3,42,218	4,088	3,46,306	100.00	-

Note: Number of shares shown at the end of the year has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.

(ii) Shareholdings of Promoters

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Mahanti Engineers Pvt. Ltd.	53,07,600	15.33	-	53,076	15.33	-	-
2	Sun Kissed Merchandise Pvt. Ltd.	50,22,900	14.50	-	50,229	14.50	-	-
3	Keleenworth Marketing Pvt. Ltd.	43,36,350	12.52	-	43,363	12.52	-	-
4	Prashant Mehra	9,17,760	2.65	0.28	9,177	2.65	-	-
5	Ramesh Kumar Mehra HUF	8,38,000	2.42	-	8,380	2.42	-	-
6	Rahul Mehra	3,92,434	1.13	-	3,924	1.13	-	-
7	Mohini Mehra	1,54,600	0.45	-	1,546	0.45	-	-
8	Pranav Mehra	1,34,410	0.39	-	1,344	0.39	-	-
9	Kartik Mehra	1,12,000	0.32	-	1,120	0.32	-	-
10	Anuradha Mehra	97,140	0.28	-	971	0.28	-	-
11	Neeru Mehra	89,100	0.26	-	891	0.26	-	-
12	Ramesh Kumar Mehra- Karta of Bajj Nath Mehra (HUF)	72,500	0.21	-	725	0.21	-	-

Annexure to Directors' Report (contd.)

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
13	Raghav Mehra	72,500	0.21	-	725	0.21	-	-
14	Karan Mehra	60,740	0.18	-	607	0.18	-	-
15	Mahesh Mehra	48,110	0.14	0.14	481	0.14	-	-
16	Sidh Nath Mehra HUF	44,000	0.13	-	440	0.13	-	-
17	Mahesh Mehra HUF	35,000	0.1	-	350	0.1	-	-
18	Purnima Mehra	31,320	0.09	-	313	0.09	-	-
19	Ramesh Kumar Mehra	30,010	0.09	0.09	300	0.09	-	-
20	Pooja Mehra	10,000	0.03	-	100	0.03	-	-
	Total	1,78,06,474	51.42	0.51	1,78,061	51.42	-	-

Notes:

- Number of shares shown at the end of the year has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.
 - During the year, the Promoters' pledged shares were released.
- (iii) **Change in Promoters' shareholding (Please specify, if there is no change)**

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
No Change During the Year					

(iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)**

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	KEYNESIAN FINANCIAL SERVICES LIMITED				
	At the beginning of the year (01/04/2023)	11,34,142	3.27	11,34,142	3.27
	At the end of the year (31/03/2024)	-	-	11,341	3.27
2	TRILOK ADVISORY PVT LTD				
	At the beginning of the year (01/04/2023)	8,06,167	2.33	8,06,167	2.33
	At the end of the year (31/03/2024)	-	-	8,061	2.33
3	DIMENSION HOLDINGS PRIVATE LIMITED				
	At the beginning of the year (01/04/2023)	4,90,000	1.41	4,90,000	1.41
	Transfer on 18/08/2023	97,317	0.28	5,87,317	1.70
	Transfer on 25/08/2023	2,743	0.01	5,90,060	1.70
	At the end of the year (31/03/2024)	-	-	5,900	1.41

Annexure to Directors' Report (contd.)

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4	DAKSHA KOTAK				
	At the beginning of the year (01/04/2023)	1,04,646	0.30	1,04,646	0.30
	At the end of the year (31/03/2024)	-	-	1,046	0.30
5	SUSHILKUMAR BANSILAL GUPTA				
	At the beginning of the year (01/04/2023)	-	-	-	-
	Transfer on 30/09/2023	3,074	0.01	3,074	0.01
	Transfer on 06/10/2023	2,00,000	0.58	2,03,074	0.59
	At the end of the year (31/03/2024)	-	-	2,030	0.59
6	N P SINGH				
	At the beginning of the year (01/04/2023)	2,886	0.01	2,866	0.01
	Transfer on 02/06/2023	4,000	0.01	6,866	0.02
	Transfer on 23/06/2023	7,724	0.02	14,590	0.04
	Transfer on 30/06/2023	6,000	0.02	20,590	0.06
	Transfer on 21/07/2023	7,000	0.02	27,590	0.08
	Transfer on 28/07/2023	10,000	0.03	37,590	0.11
	Transfer on 18/08/2023	20,000	0.06	57,590	0.17
	Transfer on 25/08/2023	56,000	0.16	1,13,590	0.33
	Transfer on 01/09/2023	12,684	0.04	1,26,274	0.36
	Transfer on 08/09/2023	5,233	0.02	1,31,507	0.38
	Transfer on 22/09/2023	7,000	0.02	1,38,507	0.40
	Transfer on 13/10/2023	7,993	0.02	1,30,514	0.38
	Transfer on 10/11/2023	969	0.00	1,31,483	0.38
	Transfer on 08/12/2023	14,507	0.04	1,45,990	0.42
	Transfer on 22/12/2023	2,010	0.01	1,48,000	0.43
	At the end of the year (31/03/2024)	-	-	1,480	0.43
7	JINSMON EMMANUEL				
	At the beginning of the year (01/04/2023)	64,005	0.18	64,005	0.18
	Transfer on 07/04/2023	35,995	0.10	1,00,000	0.29
	At the end of the year (31/03/2024)	-	-	1,000	0.29

Annexure to Directors' Report (contd.)

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
8	KETAN DAMODHAR BAHETI				
	At the beginning of the year (01/04/2023)	-	-	-	-
	Transfer on 23/02/2024	1,551	0.45	1,551	0.45
	Transfer on 01/03/2024	549	0.16	2,100	0.61
	Transfer on 08/03/2024	1,500	0.43	3,600	1.04
	At the end of the year (31/03/2024)	-	-	3,600	1.04
9	PARASA ESHWARA BABU				
	At the beginning of the year (01/04/2023)	-	-	-	-
	Transfer on 30/09/2023	-	-	98,000	0.28
	Transfer on 06/10/2023	2,000	0.01	1,00,000	0.29
	Transfer on 08/12/2023	5,000	0.01	1,05,000	0.30
	At the end of the year (31/03/2024)	-	-	1,050	0.30
10	KAUSHALYA FRACTION SHARES CONSOLIDATION				
	At the beginning of the year (01/04/2023)	-	-	-	-
	Transfer on 13/01/2024	4,084	1.18	4,084	1.18
	At the end of the year (31/03/2024)	-	-	4,084	1.18
11	KALPANA KVP.				
	At the beginning of the year (01/04/2023)	-	-	-	-
	Transfer on 06/10/2023	-	-	11,200	0.03
	Transfer on 17/11/2023	30,650	0.09	41,850	0.12
	Transfer on 08/12/2023	37,100	0.11	78,950	0.23
	At the end of the year (31/03/2024)	-	-	789	0.24

Note: Number of shares shown above w.e.f 12.01.2024 has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.

Annexure to Directors' Report (contd.)

(v) Shareholding of Directors & Key Managerial Personnel

Sl. No	Name of Director and KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. Mahesh Mehra - Whole-time Director				
	At the beginning of the year	48,110	0.14	48,110	0.14
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	481	0.14	481	0.14
2	Mrs. Minoti Nath - Independent Director				
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	-	-	-	-
3	Mr. Sandip Sarkar -Independent Director				
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	-	-	-	-
4	Mr. Ram Krishna Mondal - Independent Director				
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	-	-	-	-

Annexure to Directors' Report (contd.)

5	Mr. Tarak Nath Mishra - Whole-time Director & Chief Financial Officer	No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	1,500	-	1,500	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	15	-	15	-
6	Mr. Sanjay Lal Gupta - Whole-time Director & Company Secretary	No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	50	-	50	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	-	-	-	-

Note: Number of shares shown at the end of the year has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.

V. INDEBTEDNESS

(₹ In Lakhs)

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,220.06	950.09	-	3,170.15
ii) Interest due but not paid	-	291.11	-	291.11
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	2,220.06	1,241.2	-	3,461.26
Change in Indebtedness during the financial year				
Additions	-	11.12	-	11.12
Reduction	(2,220.06)	-	-	(2,220.06)
Net Change	(2,220.06)	11.12	-	(2,208.94)
Indebtedness at the end of the financial year				
i) Principal Amount	-	931.45	-	931.45
ii) Interest due but not paid	-	320.87	-	320.87
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	-	1,252.32	-	1,252.32

Annexure to Directors' Report (contd.)

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(₹ In Lakhs)

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl. No	Particulars of Remuneration	Whole-time Director			Total Amount
		Mr. Mahesh Mehra	Mr. Tarak Nath Mishra	Mr. Sanjay Lal Gupta	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	11.40			11.40
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	–			–
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	–			–
2	Stock option	–			–
3	Sweat Equity	–			–
4	Commission				–
	as % of profit	–			–
	others (specify)	–			–
5	Others, please specify	–			–
	Total (A)	11.40			11.40
<i>Remuneration details is provided in Part C of this Annexure.</i>					
Ceiling as per the Act:- ₹ 42 Lakhs as per section 197(3) of the Companies Act, 2013 read with section II of schedule V.					

B. Remuneration to other directors:

(₹ In Lakhs)

Sl. No	Particulars of Remuneration	Name of Independent Directors			Total Amount
		Mrs. Minoti Nath	Mr. Sandip Sarkar	Mr. Ram Krishna Mondal	
(a)	Fee for attending board/committee meetings	0.55	0.37	0.51	1.43
(b)	Commission	-	-	-	-
(c)	Others, please specify	-	-	-	-
	Total (B)	0.55	0.37	0.51	1.43
	Total Managerial Remuneration (A+B)				12.83
Ceiling as per the Act:- ₹ 1 Lakh per meeting of the board or committee as per section 197(5) of The Companies Act, 2013 read with rule 4 of The Companies (Appointment and Remuneration of Managerial Personnel) rules, 2014.					

Annexure to Directors' Report (contd.)

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD.

Sl. No.	Particulars of Remuneration	Key Management Personnel		Total Amount
		Company Secretary	CFO	
1	Gross Salary	Mr. Sanjay Lal Gupta	Mr. Tarak Nath Mishra	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	3.48	5.52	9.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	–	–	–
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	–	–	–
2	Stock Option	–	–	–
3	Sweat Equity	–	–	–
4	Commission	–	–	–
	as % of profit	–	–	–
	others, specify	–	–	–
5	Others, please specify	–	–	–
	Total	3.48	5.52	9.00

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty			NIL		
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers In Default					
Penalty			NIL		
Punishment					
Compounding					

For and on behalf of the Board

Mahesh Mehra
 Whole-time Director
 DIN : 00086683

Sanjay Lal Gupta
 Whole-time Director &
 Company Secretary
 DIN-08850306

Dated: 28th August, 2024
 Registered office:
 HB-170, Sector-III, Salt Lake,
 Kolkata-700106
 CIN-L51216WB1992PLC0556

Annexure to Directors' Report (contd.)

Annexure III to the Directors' Report

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
(For the Financial Year ended 31st March, 2024)

[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,

M/s KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED
HB-170, SECTOR-3, SALT LAKE,
KOLKATA-700 106

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LTD.** (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 the Company'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 31st March, 2024 ("the audit period") 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 31st March, 2024 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) 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;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), whatever applicable & to the extent applicable to the company:-

Annexure to Directors' Report (contd.)

- (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, 2009 and 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 and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: 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 to the Company 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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: Not Applicable to the Company during the audit period;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended: Not Applicable to the Company during the audit period;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations/ guidelines/ circulars issued by SEBI from time to time, to the extent applicable.

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

- (i) Secretarial Standards as issued and mandated by the Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) & National Stock Exchange of India Limited (NSE).

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

We further report that:

The Board of Directors in its meeting held on 30th May, 2022 approved the Consolidation of entire issued, subscribed and paid-up share capital of the company from Rs. 10/- (Rupees Ten Only) per share to Rs. 1,000/- (Rupees One Thousand Only) per share and consequent upon and simultaneous with consolidation, alternation in the Capital Clause of Memorandum of Association of the Company. The said matter was approved by the shareholders of the Company in the Extra-Ordinary General Meeting (EOGM) of the Company held on 5th July, 2022.

The Company had filed a petition with the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, on September 26, 2022 and after series of hearing on April 24, 2023, the Hon'ble

Annexure to Directors' Report (contd.)

NCLT approved the proposed consolidation of the entire issued, subscribed, and paid-up share capital of the Company as per the proposed increase in face value and on July 26, 2023, an official order was issued, confirming the approval of the consolidation. Consequently, the face value of the equity shares of the Company would be increased from Rs. 10/- each to Rs. 1,000/- each. Further, the tribunal also granted approval to the alteration of Clause V of the Memorandum of Association of the Company.

The Company had fixed a record date on 12th January, 2024 as cut-off date for conversion of consolidated equity shares in the ratio of 1:100. The Company had made Corporate Action through CDSL and NSDL on 13th January, 2024 and converted entire equity shares of face value of Rs. 10/- each into Rs. 1,000/- each. All the fractional shares resulted from consolidated equity shares in the ratio of 1:100 has been aggregated into whole shares and shall be disposed off within a period of one year from the record date in the open market at the best available price after deducting cost thereon. As on the date of this report, the Company has not sold any portion of fractional shares.

The Board of directors of the Company is duly constituted with proper balance of executive directors, non-executive directors, independent directors and woman director.

Adequate notice is given to all directors to schedule the Board meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions at the Board meetings were carried out unanimously.

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

We further report that during the Audit period there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

This Report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this Report.

For **B. K. BARIK & ASSOCIATES**

Company Secretaries

B. K. Barik

Practicing Company Secretary

C.P. No. 3897, FCS 5696

UDIN: F005696F000494571

Place: Kolkata
Date: 30.05.2024

Annexure to Directors' Report (contd.)

Annexure "A"

To
The Members
M/s. KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED
HB-170, SECTOR-3, SALT LAKE,
KOLKATA-700 106

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

1. Maintenance of secretarial records 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 processes 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 and standards is the responsibilities of the management. Our examination was limited to the verification of procedures 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.

For **B. K. BARIK & ASSOCIATES**
Company Secretaries

B. K. Barik
Practicing Company Secretary
C.P. No. 3897, FCS 5696
UDIN: F005696F000494571

Place: Kolkata
Date: 30.05.2024

Management Discussion and Analysis Report

ECONOMIC OVERVIEW

Global economy

The IMF projects global economic growth to remain steady at 3.2% for 2024 and 2025, with median headline inflation decreasing from 2.8% at the end of 2024 to 2.4% at the end of 2025. Despite signs of a soft landing, geopolitical tensions continue to disrupt supply chains, reducing international trade, while climate change pressures necessitate significant shifts in growth strategies. High inflation since 2022 has negatively impacted consumer spending, prompting swift interest rate hikes by Central banks to control inflation, which, though necessary, discouraged investment. Nevertheless, robust labor markets and business innovation have sustained economic momentum, with inflation easing from 8.8% in 2022 to 6.9% in 2023 as Central banks near the end of their tightening cycle.

Indian economy

Despite a struggling global economy, India maintained its position as one of the fastest-growing large economies in the world, demonstrating strong resilience against the uncertain global landscape. The Indian economy grew robustly at 8.2% in F.Y. 2024, supported by the Central bank's monetary policies. Increased disposable income led to significant improvements in private consumption and spending. India attracted substantial foreign direct investment (FDI) of nearly USD 17.96 billion in F.Y. 2024. The Indian rupee also showed relative stability, emerging as the third most stable Asian currency against the US dollar in F.Y. 2024. Despite potential headwinds such as rising crude oil prices and global supply chain bottlenecks, India's F.Y. 2025 growth is expected to remain strong at around 6.8%, driven by buoyant domestic demand and a growing working-age population, according to IMF forecasts.

Infrastructure industry

The Indian government's substantial investment in infrastructure, with a budget increase to Rs. 5 lakh crore, is boosting private sector involvement and driving economic growth. Initiatives like the National Infrastructure Pipeline and the National Monetization Pipeline are further enhancing investments. As the government modernizes aging infrastructure across sectors like transport and energy, the building materials sector is expected to benefit significantly, with the construction market projected to reach USD 1.42 trillion by 2027, expanding at a CAGR of 17.26% from 2022 to 2027.

INDUSTRY REVIEW

The Indian infrastructure development industry experienced robust growth during the fiscal year 2023-2024, driven by a combination of government initiatives, increased urbanization, and a focus on sustainable development. The Indian government continued to prioritize infrastructure as a key driver of economic growth, with significant investments in transportation networks, urban development, and renewable energy. The National Infrastructure Pipeline (NIP) and Gati Shakti program played pivotal roles in accelerating project execution and enhancing connectivity across the country.

Sustainability emerged as a central theme, with an increasing emphasis on green infrastructure.

Management Discussion and Analysis Report (*contd.*)

Companies adopted eco-friendly construction practices, integrating renewable energy sources and using sustainable materials to align with India's commitments to reduce carbon emissions. Additionally, the adoption of digital technologies, such as Building Information Modeling (BIM) and IoT, gained momentum, improving project management and operational efficiency.

Despite these positive developments, the industry faced challenges, particularly from supply chain disruptions and labor shortages. The rising cost of raw materials, coupled with delays in material deliveries, affected project timelines and profitability. Labor shortages, especially in skilled trades, further exacerbated these issues, leading to increased labor costs and potential delays in project completion.

Looking ahead, the outlook for the Indian infrastructure sector remains positive, bolstered by ongoing government support and the continued push for modernization and sustainability. The focus on digitalization and smart infrastructure is expected to grow, with investments in technology aimed at improving efficiency and reducing costs. As India continues to urbanize and modernize its infrastructure, the industry is likely to see sustained growth, although addressing supply chain and labor challenges will be crucial to maintaining momentum.

BUSINESS STRATEGY

The infrastructure sector is a cornerstone of the Indian economy, playing a vital role in its advancement. It serves as a driving force for comprehensive development, attracting significant focus from the Government.

Our Company has demonstrated financial prudence by successfully completing all payments related to the restructured loan from Indian Overseas Bank, as outlined in the sanctioned letter dated March 29, 2018. Additionally, we have fully settled our debt with the State Bank of India and received a No Due Certificate on June 1, 2018.

In a strategic joint venture, our Company took a commanding 90% stake to spearhead a 2-megawatt hydroelectric power project for Uttarakhand Jal Vidyut Nigam Ltd (UJVNL). Unfortunately, complications during the project's execution led to its termination. To recover the costs incurred and the anticipated profits lost due to the termination, we pursued arbitration. The arbitration proceedings culminated in a favorable verdict in April 2022, awarding the joint venture compensation. However, UJVNL has challenged this decision, and the matter is currently under appeal before the Additional District (Commercial) Judge in Dehradun. The case remains sub-judice, with hearings ongoing to reach a final resolution.

Our hotel business segment has maintained its robust performance. Recognizing the immense potential for further growth, we are actively exploring avenues to elevate this segment. Our plans include extensive renovations, upgrading our facilities, and investing in cutting-edge amenities to enhance the overall guest experience.

Moreover, we are vigorously pursuing new construction contracts and exploring untapped

Management Discussion and Analysis Report (*contd.*)

opportunities within the sector. We are confident in our ability to secure forthcoming projects, thereby fueling industry growth and delivering outstanding results.

SWOT ANALYSIS

- **Strength:**

Our company continues to face significant liquidity challenges, with a substantial portion of our funds tied up in project-related disputes. This has limited our financial flexibility, hindering our ability to quickly respond to new opportunities or unforeseen needs. To address this, we are actively pursuing out-of-court settlements for these disputes, aiming to expedite resolutions and avoid the costly and time-consuming process of prolonged litigation. By unlocking these trapped resources, we hope to enhance our financial agility and better position ourselves for future growth. Simultaneously, we are focused on modernizing our operations, particularly by overhauling our aging fleet of equipment. Investing in new machinery and embracing technological upgrades is essential to maintaining our competitive edge and meeting the evolving demands of our clients.

However, we are mindful of the broader macroeconomic environment and its potential impact on our business. Fluctuations in key economic indicators—such as GDP growth, interest rates, inflation, and tax policies—pose risks that could affect our profitability and overall financial health. These factors can influence project costs, financing terms, and market demand, creating uncertainties that require careful management. In response, we remain vigilant and adaptable, ensuring that our strategy is agile enough to adjust to shifting economic conditions. By closely monitoring these trends and being prepared to adapt as needed, we aim to navigate market complexities and sustain our long-term success.

- **Weaknesses:**

Our company is currently facing significant liquidity challenges, with a substantial portion of our funds tied up in project-related disputes. This has restricted our financial flexibility, limiting our ability to quickly respond to new opportunities or address unexpected financial needs. To mitigate this, we are actively pursuing out-of-court settlements for various disputed awards, aiming to expedite resolutions and avoid the lengthy and costly process of litigation. By freeing up these trapped resources, we can enhance our financial agility and better position ourselves for future growth.

In parallel, we are focused on modernizing our operations to remain competitive in the market. An essential part of this strategy is the overhaul of our aging fleet of equipment, ensuring that we leverage the latest technology to improve efficiency and meet client expectations. While we are committed to these internal improvements, we are also mindful of external economic factors, such as changes in GDP growth, interest rates, and regulatory policies, which could impact our business. Staying agile and responsive to these macroeconomic shifts is crucial for sustaining our profitability and overall financial health.

Management Discussion and Analysis Report (*contd.*)

- **Opportunities:**

The infrastructure sector continues to be a top priority for the government, presenting substantial growth opportunities for our industry. With our company's robust capabilities and extensive experience, we are well-positioned to capitalize on these opportunities, transforming them into profitable project ventures. While we remain mindful of our key weaknesses and are actively working to address them, our management is optimistic about our ability to undertake new projects successfully. The government's focus on infrastructure development not only signals immense growth potential but also aligns perfectly with our strategic objectives.

Our proven track record of successful project execution enhances our credibility and strengthens our competitive edge when bidding for new infrastructure projects. This history of excellence provides us with the confidence to engage in discussions for new ventures and pursue ambitious initiatives. As we continue to explore these opportunities, our commitment to driving the company back onto a path of growth and prosperity remains unwavering. By leveraging our strengths and aligning with government priorities, we are determined to secure a strong and sustainable future for the company.

- **Threats**

Our infrastructure company faces several significant threats that lie beyond our control, particularly during economic downturns that can slow industry growth. While we remain confident in our ability to identify and capitalize on opportunities, we are confronted with various challenges, including unexpected project approval delays and the need to accommodate the growth of auxiliary infrastructure facilities. The unorganized nature of the Indian real estate sector, marked by the presence of intermediaries and subdued demand, adds further complexity. Additionally, the rising prices of raw materials and the tightening of trade credit contribute to escalating project costs, which in turn compress profit margins. The prolonged sanction procedures, which can extend from days to years due to the absence of a streamlined, single-window clearance system, further exacerbate time and cost overruns.

At the company level, we also face threats from overturning litigation awards, adverse tax litigation orders, and lengthy appeals processes, all of which can lock up crucial liquidity. Moreover, the ongoing liquidity crisis and potential adverse changes in real estate lending policies by banks could significantly impact our project execution capabilities and increase borrowing costs. To navigate these challenges, we are actively pursuing amicable out-of-court settlements to resolve disputes swiftly and efficiently. Additionally, we have engaged highly skilled legal professionals to handle our various cases, ensuring that we are well-prepared to manage and mitigate these risks.

Discussion on Financial Performance of the Company

Revenue

For the financial year ending 31st March 2024, our Company experienced a substantial increase in

Management Discussion and Analysis Report (*contd.*)

total income of Rs. 1,664.37 lakh from Rs. 109.86 Lakhs in the previous year. This surge is primarily attributed to the write-back of loan liability, resulting from the successful settlement of our loan with Indian Overseas Bank.

Expenditure

For the year ending 31st March 2024, your Company's total expenditure, covering contract and site expenses, employee benefit costs, depreciation, materials consumed, and other expenses, totaled Rs. 316.98 Lakhs. This represents a slight increase compared to the previous year's total expenditure of Rs. 273.70 Lakhs.

Interest

During the year ended 31st March 2024, the Company's interest expenses amounted to Rs. 61.53 Lakhs, while in the previous year, it was Rs. 60.68 Lakhs.

Profit before Tax (PBT)

In the current financial year ended 31st March 2024, the Company's Profit Before Tax (PBT) was Rs. 1347.40 Lakhs, compared to the previous year PBT which was Rs. (163.83) Lakhs.

Profit after tax (PAT)

For the year ended March 31, 2024, your Company's Profit After Tax was Rs. 1082.86 Lakhs compared to the previous year PAT of Rs. (177.71) Lakhs.

Earnings Per Share (EPS)

The earnings per share for the current year is Rs. 312.69 as compared to Rs. (0.51) per equity share in the previous year.

Consolidated Financial Statements

The Consolidated Financial Statements of the Company are prepared in accordance with the relevant Indian Accounting Standards issued by the Institute of Chartered Accountants of India and forms an integral part of this Report. In accordance with Section 129(3) of the Companies Act, 2013, and Rule 5 of the Companies (Accounts) Rules, 2014, a statement encompassing the significant features of the financial statements of Subsidiaries, Associate Companies, and Joint Ventures is provided in Form AOC-1, which is an integral part of this Report.

The Company's results are consolidated with its subsidiaries, associates and Joint Venture.

Human Resources

We see Human Resources as our most valuable asset, focusing on efficiency, fairness, and continuous investment in employee welfare. Our collaborative environment encourages empowerment through decentralized decision-making, allowing individuals to take initiative and grow as leaders. We provide competitive compensation and actively support professional development through skill enhancement and external training. This people-centered approach has cultivated a highly skilled,

Management Discussion and Analysis Report (contd.)

motivated workforce and maintained a high employee retention rate, strengthening our organization's long-term success.

Other Disclosures

During the year under review, your company has successfully completed all payments related to the restructured loan from Indian Overseas Bank, as outlined in the sanctioned letter dated March 29, 2018. Additionally, we have fully settled our debt with the State Bank of India and received a No Due Certificate on June 1, 2018.

In connection with the subjudice matter involving the Enforcement Directorate (ED) under the Prevention of Money Laundering Act, 2002, where the ED attached certain bank accounts belonging to the company, its subsidiary, and associates, along with specific lands owned by associates, the company filed an appeal before the Appellate Tribunal. As of 2023-24, the matter remains subjudice with the Appellate Tribunal, and the legal process is ongoing.

Cautionary Statement

The Management Discussion and Analysis section of this report includes forward-looking statements regarding the Company's objectives, expectations, and predictions, in accordance with applicable securities laws and regulations. However, actual outcomes may vary significantly from these statements. Factors such as intense competition, fluctuations in the prices of key inputs like steel, cement, building materials, and petroleum products, changes in government regulations and tax laws, economic conditions, and issues related to litigation and industrial relations could all impact the Company's operations. The Company recognizes the uncertainties and risks these factors pose and is dedicated to addressing them proactively to ensure ongoing success and growth.

Report on Corporate Governance

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

At Kaushalya, we are committed to upholding exemplary corporate governance practices, guided by our core values of quality, commitment, customer orientation, and integrity. Transparency, accountability, and fairness are central to all our decisions. We rigorously comply with regulatory and legal requirements to safeguard our stakeholders' interests. By fostering long-lasting, mutually beneficial relationships with customers, suppliers, bankers, and investors, we aim for business excellence and enhanced stakeholder value. Our dedication to ethical and responsible operations underlines our commitment to sustaining trust and confidence, ensuring the long-term success of Kaushalya.

2. BOARD OF DIRECTORS

a) Composition and category of directors:

The Board of Directors, along with its committees, plays a crucial role in offering leadership, direction, and oversight to management, ultimately enhancing stakeholder value. By maintaining a clear distinction between governance and management functions, we ensure a balanced and effective approach.

Our Board is deliberately structured to include a balanced mix of Executive and Non-Executive Directors, each contributing their valuable expertise and insights. The Executive Directors, engaged in the company's daily operations, bring an in-depth understanding of its internal workings. Conversely, the Non-Executive Directors offer an independent perspective, unencumbered by management duties, ensuring unbiased oversight and challenging the status quo when needed.

As of March 31, 2024, our distinguished Board consists of six (6) Directors, with an equal split between Executive and Non-Executive Independent Directors. This structure complies fully with the Listing Regulation and Companies Act, 2013, underscoring our dedication to upholding the highest standards of corporate governance.

The composition of the Board adheres to the Listing Regulation and Companies Act, 2013.

The members of the Board are classified and categorized as follows:

Name of Directors & DIN	Business relationship	Category of Directorship	No. of Directorships in other Public Limited Companies as on March, 2024*	No. of Committee positions held in other Public Companies as on March, 2024**		No. of Board Meeting attended	Attendance at the last AGM	No. of shares held
				Chairman	Member			
Mr. Mahesh Mehra 00086683	Whole-time Director	Promoter Executive	-	-	-	6	YES	481
Mrs. Minoti Nath 07017530	Woman Independent Director	Non-Executive Director	1	-	1	6	NO	-
Mr. Sandip Sarkar 08527653	Independent Director	Non-Executive Director	-	-	-	6	YES	-
Mr. Ram Krishna Mondal 02065330	Independent Director	Non-Executive Director	-	-	-	6	YES	-
Mr. Tarak Nath Mishra 08845853	Whole-time Director & Chief Financial Officer	Non-Independent Executive	-	-	-	6	YES	15
Mr. Sanjay Lal Gupta 08850306	Whole-time Director & Company Secretary	Non-Independent Executive	-	-	-	6	YES	-

Report on Corporate Governance (*contd.*)

* *Other Directorship, other than Kaushalya Infrastructure Development Corporation Limited and does not include alternate Directorship, Directorship of private Companies, Section 8 Companies and of other Companies incorporated outside India.*

** *Includes the Membership/Chairmanship of only Audit Committee and Stakeholders Relationship Committee.*

Notes:

- i. None of the Directors on the Board is a member of more than ten committees, and no Director serves as Chairman of more than five committees across all the public companies where they hold a directorship. All Directors have made the necessary disclosures regarding their committee positions.
- ii. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per section 2(77) of Companies Act, 2013 read with rule 2014, none of the Directors are in any way related to any other Director.
- iii. None of the Independent Director of the Company is holding position of Independent Director in more than 7 Listed Company. Further, none of the Director of the Company serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Company.

The Company has conducted a familiarization program for its Independent Directors. Details of the program can be found on the Company's website at http://www.kaushalya.net/FAMILIARIZATION_PROG_4_IND_DIRECTORS1.pdf.

b) **Details of the attendance of Directors at the Board and last AGM:**

During the financial year 2023-24, the Board of Directors held a total of Six (6) Board Meetings: May 30, 2023, August 14, 2023, November 10, 2023, December 12, 2023, January 31, 2024 and February 13, 2024.

The Company has held at least one Board Meeting in every quarter and the time gap between two Board meetings did not exceed 120 days as prescribed under Regulation 17(2) of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 and the Companies Act, 2013.

The previous Annual General Meeting of the Company was held on September 26, 2023 through two-way video conferencing (V.C)/ Other Audio-Visual Means (OAVM) facility.

The attendance record of each of the Directors at the Board Meetings held during the year 2023-24 and the last AGM are provided in the above table.

c) **Core skills / expertise / competencies of the Board of Directors of the Company**

In pursuance of Para C(2), Schedule V to the Listing Regulations, the Board has identified the core skills / expertise / competencies that are desirable for the Company to function effectively in the context of the business of the Company and its sector. These core skills / expertise / competencies are actually available with the Board in the following manner:

Report on Corporate Governance (*contd.*)

Areas	Core skills/ expertise/ competencies in specific functional area	Name of the Directors
Finance and Accounts	Leadership experience in handling financial management and risk management. Expertise in handling financial, taxation and regulatory compliances including strategic financial planning, where budgeting and resource allocation are aligned with the organization's goals and mitigation of financial and operational risks.	Mr. Mahesh Mehra Mr. Sandip Sarkar Mr. Tarak Nath Mishra Mr. Sanjay Lal Gupta
Diversified Leadership	Experience in leading Govt. and Non- Govt. organization and understanding of complex business and regulatory environment, accountability, strategic planning with future vision, having decision making capabilities and ability for innovation.	Mr. Sandip Sarkar Mr. Ram Krishna Mondal
Business Strategies and Planning	Knowledge of industry and its background, understanding of diverse business environment and evolving socio-economic conditions. This expertise includes planning within a regulatory framework and developing long-term strategies that account for the entire project lifecycle, ensuring sustainable success amidst changing conditions.	Mr. Sandip Sarkar Mr. Ram Krishna Mondal Mrs. Minoti Nath Mr. Mahesh Mehra
Regulatory Compliance, Governance and Stakeholders Management	Experience in developing robust governance, protecting and managing the interests of all stakeholders in the company. This involves ensuring management accountability and fostering long-term, effective relationships with stakeholders. Additionally, it includes ensuring full compliance with all applicable laws and regulations, maintaining the company's integrity and sustainability.	Mr. Mahesh Mehra Mr. Tarak Nath Mishra Mr. Sanjay Lal Gupta

3. BOARD COMMITTEES

In accordance with Regulations 18 to 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well as other applicable laws, the Company's Board of Directors has constituted the following Committees:

I. Audit Committee

The Audit Committee consists of Three (3) Directors, Two (2) of whom are Independent Directors, as defined under Section 149 of the Companies Act, 2013, and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report on Corporate Governance (*contd.*)

The Audit Committee acts as a link between the statutory auditor and internal auditors and the Board of Directors.

The Audit Committee's brief terms of reference are:

- Recommendation for appointment, remuneration, and terms of appointment of auditors of the Company.
- Review and monitor the auditor's independence and performance, and the effectiveness of the audit process.
- Examination of the financial statement and the auditors' report thereon.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever necessary.
- Evaluation of internal financial controls and risk management systems.
- Monitoring the end use of funds raised through public offers and related matters.
- Review the functioning of the Whistle Blower/Vigil Mechanism.
- Perform other functions as may be necessary under any statutory or other regulatory requirements, as delegated by the Board from time to time.

The Committee discussed the overall scope and plans for the independent audit with the Company's Auditors. Based on the review and discussions conducted, the Committee believes that the Company's financial statements are fairly presented in conformity with the applicable Accounting Standards (IND AS). The Committee also reviewed the financial policies of the Company and expressed its satisfaction with them.

It is noteworthy that during the year under review, there were no instances where the Board did not accept the recommendations put forth by the Audit Committee.

Composition, Meeting and Attendance

The composition of the Audit Committee is in accordance with the requirement of Regulation 18 of the LODR and Section 177 of the Act.

As on 31st March, 2024, the Committee comprised of 3 (Three) Directors out of which 2 (Two) are Independent Directors and 1 (One) Executive Director.

During the year ended 31st March, 2024, 5 (Five) Audit Committee meetings were held on May 30, 2023, August 14, 2023, November 10, 2023, January 31, 2024 and February 13, 2024.

The composition and attendance of the members of the Audit Committee are as follows:

Sl. No.	Name of Members	Designation	Category of Director	No. of Meetings	
				Held	Attended
1	Mr. Ram Krishna Mondal	Chairman	Non- Executive Independent	5	5
2	Mrs. Minoti Nath	Member	Non- Executive Independent	5	5
3	Mr. Mahesh Mehra	Member	Non- Executive Independent	5	5

The Company Secretary acts as a Secretary to the Audit Committee.

Report on Corporate Governance (*contd.*)

II. Nomination and Remuneration Committee

The terms of reference of the Committee are in line with the requirements of the Act and Regulation 19 read with Part D of Schedule II to the Listing Regulations.

The brief terms of reference of the Committee include:

- Identifying candidates who are qualified to become Directors and who may be appointed in senior management, and recommending to the Board their appointment and removal.
- Formulating and recommending to the Board the remuneration policy for the Directors, Key Managerial Personnel, and other employees.
- Determining the criteria for appointment, including qualifications, positive attributes, and independence of the Board.
- Evaluating the performance of each Director and the performance of the Board as a whole.
- Devising a policy on Board diversity.
- Performing other functions as may be necessary under any statutory or regulatory requirements, as delegated by the Board from time to time.

As on 31st March, 2024, the Committee comprised of Three (3) Independent Directors. During the year ended 31st March, 2024, Two (2) meetings of Nomination and Remuneration Committee was held on November 10, 2023 and February 13, 2024.

The composition and attendance of the members of the Nomination and Remuneration Committee are as follows:

Sl. No.	Name of Members	Designation	Category of Director	No. of Meetings	
				Held	Attended
1	Mr. Ram Krishna Mondal	Chairman	Non- Executive Independent	2	2
2	Mr. Sandip Sarkar	Member	Non- Executive Independent	2	2
3	Mrs. Minoti Nath	Member	Non- Executive Independent	2	2

The Company Secretary acts as a Secretary to the Nomination & Remuneration Committee.

Remuneration Policy:

The Board of Directors of the Company has adopted a Nomination and Remuneration Policy for its (i) Directors (Executive and Non-Executive), (ii) Key Managerial Personnel, and (iii) Senior Management Personnel. The Nomination and Remuneration Policy is available at http://www.kaushalya.net/KIDCO_NRP.pdf.

The remuneration paid is within the limits specified under the Companies Act, 2013, including its Rules and Schedule V, and has been approved by both the Board and the shareholders of the Company.

Report on Corporate Governance (*contd.*)

a) Remuneration to Managing Director/Whole-time Director:

The appointment and remuneration of Executive Directors are governed by the recommendations of the Nomination and Remuneration Committee, resolutions passed by the Board of Directors and shareholders of the Company, and agreements executed between them and the Company. The remuneration package includes salary, perquisites, and allowances, as approved by the shareholders at the Annual General Meetings.

Remuneration paid to Executive Director of the Company during the Financial Year ended March 31, 2024 are detailed as under:

(Rs. In Lakhs)

Name of Director	Salary & Perquisites (Rs.)	Commission	Sitting Fees	Total	Period of Contract		Notice Period	No. of Shares held as on 31.03.2024
					From	To		
Mr. Mahesh Mehra	11.40	-	-	11.40	03.09.2022	02.09.2025	2 Months	481
Mr. Tarak Nath Mishra	*The details are provided in Part C of MGT-9.							
Mr. Sanjay Lal Gupta								

b) Remuneration to Non- Executive & Independent Directors:

Independent Directors are remunerated by way of sitting fees for each meeting of the Board or Committee attended.

- Non-Executive Directors receive sitting fees of Rs. 5,000 for attending each Board meeting and Rs. 3,500 for attending each Committee meeting.
- Independent Directors are also compensated for attending separate meetings of Independent Directors.

The details of sitting fees paid to the Non-Executive Directors during the Financial Year ended March 31, 2024 & their shareholding in the Company are detailed as under:

(Rs. In Lakhs)

Sl. No.	Name of Directors	Category	Sitting fees (Rs.)		No. of shares held as on 31st March, 2024
			Board Meeting	Committee Meeting/ Separate Meeting of Independent Directors	
1	Mrs. Minoti Nath	Non-Executive, Independent	0.30	0.28	NIL
2	Mr. Sandip Sarkar	Non-Executive, Independent	0.30	0.11	NIL
3	Mr. Ram Krishna Mondal	Non-Executive, Independent	0.30	0.25	NIL

Report on Corporate Governance (*contd.*)

c) Remuneration to KMP and Senior Management employees:

The remuneration paid to the KMPs and Senior Management is recommended by the Nomination and Remuneration Committee and is then approved by the Board of Directors.

III. Stakeholders Relationship Committee

The Company has established a Stakeholders' Relationship Committee to ensure quality and efficient services to investors and to streamline and address investors' grievances during the year.

The brief terms of reference of the committee are:

- Resolving grievances of security holders of the Company, including investors' complaints.
- Approving the transfer or transmission of shares, debentures, or other securities.
- Issuing duplicate certificates and new certificates on split, consolidation, renewal, etc.
- Addressing complaints regarding non-receipt of declared dividends, notices, annual reports, dematerialization, re-materialization, etc.
- Carrying out any other functions specified in the Listing Agreement/Listing Regulations, as amended from time to time.
- Performing other functions as may be necessary under statutory or regulatory requirements and as delegated by the Board from time to time.

As on 31st March, 2024, the Committee comprised of Three (3) Directors out of which Two (2) are Independent Directors and One (1) Executive Director. During the year ended 31st March, 2024, only One (1) meeting of Stakeholders' Relationship Committee was held on February 13, 2024. The composition and attendance of the members of the Stakeholders Relationship Committee are as follows:

Sl. No.	Name of the Member	Designation	Category of Director	No. of Meetings	
				Held	Attended
1	Mrs. Minoti Nath	Chairman	Non- Executive Independent	1	1
2	Mr. Sandip Sarkar	Member	Non- Executive Independent	1	1
3	Mr. Mahesh Mehra	Member	Promoter-Executive	1	1

The Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee.

Compliance Officer

The Committee has delegated the authority to approve requests for transfers, transmissions, splits, and re-materialization/dematerialization of shares to the Company Secretary & Compliance Officer. The Committee reviews the transfers, dematerializations, and re-materializations approved by the Company Secretary, if any, and takes note of these in their subsequent meetings.

Report on Corporate Governance (*contd.*)

In accordance with Regulation 13 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has designated a separate email ID, info@kaushalya.net, exclusively for addressing investors' complaints. Adequate measures are taken to ensure the expeditious redressal of various investor concerns.

The details of the complaints during the year 2023-24, excluding correspondences that are not in the nature of complaints are given below:

Number of complaints received from the shareholders	1
Number of complaints redressed	1
Number of complaints not solved/pending	0

SEBI Complaints Redress System (SCORES)

The Company is also registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from receipt of the complaint.

The investor complaints in SCORES are processed through a centralized web-based complaints redressal system. Key features of this system include a centralized database of all complaints, online uploading of Action Taken Reports (ATRs) by the concerned Companies, and online viewing by investors of the actions taken on their complaints and their current status.

4. PERFORMANCE EVALUATION

The Board has carried out the evaluation of its own performance and of the Board Committees, viz. Audit Committee, Nomination and Remuneration Committee, and Stakeholders' Relationship Committee as well as evaluation of performance of Directors individually.

The Board also performed an annual evaluation of the performance of the Board, its committees, and individual Directors.

In accordance with the Policy for Evaluation of the Performance of the Board of Directors, the Company conducted a formal Board Effectiveness Review. This review aimed to evaluate the performance of the Board, identify areas for improvement, and enhance the effectiveness of the Board, its committees, and Individual Directors. This process was aligned with the requirements of the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Additionally, the performance evaluation criteria for Independent Directors included assessing their fulfillment of independence criteria and their detachment from management. The evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors. The Nomination & Remuneration Committee also evaluated each Director's performance. The Directors expressed satisfaction with the evaluation process.

5. PARTICULARS OF SENIOR MANAGEMENT AND CHANGES THEREIN

There has been no changes in the senior management of the Company since the close of the previous financial year.

Report on Corporate Governance (*contd.*)

6. SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year ended 31st March, 2024, the Independent Directors met on May 30, 2023 inter alia,

- i. to review performance of non-independent Directors & the Board as a whole,
- ii. to review performance of the KMP of the Company and
- iii. to assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

7. GENERAL BODY MEETING

a) The following are the details of last three AGM of the Company:

Financial Year	Date	Time	Venue	Special Resolution (s) Passed, if any
2022- 2023	September 26, 2023	02.00 P.M	Through two-way video conferencing (V.C)/ Other Audio-Visual Means (OAVM)	YES
2021- 2022	September 27, 2022	02.00 P.M	Through two-way video conferencing (V.C)/ Other Audio-Visual Means (OAVM)	NO
2020-2021	September 24, 2021	2.00 P.M	Through two-way video conferencing (V.C)/ Other Audio-Visual Means (OAVM)	NO

b) Details of Special Resolutions passed in the previous three AGMs:

Financial Year	Date	No. of Special Resolutions passed	Details of Special Resolution
2022- 2023	September 26, 2022	1	Material Related Party Transaction(s) with Bengal KDC Housing Development Ltd.
2021- 2022	September 27, 2022	NIL	NA
2020-2021	September 24, 2021	NIL	NA

c) **Postal Ballot:**

No Special resolution(s) were passed through Postal Ballot during the FY 2023-24 and no special resolution is proposed to be conducted through postal ballot at the AGM to be held on September 27, 2024.

Report on Corporate Governance (*contd.*)

8. DISCLOSURES

- i. The necessary statements and disclosures regarding related party transactions are presented to the Audit Committee.

The Company does not have any related party transactions that could potentially conflict with the interests of the Company at large. However, disclosures as per Indian Accounting Standard 24 are included in the Notes to Accounts, which form part of the Annual Report. The Company has disclosed its policy on dealing with related party transactions on its website at <http://www.kaushalya.net/KIDCORELATED.pdf>.

- ii. The Company has adhered to the prescribed guidelines of IND AS in the preparation of its financial statements.
- iii. The Company has established Risk Assessment and Minimization procedures, which are periodically reviewed by the Board. Additionally, the Company has robust internal control systems to identify risks in a timely manner and ensure that the executive management controls the risks through a well-defined framework.
- iv. The Company has complied with the requirements of regulatory authorities on capital markets.
- v. The Company has complied with all the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has submitted the quarterly compliance reports to the Stock Exchanges within the prescribed time limit.
- vi. **Subsidiary Information:**

The Company complies with Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has a material non-listed Indian subsidiary, Bengal KDC Housing Development Limited (CIN- U70101WB2006PLC110153). Mrs. Minoti Nath has been appointed as an Independent Director in Bengal KDC Housing Development Limited.

The Secretarial Audit Report by M/s. B. K. Barik & Associates, Practicing Company Secretaries, for the financial year 2023-24 of Bengal KDC Housing Development Ltd. is annexed to the Directors' Report of Bengal KDC Housing Development Ltd. for the said financial year. The minutes of the Board meetings of subsidiary companies are periodically placed before the Company's Board, and the Directors' attention is drawn to significant transactions and arrangements made by the subsidiary companies.

The Audit Committee reviews the financial statements of all subsidiary companies, including the investments made by the Company. The minutes/resolutions of the Board meetings of all subsidiary companies are periodically placed before the Board. The management

Report on Corporate Governance (*contd.*)

periodically reviews a statement of all significant transactions, if any, entered into by all the subsidiary companies.

- vii. The Management Discussion and Analysis Report forms a part of the Annual Report and includes various matters specified under the Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- viii. The CEO/CFO Certificate has been placed before the Board at their meeting held on August 28, 2024 in compliance with SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 was duly signed by the Managing Director/CEO and CFO.
- ix. The Statutory Auditor Certificate, regarding compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance, is annexed to the Directors' Report and will be sent to the Stock Exchanges when the Company's Annual Report is filed.
- x. The Company has established procedures to inform Board Members about the Risk Assessment and minimization process, which are periodically reviewed by the Board.
- xi. Details of Directors seeking Appointment/Re-appointment at the ensuing Annual General Meeting as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed to the Notice convening the Annual General Meeting.
- xii. A Reconciliation of Share Capital Audit is conducted quarterly by an independent Practicing Company Secretary, Md. Shah Nawaz (Membership No. 21427, C.P. No. 15076), to confirm reconciliation of the issued and listed capital, shares held in dematerialized and physical form, and the status of the register of members, as stipulated by SEBI.
- xiii. Details of total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor are provided in Notes 29.1 to the Standalone Financial Statements and Notes 33.1 to the Consolidated Financial Statements.
- xiv. A Certificate from a Practicing Company Secretary stating that none of the directors on the board of the company as of March 31, 2024, have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed to this report.

9. CODE OF CONDUCT AND ETHICS AND INSIDER TRADING

The Company has implemented a Code of Conduct and Ethics (Code) applicable to the Board of Directors and Senior Management Personnel. The core principle of this Code is to ensure that the Company's business is conducted with honesty, fairness, and integrity, adhering to all applicable laws and free from any personal gain considerations. All Directors and Senior Management Personnel have confirmed their compliance with the Code, and a declaration to this effect, signed by the Executive Director, is attached to this report.

Report on Corporate Governance (*contd.*)

COMPLIANCE WITH CODE OF BUSINESS CONDUCT AND ETHICS

To,
The Members of
Kaushalya Infrastructure Dev. Corp. Ltd.

In accordance with Regulation 17(5)(a) and 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Senior Management Personnel of the Company have affirmed the annual compliance with the Code of Conduct of the Company for the financial year ended 31st March, 2024.

For **Kaushalya Infrastructure Dev Corp Ltd**

Place: Kolkata
Date: August 28, 2024

Mahesh Mehra
Whole-time Director
DIN-00086683

10. MEANS OF COMMUNICATION

All essential information regarding the Company and its performance, including quarterly results and shareholding data, is posted on the Company's website at www.kaushalya.net.

The Company's quarterly and annual performance results are published in leading newspapers, specifically in the English daily Business Standard and the regional language daily Arthik Lipi.

The quarterly results are also accessible on the websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The Company submits its quarterly results, Corporate Governance Report, Shareholding Pattern, Share Capital Audit Report, and other relevant documents electronically to BSE Limited and National Stock Exchange of India Limited through the BSE Listing Centre and NSE Electronic Application Processing System (NEAPS).

11. GENERAL SHAREHOLDERS INFORMATION

➤ Annual General Meeting

Date and Time: 27th September, 2024 at 2.00 P.M.

Venue: The meeting for F.Y. 2023-24 will be conducted by way of two-way video conferencing (V.C)/ Other Audio-Visual Means (OAVM) facility, ("OAVM"). The venue of the meeting shall be deemed to be the registered office of the company at HB-170, Sector-III, Salt Lake, Kolkata – 700 106

➤ Book Closure Date

21st September, 2024 to 27th September, 2024 (both days inclusive) on account of this AGM

➤ Corporate Identification Number

The Company is registered in the State of West Bengal, India. Its Corporate Identification Number (CIN), allotted by the Ministry of Corporate Affairs (MCA), is L51216WB1992PLC055629.

Report on Corporate Governance (*contd.*)

The Company is registered under the jurisdiction of the Registrar of Companies, Kolkata, West Bengal.

➤ Financial Year

The financial year of the Company is from 1st April, 2024 to 31st March, 2025.

➤ Financial year calendar for 2024- 2025

<i>Particulars</i>	<i>Tentative Schedule*</i>
Results for the quarter ending 30th June, 2024	Disclosed on August 14, 2024 (Subject to Limited Review)
Results for the quarter ending 30th September, 2024	On or before November 14, 2024 (Subject to Limited Review)
Results for the quarter ending 31st December, 2024	On or before February 14, 2025 (Subject to Limited Review)
Results for the quarter/year ending 31st March, 2025	On or before May 30, 2025 (Audited)

*The above timeline schedule is on tentative basis and subject to change.

➤ Listing of Equity Shares on Stock Exchanges

i) National Stock Exchange of India Ltd.

Exchange Plaza, Bandra – Kurla Complex,
Bandra (E) Mumbai- 400 051

ii) BSE Ltd.

PJ, Towers, Dalal Street, Mumbai- 400 001.

➤ Stock Code

<u>Exchange</u>	<u>Code</u>
National Stock Exchange of India Limited	KAUSHALYA
BSE Limited	532925

➤ Listing Fees

Listing fee for the year 2024-25 is payable to the National Stock Exchange of India Ltd. and BSE Ltd. where the Company's equity shares are listed.

➤ Depositories

i) National Securities Depository Ltd.

Trade World, 4th Floor, Kamala Mills Compound
Senapati Bapat Marg, Lower Parel, Mumbai 400 003

ii) Central Depository Services (India) Ltd.

Phirozee Jeejeebhoy Towers, 17th Floor,
Dalal Street Mumbai 400 023

Report on Corporate Governance (*contd.*)

➤ ISIN No. for the Company

The shares of the Company are currently traded only in dematerialized form and the Company has entered into agreements with the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

There has been a change in the ISIN of the Company due to consolidation of equity shares from F.V. of Rs. 10/- each to F.V. of Rs. 1,000/- each. The previous ISIN of the Company was INE234I01010.

Under the Depository system, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE234I01028.

342218 Equity Shares of the Company representing 98.82% of the Company's Equity Share Capital are dematerialized as on March 31, 2024.

➤ Market price data

Monthly high, low quotations and trading volumes of the Company's equity shares (Face Value of Rs 10/- each) during the financial year 2023-24 at BSE and NSE are noted below:

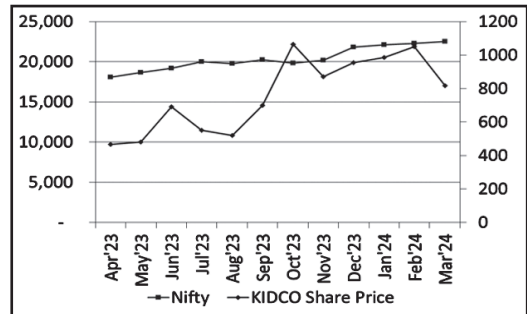
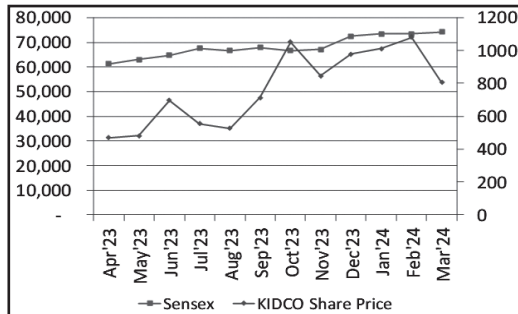
<i>Months</i>	<i>BSE Ltd</i>			<i>National Stock Exchange of India Ltd.</i>		
	<i>High</i>	<i>Low</i>	<i>Volume</i>	<i>High</i>	<i>Low</i>	<i>Volume</i>
April, 2023	4.70	3.80	83,432	4.65	3.8	4,40,000
May, 2023	4.80	3.90	1,92,930	4.8	3.7	9,15,000
June, 2023	6.96	4.61	15,04,990	6.9	4.6	64,55,000
July, 2023	5.54	4.44	3,58,798	5.5	4.6	10,27,000
August, 2023	5.27	4.61	2,93,177	5.2	4.6	8,32,000
September, 2023	7.12	4.71	8,54,017	7	4.75	41,28,000
October, 2023	10.52	6.79	18,99,418	10.65	6.75	32,13,000
November, 2023	8.46	6.80	2,87,816	8.7	6.8	3,98,000
December, 2023	9.78	6.85	7,06,774	9.55	6.8	5,10,000
January, 2024	10.12	8.50	4,77,672	9.85	8.65	5,35,000
February, 2024	1,079.00	761.71	9,964	1048.75	748	12,000
March, 2024	805.00	580.00	7,005	816.75	570.1	19,000

The shares are being traded on the exchanges w.e.f 12.01.2024 with the consolidated face value of Rs. 1,000/- per share.

[Source: This information is compiled from the date available from the websites of BSE and NSE.]

Report on Corporate Governance (contd.)

Performance of the Company in comparison with broad based indices



Note: The shares are being traded on the exchanges w.e.f. 12.01.2024 with the consolidated face value of Rs. 1,000/- per share.

➤ Registrar and Share Transfer Agent

M/s. CB Management Services (P) Limited

Add.: Rasoi Court, 5th Floor,

20, R. N. Mukherjee Road, Kolkata- 700001

Ph: 2280-6692 40116700, 40116711, 40116718, 40116723;

Email: rta@cbmsl.com

Website: www.cbmsl.com

➤ Share Transfer System

Request for transfer of Equity Shares held in physical form may be lodged with M/s. CB Management Services (P) Limited, Kolkata or may be sent to the Company Secretary at the registered office of the Company at Kolkata.

Share transfers are registered and returned within 15 days from the date of lodgment, provided documents are complete in all respects.

➤ Shareholding pattern as on March 31, 2024

Category	No. of Shares held	% of shareholding
Promoters & Promoters Group	1,78,061	51.42
Financial Institutions / Banks	8	-
Bodies Corporate & LLP	27,490	7.94
Non-Resident Indians	1,656	0.48
Resident Individuals	1,29,618	37.43
KMP	15	-
H.U.F.	5,364	1.55
Trust	4,094	1.18
Total	3,46,306	100.00

Note: Number of shares shown has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.

Report on Corporate Governance (contd.)

➤ Distribution of Shareholding

The distribution of shareholding of the Company as on March 31, 2024 is noted below:

Range of Holding	No. of Shareholders	% on total no. of Shareholders	No. of Shares	% on issued shares
1 - 500	14,554	99.73	1,18,283	34.16
501 - 1000	19	0.13	14,803	4.27
1001 - 2000	8	0.05	10,064	2.91
2001 - 3000	1	0.01	2,030	0.59
3001 - 4000	2	0.01	7,515	2.17
4001 - 5000	1	0.01	4,084	1.18
5001 - 10000	4	0.03	31,518	9.10
10001 - 50000	2	0.01	54,704	15.80
50001 and above	2	0.01	1,03,305	29.83
Total	14,593	100.00	3,46,306	100.00

Note: Number of shares shown has been consolidated so that every 100 shares worth Rs. 10/- each became 1 share worth Rs. 1000/-.

➤ Outstanding convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ ADRs/Warrants or any Convertible instruments.

➤ Address for Correspondence

For any assistance, queries regarding transfer or transmission of shares, dematerialization, non-receipt of dividend, non-credit of shares in de-mat account and any other query relating to the shares of the Company and Annual Report, the shareholders may write to the following:

i) Company Secretary

Mr. Sanjay Lal Gupta

M/s Kaushalya Infrastructure Development Corporation Ltd.

CIN-L51216WB1992PLC055629

HB- 170, Sector – III, Salt Lake, Kolkata – 700 106

Tel: 033 2334 4148

E –mail: info@kaushalya.net Website: www.kaushalya.net

ii) Registrar and Share Transfer Agent

M/s. CB Management Services (P) Limited

Rasoi Court, 5th Floor,

20, R. N. Mukherjee Road, Kolkata- 700001

Ph: 2280-6692 40116700, 40116711, 40116718, 40116723;

Email: rta@cbmsl.com Website: www.cbmsl.com

For and on behalf of the Board

Mahesh Mehra

DIN : 00086683

Whole-time Director

Sanjay Lal Gupta

DIN-08850306

Whole-time Director &
Company Secretary

Dated: 28th August, 2024

Registered office:

HB-170, Sector-III, Salt Lake,
Kolkata-700106

CIN-L51216WB1992PLC055629

Report on Corporate Governance (*contd.*)

CEO AND CFO CERTIFICATION

To
The Members of,
Kaushalya Infrastructure Dev. Corp. Ltd.
CIN: L51216WB1992PLC055629
HB-170, Sector-III, Salt Lake,
Kolkata-700 106

We, Mahesh Mehra, Executive Director & Whole-time Director and Tarak Nath Mishra, Whole-time Director & Chief Financial Officer to the best of our knowledge and belief certify that:

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. 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.
- C. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee:
- (1) significant changes in internal control over financial reporting during the year;
 - (2) significant changes in accounting policies during the year; and
 - (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata
Dated: August 28, 2024

Mahesh Mehra
Executive Director &
Whole-time Director
DIN : 00086683

Tarak Nath Mishra
Whole-time Director &
Chief Financial Officer
DIN : 08845853

Report on Corporate Governance (*contd.*)

Auditors' Certificate on Corporate Governance

To
The members of
Kaushalya Infrastructure Development Corporation Limited
HB-170, Sector III, Salt Lake
Kolkata, West Bengal 700106

Statutory Auditor's Certificate on compliance of corporate governance as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") against Kaushalya Infrastructure Development Corporation Limited (herein after referred to as "the Company"), having CIN: L51216WB1992PLC055629.

Managements' Responsibility

1. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance as stipulated in the Listing Regulations.

Practitioner's Responsibility

2. Pursuant to the requirements of assurance, it is our responsibility to obtain reasonable assurance and form an opinion that the procedures and implementation thereof, adopted by the Company complies with the conditions of the Corporate Governance.
3. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
4. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

5. 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 Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the Listing Regulations during the year ended 31st March, 2024.
6. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For and on behalf of
KASG & Co.
(Chartered Accountants)
Firm Registration No. 002228C

CA Roshan Kumar Bajaj
Partner
Membership No.: 068523
UDIN: 24068523BKFDUN8563

Place: Kolkata
Date: 28.08.2024

Report on Corporate Governance (contd.)**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) (Amendment) Regulations, 2018)

To
The Members of,
Kaushalya Infrastructure Dev. Corp. Ltd.
CIN: L51216WB1992PLC055629
HB-170, Sector-III, Salt Lake,
Kolkata-700 106

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kaushalya Infrastructure Development Corporation Limited having Corporate Identity Number: L51216WB1992PLC055629 and having registered office at HB- 170, Sector-III, Salt Lake, Kolkata- 700106 (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, as amended.

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 for the financial year ending on March 31, 2024, have been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. 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 test check basis 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: Kolkata
Date: 28-08-2024

B. K. Barik
B. K. Barik & Associates
Practicing Company Secretary
C.P. No.: 3897, FCS: 5696
UDIN: F005696F001061731

Standalone Financials

Independent Auditors' Report

To the Members of

KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the Standalone Financial Statements of **Kaushalya Infrastructure Development Corporation Limited** (“the Company”), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash flow and the Statement of Changes in Equity for the year then ended 31st March, 2024, and notes to the Standalone Financial Statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (‘the Act’) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (‘Ind AS’) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for opinion

We conducted our audit of the Standalone

Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended 31st March, 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information Other than the Standalone Financial Statements and Auditor’s Report Thereon

The Company’s board of directors is responsible for the other information. The other information

Independent Auditors' Report (*contd.*)

comprises the information included in the Board's Report (and any other information or Annual Report as the case may be) but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone 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 Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone 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.

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding

of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 Standards on Auditing will always detect

Independent Auditors' Report (*contd.*)

a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material

uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit

Independent Auditors' Report (*contd.*)

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 standalone 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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the order.
2. As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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), the Statement of Changes in Equity, and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Standalone Financial statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the **Companies (Indian Accounting Standards) Rules, 2015**, as amended.
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the managerial remuneration for the year ended March

Independent Auditors' Report (*contd.*)

31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.

- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure 2**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- (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 details regarding pending litigations in Notes of Standalone Financial Statements, which may have an impact on its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There was no amount required to be transferred, to the Investor Education and Protection Fund by the Company.

- iv. a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or entity, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified

Independent Auditors' Report (*contd.*)

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; and

- c) Based on audit procedures which we 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) contain any material mis-statement.
- v. The company has not declared or paid any dividend during the year hence provisions of section 123 of the Companies Act, 2013 shall not be applicable.
- (i) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining

books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is applicable for the financial year ended March 31, 2024. Audit trail feature has been enabled from July 2023, before which the company was using a different software. On having difficulties in the software, they started using Tally since July 2023 with proper Audit Trail feature in it.

For KASG & Co.

Chartered Accountants
Firm Regn. No. 002228C

Roshan Kumar Bajaj

Partner

Membership No.068523

UDIN: 24068523BKFD2471

Place: Kolkata

Date: 30th May, 2024

Annexure 1 to Independent Auditors' Report

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIALS STATEMENTS OF THE KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED.

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report of even date, for the Year ended 31st March, 2024.

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - b) In our opinion and according to information and explanation given to us, all the fixed assets have physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements are held in the name of the Company.
 - d) According to the information and explanations given to us, the Company has not revalued its Property, Plant and Equipment during the year. Accordingly, the provisions of Clause 3(i)(d) of the Order are not applicable to the Company.
 - e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder. Accordingly, the provisions stated in paragraph 3(i) (e) of the Order are not applicable to the Company.
- ii. a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that the company has not been sanctioned working capital limits in excess of Rs. 5 Crores in aggregate at any point of time during the year from banks or financial institutions on the basis of security of Current Assets. Accordingly, the provisions of Clause 3(ii)(b) of the Order are not applicable to the Company.
- iii. a) According to the information explanation provided to us, the Company has not provided loans or provided advances in the nature of loans, or given guarantee, or provided security to any other entity other than subsidiary, joint venture and associates.
 - b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the terms and conditions in relation to investments made, guarantees provided, securities given and / or grant of all loans and advances in the nature of loans and guarantees are not prejudicial to the interest of the Company.
 - c) In case of the loans and advances in the nature of loan, schedule of repayment of principal

Annexure 1 to Independent Auditors' Report (contd.)

- and payment of interest has been stipulated and the repayments/receipts of principle and interest are regular.
- d) There are no amounts overdue for more than ninety days in respect of the loan granted to Company/ Firm/ LLP/ Other Parties.
- e) According to the information and explanation provided to us, the loan or advance in the nature of loan granted has not fallen due during the year. Hence, the requirements under paragraph 3(iii) (e) of the Order are not applicable to the Company.
- f) According to the information and explanation provided to us, the Company has not granted loans/advances in the nature of loans repayable on demand or without specifying any terms or period of repayment.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given guarantee to other company in whom the director is interested, and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 185 & 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable to the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 73, 74, 75 and 76 of the Act, the rules framed thereunder and the Circulars, notifications issued from time to time with regard to the deposits accepted. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this respect. Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- vi. According to the information and explanations given to us, the provisions of sub-section (1) of section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products of the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the Order are not applicable to the Company.
- vii. a) According to the information and explanations given to us and the records of the Company examined by us, the outstanding dues of income-tax, goods and service tax, customs duty, cess and any other statutory dues on account of any dispute, are as follows:

Name of the Statute	Name of the Dues	Amount (In lakhs)	Period of Such Dues	Forum where dispute is pending
WBVAT Act, 2003	VAT	69.48	FY 2007-08	Writ petition filed in Kolkata High Court
WBVAT Act, 2003	VAT	817.10	FY 2008-09	W.B. Taxation Tribunal
Income Tax Act, 1961	Income Tax	37.21	AY 2010-11	ITAT order effect pending
Income Tax Act, 1961	Income Tax	1,044.46	AY 2012-13	Vivad Se Vishwas effect pending
Income Tax Act, 1961	Income Tax	43.97	AY 2012-13	CIT (Appeals)
Income Tax Act, 1961	Income Tax	332.74	AY 2013-14	I.T. Appellate Tribunal
Income Tax Act, 1961	Income Tax	513.89	AY 2014-15	CIT (Appeals)

Annexure 1 to Independent Auditors' Report (*contd.*)

- viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph 3(viii) of the Order is not applicable to the Company.
- ix. a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender during the year.
- b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) In our opinion and according to the information explanation provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- e) According to the information explanation given to us and on an overall examination of the standalone financial statements of the Company, we report that the company has not taken any funds from an any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) is not applicable.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, clause 3(ix)(f) is not applicable.
- x. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of Clause 3(x) (a) of the Order are not applicable to the Company.
- b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3(x)(b) of the Order are not applicable to the Company.
- xi. a) During the course of our audit, 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 instance of fraud by the Company nor on the Company
- b) We have not come across of any instance of fraud by the Company or on the Company during the course of audit of the standalone financial statement for the year ended March 31st, 2024, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.
- c) As represented to us by the management, there are no whistle-blower complaints received by

Annexure 1 to Independent Auditors' Report (*contd.*)

- the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.
- xiii. In our opinion and 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 standalone financial statements as required by the applicable accounting standards.
- xiv. a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
b) We have considered internal audit reports issued by Internal Auditors during our audit.
- xv. According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act are not applicable to company, accordingly, the provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi) (a) of the Order are not applicable to the Company.
- xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. According to the information and explanations given to us there has been resignation of the statutory auditors during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- xix. According to the information and explanations given to us and based on our examination of financial ratios, ageing and expected date of realisation of financial assets and payment of liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report and the 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.
- xx. According to the information and explanations given to us, the provisions of section 135 of the Act are not applicable to the Company. Hence, the provisions of paragraph (xx)(a) to (b) of the Order are not applicable to the Company.
- xxi. The reporting under clause 3(xx) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in the report.

For KASG & Co.

Chartered Accountants
Firm Regn. No. 002228C

Roshan Kumar Bajaj
Partner

Membership No.068523

UDIN: 24068523BKFD RF2471

Place: Kolkata

Date: 30th May, 2024

Annexure 2 to Independent Auditors' Report

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIALS STATEMENTS OF THE KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED.

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 over financial reporting of Kaushalya Infrastructure Development Corporation Limited ("the Company") as of March 31st, 2024, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the-Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 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 information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of

internal financial controls, broil 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Annexure 2 to Independent Auditors' Report (*contd.*)

internal financial control over financial reporting 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 standalone financial statements in accordance with generally accepted accounting- principles, and that receipts and expenditures of the company are bring 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 Limitation of Internal Financial Controls Over Financial Reporting.

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are

subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting 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.

For KASG & Co.
Chartered Accountants
Firm Regn. No. 002228C
Roshan Kumar Bajaj
Partner
Membership No.068523
UDIN: 24068523BKFDRF2471

Place: Kolkata

Date: 30th May, 2024

Balance Sheet as at 31st March, 2024

(₹ in lakhs)

Particulars	Notes	As at <u>31.03.2024</u>	As at <u>31.03.2023</u>
(I) ASSETS			
(1) Non-current assets			
a) Property, plant and equipment	4	79.10	87.42
b) Investment property	5	266.07	266.07
		<u>345.17</u>	<u>353.49</u>
c) Financial assets			
i) Investments	6	4,599.88	4,976.07
ii) Loans	7	6.00	–
d) Deferred tax asset (net)	8	164.79	429.33
e) Income tax assets (net)	9	373.28	373.02
f) Other non-current assets	10	619.49	1,076.07
		<u>6,108.61</u>	<u>7,207.98</u>
(2) Current Assets			
a) Inventories	11	–	–
b) Financial assets			
i) Trade receivables	12	254.07	289.85
ii) Cash and cash equivalents	13	13.55	8.38
iii) Other balances with Bank	13	38.54	36.71
iv) Loans and advances	14	–	–
v) Other financial assets	15	41.63	25.58
c) Other current assets	16	0.10	0.54
		<u>347.89</u>	<u>361.08</u>
TOTAL ASSETS		<u>6,456.50</u>	<u>7,569.06</u>
(II) EQUITY AND LIABILITIES			
(1) Equity			
a) Equity share capital	17	3,463.06	3,463.06
b) Other equity	18	1,686.82	504.02
		<u>5,149.88</u>	<u>3,967.08</u>
(2) Non-current liabilities			
a) Provisions	19	8.98	8.46
		<u>8.98</u>	<u>8.46</u>
(3) Current liabilities			
a) Financial liabilities			
i) Borrowings	20	1,252.32	3,461.27
ii) Trade payables	21		
- Total outstanding dues to micro, small and medium enterprise		–	–
- Total outstanding dues to creditors other than micro, small and medium enterprise		38.29	129.94
b) Other current liabilities	22	7.02	2.31
		<u>1,297.63</u>	<u>3,593.51</u>
TOTAL EQUITY AND LIABILITIES		<u>6,456.50</u>	<u>7,569.06</u>

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants
Roshan Kumar Bajaj
Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra
 Whole-time Director

DIN:00086683

Tarak Nath Mishra
 Whole-time Director
 & CFO

DIN : 08845853

Sanjay Lal Gupta
 Whole-time Director
 & Company Secretary

DIN : 08850306

Statement of Profit and Loss for the year ended 31st March, 2024

Particulars	Notes	(₹ in lakhs)	
		For the year ended 31.03.2024	For the year ended 31.03.2023
(1) Revenue from operations	23	14.43	12.44
(2) Other income	24	1,649.95	97.42
(3) Total Income (1) + (2)		1,664.37	109.86
(4) EXPENSES			
(a) Cost of materials consumed	25	2.95	6.66
(b) Employee benefits expense	26	31.69	37.04
(c) Finance costs	27	61.53	60.68
(d) Depreciation expense	28	8.32	13.59
(e) Other expenses	29	212.48	155.73
Total Expenses (4)		316.98	273.70
(5) Profit/ (loss) before tax and exceptional items(3) - (4)		1,347.40	(163.83)
Exceptional Items		-	-
Profit before tax		1,347.40	(163.83)
(6) Tax Expense	30		
(a) Current tax			
i) Current tax for current year		-	-
ii) Current tax for the earlier years		-	-
(b) Deferred tax		264.54	13.88
Total tax expense (6)		264.54	13.88
(7) Profit/ (loss) for the year (5) - (6)		1,082.86	(177.71)
(8) Other comprehensive income			
(a) Items that will be reclassified to statement of profit and loss		-	-
(b) Items that will not be reclassified to statement of profit and loss		-	-
i) Changes in fair value of equity instruments		-	-
ii) Income Tax relating to items above		-	-
Total other comprehensive income (8)		-	-
(9) Total comprehensive income for the year (7) + (8)		1,082.86	(177.71)
(10) Earnings per equity share:			
(Face value of share of Rs. 1000/- each)	31		
(Previous year Rs.10/- each)			
a) Basic		312.69	(0.51)
b) Diluted		312.69	(0.51)

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

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& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director
& Company Secretary

DIN : 08850306

Cash Flow Statement for the year ended 31st March, 2024

Particulars	(₹ in lakhs)	
	For the year ended 31.03.2024	For the year ended 31.03.2023
A. Cash Flow from Operating activities:		
Profit/ (loss) before tax	1,347.40	(163.83)
<i>Adjustments for:</i>		
Depreciation expense	8.32	13.59
Loss on sale of shares	109.49	60.00
Loss Allowance for trade receivables	(10.06)	0.83
Finance cost	61.53	60.68
Profit on Settlement of Loan of IOB	(1,620.06)	–
Interest income	(3.33)	(2.58)
Loss Allowance created/(reversed) on security deposits	0.60	9.20
Liabilities/provision no longer required written back	(0.00)	(67.76)
Operating profit before working capital changes	(106.11)	(89.87)
<i>Adjustments for changes in operating assets/ liabilities</i>		
Inventories	–	3.76
Trade receivables	45.24	(14.04)
Loans and advances	(6.00)	10.17
Other non-current assets	456.58	(26.85)
Other current assets	0.45	(4.95)
Other financial assets	(16.05)	(0.45)
Trade Payables	(100.67)	111.70
Current financial liabilities	–	–
Other current liabilities	4.71	2.00
Cash generated from operations	278.15	(8.53)
Direct taxes refunded/ (paid)	(0.26)	(0.39)
Net cash generated from/ (used in) operating activities	277.89	(8.93)
B. Cash Flow from Investing activities:		
Proceeds/ (Repayment) in fixed deposit held as margin	(1.82)	(2.57)
Proceeds from sale of Investments in equity instruments	376.19	100.00
Interest received	3.33	2.58
Net cash generated from/ (used in) investing activities	377.70	100.01

Cash Flow Statement for the year ended 31st March, 2024 (contd.)

Particulars	(₹ in lakhs)	
	For the year ended 31.03.2024	For the year ended 31.03.2023
C. Cash Flow from Financing activities:		
Proceeds/ (Repayments) of current borrowings		
- From banks	(600.00)	(170.00)
- From group companies	11.12	139.19
Interest paid	(61.53)	(60.68)
Net cash generated from/ (used in) financing activities	(650.42)	(91.48)
Net increase/(decrease) in cash and cash equivalents	5.17	(0.41)
Cash and cash equivalents as at 1 April¹	8.37	8.78
Cash and cash equivalents as at 31 March¹	13.55	8.38

See accompanying notes forming part of the financial statements

1. Cash and cash equivalents represents cash, cheques on hand and balances with banks. (Refer Note. 13)
2. Interest accrued and converted into loan amounting to 271.36 lacs (P.Y. Rs. 242.09 lacs) being a non-cash item have not been considered above.
3. Figures in brackets represent outflows.

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra
Whole-time Director

DIN:00086683

Tarak Nath Mishra
Whole-time Director
& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director
& Company Secretary

DIN : 08850306

Statement of Changes in Equity for the year ended 31st March, 2024

A. Equity Share Capital

₹ in lakhs

Current reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share capital due to prior period errors	Restated balance at the beginning of current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,463.06	–	3,463.06	–	3,463.06

Previous reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share capital due to prior period errors	Restated balance at the beginning of current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,463.06	–	3,463.06	–	3,463.06

B. Other Equity

₹ in lakhs

Statement of changes in Equity	Reserves and surplus		Retained earnings		Total Equity
	Security Premium	General Reserve	Investment Revaluation Reserve	Retained Earnings	
Balance at March 31, 2022	4,793.85	484.87	(160.62)	(4,496.88)	621.22
Profit/ (Loss) for the year	–	–	–	(177.71)	(177.71)
Other Comprehensive Income	–	–	60.51	–	60.51
Balance at March 31, 2023	4,793.85	484.87	(100.11)	(4,674.60)	504.02
Profit/ (Loss) for the year	–	–	–	1,082.86	1,082.86
Changes during the year	–	–	99.94	–	99.94
Other Comprehensive Income	–	–	–	–	–
Balance at March 31, 2024	4,793.85	484.87	(0.17)	(3,591.73)	1,686.82)

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra	Tarak Nath Mishra	Sanjay Lal Gupta
Whole-time Director	Whole-time Director & CFO	Whole-time Director & Company Secretary
DIN:00086683	DIN : 08845853	DIN : 08850306

Notes forming part of the Financial Statements

1. General corporate information

Kaushalya Infrastructure Development Corporation Limited (the company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE'). The Company is primarily engaged in executing construction contracts relating to infrastructure, real estate developments, acquisition and development, and sale of land. The Company is also engaged in operating hotels and also in trading of School Shoes & Bag.

The Company's services are limited to domestic markets only.

2. Basis of preparation and presentation

This is the separate financial statement presented as per requirement of Ind AS 27 – Separate Financial Statements, those presented by a parent.

These separate financial statements of the Company are prepared under the historical cost except for certain financial instruments that are measured at fair value at end of each reporting period. Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. In these separate financial statements, the fair value for measurement and/or disclosure purpose is determined on such basis except for leasing transactions that are within the scope of Ind AS 17 – Leases / Ind AS 116 – Leases, and

measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of assets.

In addition, for financial reporting purposes, fair value measurements are categorized in to Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Division II of Schedule III to the Companies Act, 2013. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 – Statement of Cash Flows. The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Companies Act, 2013 are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Indian Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

3. Summary of material accounting policies

3.01 Statement of compliance

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standard) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 ('the Act'), as applicable.

Notes forming part of the Financial Statements (*contd.*)

3.02 Use of Estimates

The preparation of separate financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the separate financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

3.02 Revenue recognition

The Company has following major sources of revenue:

3.02.01 Construction activities

Construction activities includes long-term contracts for construction of infrastructure facilities or projects priced on a time and material basis etc. Revenues from construction activities are recognised over time using percentage of completion method. Such percentage of completion is determined as a proportion of the cost incurred for work performed to date relative to the total estimated contract costs.

The Company follows the policy of recognizing the contract revenue as soon as the work is completed, irrespective of the certification. However, whenever the work gets certified, the Company takes the certified portion of the previously uncertified revenue and deducts the same amount from the uncertified portion of the revenue of the respective financial year

Foreseeable losses on such contracts are recognized when probable using the most likely outcome or expected value method, as the case may be, in the particular circumstance.

3.02.02 Hotel Operations

Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and other services which is recognised once the rooms are occupied, food and beverages are sold and other services have been provided as per the contract with the customer.

3.02.03 Other services / activities

Revenues from agricultural activities is recognized at a point in time when the agricultural produce is sold to the customers.

Revenue from trading activities is recognised at a point in time when the goods is sold to the customers.

3.02.04 Other Income

Interest: Interest income is recognized on time proportion basis taking into account the amount outstanding and the effective interest rate applicable.

3.03 Employee Benefits

3.03.01 Short-term benefits

Short term employee benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

3.03.02 Defined retirement benefits

The cost of providing defined benefit retirement benefits are determined using the projected unit credit method. The Company provides gratuity benefits to its employees. Gratuity liabilities are not funded. Remeasurements, comprising actuarial gains and losses, return on plan assets excluding amounts included in net interest on the net benefit liability (asset) and any change in the effect of the asset ceiling (if applicable) are recognised in the balance sheet with a charge

Notes forming part of the Financial Statements (*contd.*)

or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in the comprehensive income are not reclassified to profit and loss but recognised directly in the retained earnings. Past service costs are recognised in profit and loss in the period in which the amendment to plan occurs. Net interest is calculated by applying the discount rate to the net defined liability or asset at the beginning of the period, taking into account of any changes in the net defined benefit liability(asset) during the period as a result of contribution and benefit payments.

Defined benefit costs which are recognised in profit and loss are categorised as follows

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements); and
- net interest expense or income; and

The retirement benefit obligation recognised in the separate financial statements represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reduction in future contributions to the plans.

The liability for termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

3.04 Taxation

i) Current tax

Current tax is the amount of tax payable on the taxable profit for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Taxable profit differs from 'Profit Before Tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the separate financial statements and the corresponding tax bases used in the computation of taxable profits. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are

Notes forming part of the Financial Statements (*contd.*)

measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

iii) **Minimum alternate tax**

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is recognised as an asset in the balance sheet when there is convincing evidence that the Company will pay normal income tax during the specified period and it is probable that future economic benefit associated with it will flow to the Company.

iv) **Current tax and deferred tax**

Current tax and deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively. The current and deferred tax arising from the initial accounting for business combination, are included in the accounting for the business combination.

3.05 **Property, Plant and equipment**

Land, buildings, Plant and equipment, Furniture and Fixtures, Vehicles, Office equipments held for use in the operations, or for administrative purposes are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated. Cost includes purchase cost of materials, including

import duties and non-refundable taxes, any directly attributable costs of bringing an asset to the location and condition of its intended use and borrowing costs capitalised in accordance with the Company's accounting policy.

Depreciation is recognised so as to write off the cost of assets (other than freehold land) less their residual values over the useful lives, using the straight-line method. Depreciation of assets commences when the assets are ready for their intended use. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes is accounted as change in estimate on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in Statement of Profit and Loss.

Upto March 31, 2019, assets acquired under finance leases are depreciated over their expected useful lives on the same basis as owned asset. When there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Estimated useful lives of the assets are as follows:

Buildings	: 30 to 60 years
Plant and equipment	: 3 to 15 years
Furniture and Fixtures	: 10 years
Office Equipments	: 3 to 5 years
Computers	: 3 years
Motor Vehicles	: 5 to 8 years

An item of property, plant and equipment is derecognised upon disposal or when no future

Notes forming part of the Financial Statements (*contd.*)

economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in profit and loss.

The Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as of April 1, 2016 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.06 Borrowing Costs

Borrowing cost attributable to the acquisition of qualifying assets is added to the cost up to the date when such assets are ready for their intended use. Other borrowing costs are recognized as expenses in the period in which these are incurred.

3.07 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets (Other than goodwill) to determine whether there is any indication that those assets have suffered any impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which the estimates of

future cash flows have not be adjusted.

If the recoverable amount of an asset or cash generating unit is estimated to be less than the carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in profit and loss.

When an impairment loss subsequently reverses, the carrying value of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or cash generating unit in prior years. Any reversal of an impairment loss is recognised immediately in profit and loss.

3.08 Inventories

Raw materials, stores and spares, finished goods, other construction materials and fuel are valued at lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes purchase price, non-refundable taxes and duties and other directly attributable costs incurred in bringing the goods/services to the point of sale. Work-in-progress is valued at cost.

Value of inventories are generally ascertained on the "FIFO" basis.

3.09 Provisions, Contingent liabilities and Contingent assets

3.09.01 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the

Notes forming part of the Financial Statements (*contd.*)

best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.09.02 Contingent liabilities and assets

Contingent liability is a possible obligation that arises from past events and 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 is a present obligation that arises from past events but is not recognised because either it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or a reliable estimate of the amount of the obligation cannot be made. Contingent liabilities are disclosed and not recognised. Contingent assets are neither recognised nor disclosed.

3.10 Investments in subsidiaries, joint ventures and associates

Investments in subsidiaries, joint ventures and associates are initially recognised and subsequently measured at cost less impairment loss, if any.

3.11 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party

to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transactions costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in profit and loss.

3.12 Financial assets

All purchases or sales of financial assets which require delivery of assets within the time frame established by regulation or convention in the market place are recognised and derecognised on a trade date basis. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

3.12.01 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit and loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair

Notes forming part of the Financial Statements (*contd.*)

value through other comprehensive income (except for debt instruments that are designated as at fair value through profit and loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Interest income is recognised in profit and loss for Fair value through other comprehensive income (FVTOCI) debt instruments. For the purpose of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus exchange differences on the amortised cost are recognised in profit and loss and other changes in the fair value of FVTOCI financial assets in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit and loss.

All other financial assets are subsequently measured at fair value.

3.12.02 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premium or discounts) through the expected life

of the debt instrument, or, where appropriate, a shorter period to the net carrying amount on initial recognition.

Income is recognised on effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in Statement of Profit and Loss and is included in the "Other income" line item.

3.12.03 Investments in equity instruments at FVTOCI

On initial recognition, the Company make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in the fair value of investments in equity instruments (other than investments held for trading) in other comprehensive income. These instruments are initially measured at fair value plus transaction costs. Subsequently they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for Equity through other comprehensive income'. On disposal of these investments the cumulative gain or loss is not reclassified to profit and loss.

Dividends on these investments in equity instruments are recognised in profit and loss when the Company's right to receive dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends are included as part of 'Other income' in the Statement of Profit and Loss.

3.12.04 Financial assets at fair value through profit and loss (FVTPL)

Financial assets which meets the criteria of financial assets held for trading are designated as 'Financial Assets at FVTPL'. The Company has

Notes forming part of the Financial Statements (*contd.*)

derivatives that are not designated and effective as a hedge instrument which are designated as 'Financial Assets at FVTPL'. Financial assets at FVTPL are measured at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in Statement Profit and Loss.

3.12.05 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on trade receivables, other contractual rights to receive cash or other financial instruments. Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. 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 Company expects to receive, discounted at the original effective interest rate. The Company estimates cash flows by considering all contractual terms of the financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risks on that financial instrument has increased significantly since initial recognition. If the credit risk on financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 month expected credit losses.

If the Company measures the loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risks has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12

month expected credit losses.

For trade receivables or any contractual right to receive cash or another financial asset that results from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures loss allowance at an equal to life time expected credit losses. For the purpose of measuring lifetime expected credit loss allowance for trade receivables the Company has used practical expedient as permitted under Ind AS 109. The expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information.

3.12.06 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flow from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of financial asset in its entirety, the difference between the asset's carrying amounts and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit and loss if such gain or loss would have otherwise been recognised in

Notes forming part of the Financial Statements (*contd.*)

Statement of Profit and Loss on disposal of that financial asset.

3.13 Financial liabilities and equity instruments

3.13.01 Classification as debt or equity

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchases of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

3.13.02 Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings and payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Financial liabilities at FVTPL are stated at

fair value, with any gains or losses arising on remeasurement recognised in profit and loss.

The net gain or loss recognised in profit and loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

3.13.03 Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

3.13.04 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the

Notes forming part of the Financial Statements (*contd.*)

original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement Profit and Loss.

3.14 Joint Venture Operations

In respect of contracts executed in Integrated Joint Ventures under profit sharing arrangement (assessed as AOP under Income tax laws), the services rendered to the Joint Ventures are accounted as income on accrual basis.

The profit / loss is accounted for, as and when

it is determined by the Joint Venture and the net investment in the Joint Venture is reflected as investments, loans and advances or current liabilities.

3.15 Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 36 months for real estate & infrastructure projects and 12 months for others for the purpose of classification of its assets and liabilities as current and non-current.

3.16 Rounding Off

The financial statements have been prepared in Indian Rupees (Rs) rounded off to two nearest decimal places in lakhs unless otherwise stated.

Notes forming part of the Financial Statements (contd.)

₹ in lakhs

4. Property, plant and equipment

	Freehold Building	Plant and Machinery	Furniture and fixtures	Motor Vehicles	Office equipments	Total
Cost of deemed cost						
Balance at April 1, 2022	78.50	167.98	2.23	0.63	0.66	250.00
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Balance at March 31, 2023	78.50	167.98	2.23	0.63	0.66	250.00
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Balance at March 31, 2024	78.50	167.98	2.23	0.63	0.66	250.00
Accumulated depreciation						
Balance at April 1, 2022	9.24	137.11	1.73	0.63	0.30	149.00
Depreciation expense	1.54	11.91	0.06	-	0.08	13.59
Disposals	-	-	-	-	-	-
Balance at March 31, 2024	10.78	149.02	1.79	0.63	0.37	162.59
Depreciation expense	1.54	6.64	0.06	-	0.08	8.32
Disposals	-	-	-	-	-	-
Balance at March 31, 2024	12.32	155.66	1.86	0.63	0.45	170.91
Carrying amount						
Balance at March 31, 2022	69.26	30.87	0.50	0.01	0.37	101.00
Balance at March 31, 2023	67.72	18.97	0.43	0.01	0.29	87.42
Balance at March 31, 2024	66.18	12.33	0.37	0.01	0.21	79.10

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
5 Investment property		
Investment in land		
Opening balance	266.07	266.07
Additions	–	–
Closing balance	<u>266.07</u>	<u>266.07</u>

Estimation of fair value

The Company's investment property consists of freehold land in Telangana and West Bengal, India. The fair value of the investment property is based on current prices for similar property. The main inputs used are quantum, area, location, demand, and trend of fair market value in the area.

The fair value is determined by an accredited independent valuer. Fair valuation is based on market approach method and categorised as Level 2 fair value hierarchy as at 31 March 2024 and 31 March 2023, the fair values of the property are 517 lacs and 492 lacs respectively.

	As at 31.03.2024			As at 31.03.2023	
	Amount Face value per share	Qty Nos.	Amount Rs in lakhs	Qty Nos.	Amount Rs in lakhs
6 Non-current investments					
(A) Investments in subsidiaries (carried at cost)					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments of					
KDC Nirman Limited	10.00	1,02,000	10.20	1,02,000	10.20
Bengal KDC Housing Development Limited	10.00	1,02,000	10.20	1,02,000	10.20
Kaushalya Energy Private Limited	10.00	–	–	95,500	9.55
		<u>2,04,000</u>	<u>20.40</u>	<u>2,99,500</u>	<u>29.95</u>
		<u>2,04,000</u>	<u>20.40</u>	<u>2,99,500</u>	<u>29.95</u>
(B) Investments in associates (carried at cost)					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments of					
Kaushalya Township Private Limited	10.00	3,17,357	155.08	3,17,357	155.08
Kaushalya Nirman Private Limited	10.00	46,000	19.40	46,000	19.40
Orion Abasaan Private Limited	10.00	29,000	10.90	29,000	10.90
		<u>3,92,357</u>	<u>185.38</u>	<u>3,92,357</u>	<u>185.38</u>
		<u>5,96,357</u>	<u>205.78</u>	<u>6,91,857</u>	<u>215.33</u>
(C) Investments					
Total Investments carrying value					
Investments in Equity Shares (carried at fair value through Other Comprehensive Income):					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments of:					
Orkay Engineering Limited*	10.00	5,33,000	–	8,53,000	166.56
Flare Realty Engineering Private Limited*	10.00	2,600	0.09	2,600	0.09
		<u>5,35,600</u>	<u>0.09</u>	<u>8,55,600</u>	<u>166.65</u>
Investments in Preference Shares of:					
Subsidiary					
Investments in 10% Non-cumulative Redeemable Preference Shares of:					
Bengal KDC Housing Development Limited	10.00	99,73,283	997.33	99,73,283	997.33
Associates					
Investments in 10% Non-cumulative Redeemable Preference Shares of:					
Kaushalya Township Private Limited	10.00	31,47,630	1,794.15	34,98,630	1,994.22
Kaushalya Nirman Private Limited	10.00	8,79,968	510.38	8,79,968	510.38
Orion Abasaan Private Limited	10.00	19,85,740	1,092.16	19,85,740	1,092.16

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024		As at 31.03.2023		
	Amount Face value per share	Qty Nos.	Amount Rs in lakhs	Qty Nos.	Amount Rs in lakhs
		1,59,86,621	4,394.02	1,63,37,621	4,594.09
		1,65,22,221	4,394.11	1,71,93,221	4,760.74
Aggregate amount of unquoted investments			4,599.88		4,976.07

* Although, the Company holds more than 20% of the shareholding of the above mentioned companies but does not have significant influence over the same, accordingly the company has applied Ind AS 109: Financial Instruments for recognition and measurement of investments in the above mentioned companies.

	As at 31.03.2024 ₹ in lakhs	As at 31.03.2023 ₹ in lakhs
7 Loans (Non Current)		
(Unsecured considered good)		
Loan to Subsidiary (Refer Note 07.1)	6.00	-
Note 07.1: The loan has been provided to KDC Nirman @7.5% p.a, repayable on demand	6.00	-

8 Deferred tax assets (net)		
Deferred tax assets	156.76	466.22
Deferred tax liabilities	8.03	(36.89)
	164.79	429.33

	Opening balance Rs in lakhs	Recognised in profit and loss Rs in lakhs	Closing Balance Rs in lakhs
For the year ended 31.03.2024			
Deferred tax (liabilities)/assets in relation to:			
Property, plant and equipment	(36.89)	(44.92)	8.03
Brought forward tax losses	464.02	309.38	154.63
Provision for employee benefits	2.20	0.07	2.13
	429.33	264.54	164.79
For the year ended 31.03.2023			
Deferred tax (liabilities)/assets in relation to:			
Property, plant and equipment	(9.66)	27.23	(36.89)
Brought forward tax losses	450.67	(13.35)	464.02
Provision for employee benefits	2.20	-	2.20
	443.21	13.88	429.33

Deferred tax asset has been recognised on brought forward tax losses in the current year and previous year. This is on account of the fact that recognition criteria of Deferred tax of has been met in light of the significant developments regarding restructuring of loans in the current year.

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
9 Income tax assets (net of provision)		
At beginning of year	373.02	372.63
Advance tax paid / (refunded)	0.26	0.39
Provision offset against advance taxes	-	-
At end of year- Advance tax/ (Provision for Tax)	373.28	373.02

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024	As at 31.03.2023
	<u>Rs in lakhs</u>	<u>Rs in lakhs</u>
10. Other non-current assets		
(a) Security deposits	1,034.74	1,144.21
Less: Loss allowance	(809.32)	(768.04)
(b) Capital Advances	150.00	456.03
(c) Advances to related parties	243.78	243.01
(d) Deposits with government authorities	0.29	0.86
	<u>619.49</u>	<u>1,076.07</u>
Note: Deposits with government authorities includes Sales Tax Deposit and Telephone Deposits as at 31.03.2024 and 31.03.2023		
11. Inventories (At lower of cost and net realisable value)		
(a) Work in progress (At lower of cost and net realisable value)	-	-
(b) Raw materials (At lower of cost and net realisable value)	-	-
	<u>-</u>	<u>-</u>
12. Trade receivables (Current)		
(a) Unsecured, considered good	-	289.85
(b) Unsecured, considered doubtful	1,195.42	1,243.07
Less: Allowance for Expected credit losses	(941.34)	(1,243.07)
	<u>254.07</u>	<u>289.85</u>

Trade receivables ageing schedule:
As at 31.03.2024

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed trade receivables - considered good	-	-	-	-	-	-
(ii) Undisputed trade receivables - significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	7.08	7.08
(iv) Disputed trade receivables - considered good	-	-	-	-	254.07	254.07
(v) Disputed trade receivables - significant increase in credit risk	-	-	-	-	536.02	536.02
(vi) Disputed trade receivables - credit impaired	-	-	-	-	398.25	398.25

Trade receivables ageing schedule:
As at 31.03.2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed trade receivables - considered good	-	4.84	-	-	1.25	6.09
(ii) Undisputed trade receivables - significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	7.08	7.08
(iv) Disputed trade receivables - considered good	-	-	-	-	283.76	283.76
(v) Disputed trade receivables - significant increase in credit risk	-	-	-	-	613.08	613.08
(vi) Disputed trade receivables - credit impaired	-	-	-	-	622.31	622.31

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
Movement in the expected credit loss allowance		
Balance at beginning of the year	(1,243.07)	(1,242.24)
Expected credit loss allowance created on trade receivables (Net), calculated at lifetime expected credit losses	<u>301.72</u>	<u>(0.83)</u>
Balance at end of the year	<u>(941.34)</u>	<u>(1,243.07)</u>
13. Cash and bank equivalents		
a) Cash and cash equivalents		
i) Cash in hand	8.90	3.47
ii) Balances with banks		
In current accounts	<u>4.65</u>	<u>4.91</u>
Total cash and cash equivalents	<u>13.55</u>	<u>8.38</u>
b) Other bank balances		
i) In deposit account (Unencumbered)	<u>38.54</u>	<u>36.71</u>
Total other balances with bank	<u>38.54</u>	<u>36.71</u>
Total cash and bank balances	<u>52.09</u>	<u>45.09</u>
Included above		
i) Fixed Deposit	<u>38.54</u>	<u>36.71</u>
	As at 31.03.2024	As at 31.03.2023
	Rs in lakhs	Rs in lakhs
14. Loans and advances (Current)		
a) Security Deposits	–	231.89
Less: transferred to Non-current	–	(231.89)
	<u>–</u>	<u>–</u>
	<u>–</u>	<u>–</u>
15. Other financial assets (Current)		
a) Interest accrued on financial assets carried at amortised cost	5.73	5.18
b) Balances with government authorities	35.63	20.40
c) Advance to Supplier	<u>0.27</u>	<u>–</u>
	<u>41.63</u>	<u>25.58</u>
16. Other current assets		
a) Other Advances	0.08	0.54
b) Prepaid Expenses	<u>0.02</u>	<u>–</u>
	<u>0.10</u>	<u>0.54</u>
17. Share capital		
Authorised:		
3,50,000 Equity Shares of Rs. 1000/- each	3,500.00	3,500.00
(3,50,00,000 Equity Shares of Rs. 10/- each)	<u>3,500.00</u>	<u>3,500.00</u>
Issued, Subscribed and fully paid up:		
3,46,306 Equity Shares of Rs. 1000/- each	3,463.06	3,463.06
(3,46,30,630 Equity Shares of Rs. 10/- each)	<u>3,463.06</u>	<u>3,463.06</u>

Notes forming part of the Financial Statements (contd.)

Reconciliation of Number of shares and amount outstanding at the beginning and end of the reporting period

	For the year ended 31.03.2024		For the year ended 31.03.2023	
	No. of Shares	Amount Rs in lakhs	No. of Shares	Amount Rs in lakhs
Equity shares				
Issued, subscribed and fully paid up:				
At beginning and end of the year	3,46,306	3,463.06	3,46,30,630	3,463.06

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
Mahanti Engineers Private Limited	53,076	15.33%	53,07,600	15.33%
Sun Kissed Merchandise Private Limited	50,229	14.50%	50,22,900	14.50%
Keleenworth Marketing Private Limited	43,363	12.52%	43,36,350	12.52%

Details of shareholding by promoters

SL.No	Promoters Name	No. of shares	% of total shares	% change during the year
1	Mahanti Engineers (P) Ltd.	53,076	15.33%	–
2	Sun Kissed Merchandise (P) Ltd.	50,229	14.50%	–
3	Keleenworth Marketing (P) Ltd.	43,363	12.52%	–
4	Prashant Mehra	9,177	2.65%	–
5	Ramesh Kumar Mehra (HUF)	8,380	2.42%	–
6	Rahul Mehra	3,923	1.13%	–
7	Mohini Mehra	1,546	0.45%	–
8	Pranav Mehra	1,344	0.39%	–
9	Kartik Mehra	1,120	0.32%	–
10	Anuradha Mehra	971	0.28%	–
11	Neeru Mehra	891	0.26%	–
12	Ramesh Kr. Mehra - Karta of Bajjnath Mehra (HUF)	725	0.21%	–
13	Raghav Mehra	725	0.21%	–
14	Karan Mehra	607	0.18%	–
15	Mahesh Mehra	481	0.14%	–
16	Sidh Nath Mehra (HUF)	440	0.13%	–
17	Mahesh Mehra (HUF)	350	0.10%	–
18	Purnima Mehra	313	0.09%	–
19	Ramesh Kumar Mehra	300	0.09%	–
20	Pooja Mehra	100	0.03%	–
		1,78,061	51.43%	–

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
18. Other Equity		
a) Securities premium	4,793.85	4,793.85
b) General reserve	245.00	245.00
c) Retained Earnings	(3,591.73)	(4,674.59)
d) Investment revaluation reserve	(0.17)	(100.11)
e) Revaluation Reserve	239.87	239.87
	<u>1,686.82</u>	<u>504.02</u>
a) Securities premium		
Balance as at the beginning and end of the year	4,793.85	4,793.85
	<u>4,793.85</u>	<u>4,793.85</u>
Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013		
b) General reserve - Balance brought forward		
Balance as at the beginning and end of the year	245.00	245.00
Changes during the year	(0.003)	-
	<u>245.00</u>	<u>245.00</u>
Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.		
c) Retained earnings		
Balance as at the beginning of the year	(4,674.59)	(4,496.88)
Profit/ (loss) for the year	1,082.86	(177.71)
Balance as at the end of the year	<u>(3,591.73)</u>	<u>(4,674.59)</u>
Retained Earnings are the profits and gains that the Company has earned till date and adjustments done on transition to Ind AS, less any transfer to general reserve, dividends or other distributions paid to shareholders.		
d) Investment revaluation reserve		
Balance as at the beginning of the year	(100.11)	(160.62)
Changes during the year	99.94	60.51
Balance as at the end of the year	<u>(0.17)</u>	<u>(100.11)</u>
The Company has elected to recognise changes in the fair value of certain investments in equity instruments in Other Comprehensive Income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to Retained Earnings when the relevant equity shares are derecognised.		
d) Revaluation Reserve		
Balance as at the beginning of the year	239.87	239.87
Changes during the year	-	-
Balance as at the end of the year	<u>239.87</u>	<u>239.87</u>
The Company has elected to recognise changes in the fair value of certain investments in equity instruments in Other Comprehensive Income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to Retained Earnings when the relevant equity shares are derecognised.		
19 Provisions		
a) Provision for employee benefits (Gratuity)	8.46	8.46
b) Provisions for Expenses	0.52	-
	<u>8.98</u>	<u>8.46</u>

Note 19.1: Provision for employee benefits includes provision for gratuity as at 31st March, 2024 and 31st March, 2023.

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
20 Current Borrowings		
A. Secured - at amortised cost		
a) Repayable on demand		
– From banks (Refer Note 20.1)	–	2,220.06
Total secured borrowings	<u>–</u>	<u>2,220.06</u>
B. Un Secured - at amortised cost		
a) Unsecured loans from group companies (Refer Note 20.1)	1,252.32	1,241.20
Total unsecured borrowings	<u>1,252.32</u>	<u>1,241.20</u>
Total borrowings	<u>1,252.32</u>	<u>3,461.27</u>

Note 20.1: For FY22-23, Secured loan from Banks include loan taken from Alchemist VII Trust amounting to Rs, 2,220.06 Lakhs.

Note 20.2: Unsecured loans from group companies includes:

- a) Loan from Bengal KDC Housing Development Limited amounting to Rs. 1,252.17 Lakhs in FY23-24 and Rs. 1,222.56 Lakhs in FY 2022-23 @6.50% p.a., repayable on demand.
- b) Loan from KDC Nirman Limited amounting to Rs. 0.15 Lakhs in FY 23-24 and Rs.18.64 Lakhs @ 7.50%, repayable on demand.

21. Trade Payables

a) Total outstanding dues of micro enterprises and small enterprises	–	–
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	38.29	129.94
Total trade payables	<u>38.29</u>	<u>129.94</u>

Trade Payable ageing schedule:

As at 31.03.2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	–	–	–	–	–
(ii) Others	29.77	1.41	3.87	3.24	38.29
(iii) Disputed dues - MSME	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	–

As at 31.03.2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	–	–	–	–	–
(ii) Others	72.01	–	–	57.93	129.94
(iii) Disputed dues - MSME	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	–

Note:- The company does not have any outstanding dues to micro, small and medium enterprise for more than 45 days during the period and as on March 31, 2023 since it has not received any declaration/notice/letters from its creditors certifying or indicating them as Micro Small and Medium Enterprises.

22. Other Current liabilities

a) Advance received from customers	0.16	0.09
b) Statutory dues (Refer Note 22.1)	3.96	2.21
c) Other Payables (Refer Note 22.2)	2.91	–
Total other liabilities	<u>7.02</u>	<u>2.31</u>

Note 22.1: Statutory dues includes TDS payable and GST payable as at 31st March,2024 and 31st March, 2023

Note 22.2: Other Payables includes salary payable amounting to Rs. 1.60 Lakhs and sitting fees amounting to Rs. 1.31 Lakhs as at 31st March 2024.

Notes forming part of the Financial Statements (contd.)

	For the year ended 31.03.2024 Rs in lakhs	For the year ended 31.03.2023 Rs in lakhs
23 Revenue from operations		
Revenue from contract with customers		
a) Receipts from hotel	10.33	8.94
b) Revenue from agricultural business	4.10	3.50
Revenue from Operations	14.43	12.44
Revenue recognised at a point in time	14.43	12.44
Revenue recognised overtime	-	-
24. Other income		
a) Interest income on financial assets carried at amortised cost		
i) From fixed deposits	2.60	2.58
ii) From Loans	0.03	-
iii) From deposits	0.70	-
b) Liabilities/provision no longer required written back	-	67.76
c) Sale of School Shoes & Bag	-	27.09
d) Profit on Settlement of Loan of IOB	1,620.06	-
e) Profit on sale of Land	16.37	-
f) Loss Allowance created/(reversed) for trade receivables	10.06	-
g) Miscellaneous Income	0.12	-
Total other income	1,649.95	97.42
25 Cost of materials consumed		
Raw materials consumed		
Opening stock of material	-	3.76
Add: Purchases	2.95	2.91
	2.95	6.67
Less: Closing stock of material	-	-
Total cost of materials consumed	2.95	6.66
26 Employee benefits expense		
a) Salaries and wages, including bonus	19.80	25.00
b) Contribution to provident and other funds	0.28	11.40
c) Workmen and staff welfare expenses	0.20	0.20
d) Director's Remuneration	11.40	0.44
Total employee benefits expense	31.69	37.03
27 Finance costs		
a) Interest expense on borrowings carried at amortised cost	61.43	60.40
b) Interest on TDS	0.06	0.28
c) Interest on GST	0.04	-
Total finance costs	61.53	60.68
28 Depreciation expense		
a) Depreciation on Property, plant and equipments (Refer Note 04)	8.32	13.59
Total depreciation expense	8.32	13.59

Notes forming part of the Financial Statements (contd.)

	For the year ended 31.03.2024 Rs in lakhs	For the year ended 31.03.2023 Rs in lakhs
29 Other expenses		
a) Consumption of stores, spare parts and loose tools	0.76	4.66
b) Purchase of School Shoes & Bag	–	23.93
c) Repairs to plant and machinery	1.01	1.78
d) Carriage and freight	–	0.11
e) Power and fuel	0.33	0.49
f) Rates, taxes and licenses	3.66	5.01
g) Electricity expenses	3.38	3.05
h) Insurance charges	0.05	0.05
i) Selling and distribution expenses	0.71	0.82
j) Legal and professional fee	74.31	11.20
k) Travelling and conveyance expenses	3.20	6.43
l) Telephone expenses	0.03	0.54
m) Directors' sitting fees	1.46	1.18
n) Printing and stationery	0.49	0.53
o) Audit fees [Note 29.1]	1.75	1.28
p) Rent paid	1.20	3.60
q) Sundry balances written off	0.18	–
r) Loss Allowance created/(reversed) on security deposits	0.60	9.20
s) Loss Allowance created/(reversed) for trade receivables	–	0.83
t) Loss on sale of shares	109.49	60.00
u) Labour charges & allowances	4.24	7.10
v) Other general expenses	5.62	13.94
Total other expenses	212.48	155.73
29.1 Audit fee includes payment to statutory auditor towards:		
i) Statutory audit fee	1.25	0.89
ii) Tax Audut	–	0.30
iii) Other services	0.50	0.10
	1.75	1.29
30. Income tax recognised in profit and loss		
Current tax		
In respect of the current year	–	–
In respect of earlier years	–	16.53
	–	16.53
Deferred tax		
In respect of the current year	264.54	13.88
	264.54	13.88
The tax expense for the year can be reconciled to the accounting profit (loss) as follows:		
Profit / (Loss) before tax for the year	1,347.40	(163.83)
Income tax expense calculated at 22.00% on above	296.43	(42.60)
Other adjustments	(31.89)	11.28
Tax expense as per Income tax Act, 1961	264.54	(31.32)

Notes forming part of the Financial Statements (contd.)

	For the year ended 31.03.2024 <u>Rs in lakhs</u>	For the year ended 31.03.2023 <u>Rs in lakhs</u>
31. Earnings per share (in Rupees)		
Basic and diluted earnings per share		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
Profit/ (loss) for the year	1,082.86	(177.71)
Profit/ (loss) attributable to the Equity Shareholders (A)	1,082.86	(177.71)
Weighted average number of equity shares outstanding (B)	3,46,306	3,46,30,630
Face value of Equity shares in Rupees	1,000.00	10.00
Basic and diluted earnings per share (A / B) (Rs.)	312.69	(0.51)
The Company is not having any potential ordinary shares which are dilutive in nature.		
	As at 31.03.2024	As at 31.03.2023
	<u>Rs in lakhs</u>	<u>Rs in lakhs</u>
32 Additional information to the Financial Statements		
32.01 Contingent liabilities		
I Claims not acknowledged as debts		
Income Tax Demand (Assessment Year 2004-05)	-	16.34
Income Tax Demand (Assessment Year 2007-08)	-	-
Income Tax Demand (Assessment Year 2007-08)	1.99	-
Income Tax Demand (Assessment Year 2009-10)	28.04	30.89
Income Tax Demand (Assessment Year 2010-11)	37.21	73.72
Income Tax Demand (Assessment Year 2011-12)	1.91	-
Income Tax Demand (Assessment Year 2012-13)	1,044.46	1,109.17
Income Tax Demand (Assessment Year 2012-13)	43.97	64.71
Income Tax Demand (Assessment Year 2013-14)	332.74	449.20
Income Tax Demand (Assessment Year 2014-15)	513.89	734.86
Income Tax Demand (Assessment Year 2017-18)	0.05	0.05
Income Tax Demand (Assessment Year 2018-19)	0.03	0.03
Income Tax Demand (Assessment Year 2018-19)	2.40	0.03
The WBVAT Act, 2003, VAT Financial Year 2008-09	817.10	817.10
The WBVAT Act, 2003, VAT Financial Year 2007-08	69.48	69.48
	<u>2,893.27</u>	<u>3,365.58</u>

Future cash outflows in respect of above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

32.02 Capital and other commitments

a) Capital commitments

Estimated value of contracts remaining to be executed on capital account	NIL	NIL
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32.03 Contingent assets

Disclosure on debtor WBSIDCL on Court case

Dispute between the company and the West Bengal Small Industries Development Corporation Ltd. (WBSIDCL) was awarded in favour of the Company through arbitration. WBSIDCL had preferred an appeal against the arbitration award u/s. 34 of the Arbitration & Conciliation Act, 1996 in Kolkata High Court. The award amount of Rs. 1,306.16 lakhs (Contingent Assets Rs. 927.11 lakhs) plus interest is pending as on March 31, 2023 and the same award amount (Contingent Assets Rs. 1,306.16 lakhs) plus interest is pending as on March 31, 2024.

Notes forming part of the Financial Statements (contd.)

	For the year ended 31.03.2024 <u>Rs in lakhs</u>	For the year ended 31.03.2023 <u>Rs in lakhs</u>
33 Disclosures under Indian Accounting Standards		
33.01 Employee Benefits		
Defined Contribution plans		
The Company has not transferred any amount towards long term defined benefit obligations as the management estimates that provision for retirement benefits is sufficient. Further the company has made contribution to following defined contribution plans:-		
Provident and other funds	0.28	0.44
Total	<u><u>0.28</u></u>	<u><u>0.44</u></u>
Defined Benefit Plans		
The Company provided the following employee benefits		
Funded : Provident Fund		
Non Funded: Gratuity		
	2023-24	2022-23
	<u>Rs in lakhs</u>	<u>Rs in lakhs</u>
33.02 Details of the Gratuity Plan are as follows		
Description		
1. Reconciliation of opening and closing balances of obligation		
a. Obligation as at beginning of the year	8.46	8.46
b. Actuarial (gain)/loss	-	-
c. Benefits paid	-	-
d. Obligation as at end of the year	8.46	8.46
2. Reconciliation of fair value of plan assets and obligations		
a. Present value of obligation	8.46	8.46
b. Fair value of plan assets	-	-
c. Amount recognised in the balance sheet Asset/(Liability)	(8.46)	(8.46)
3. Expenses recognised during the year		
a. Current service cost	-	-
b. Interest cost	-	-
c. Expected return on plan assets	-	-
d. Actuarial (gain)/loss	-	-
e. Expenses recognised during the year	-	-

33.03 Segment Reporting

The company is engaged in business of construction contracts of Infrastructure and Hotel. In accordance with Ind AS-108 "Operating Segments" the company has presented segment information on the basis of its consolidated financial statements which form part of this report.

In the Company's operations within India there is no significant difference in the economic conditions prevailing in the various states of India. Further, the company does not have any revenue from foreign. Hence disclosures on geographical segment are not applicable.

34.01 Capital management

The Company manages its capital to ensure that entities will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Capital structure of the Company consists of net debt (borrowings as detailed in notes 13 offset by cash and bank balances) and the total equity of the Company.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, long term-term borrowings, short-term borrowings, less cash and short-term deposits.

Notes forming part of the Financial Statements (contd.)

34.02 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade and other payables. The Company's principal financial assets include loans, trade and other receivables, and cash and short-term deposits that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risks, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments. The Company does not enter into or trade financial instruments including derivative financial instruments, for speculative purposes.

The corporate treasury management reports on quarterly basis to the board of directors that monitors risks and policies implemented to mitigate risk exposures.

34.02.01 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company enters into derivative financial instruments to manage its exposure to foreign currency risk and interest rate risk.

34.02.02 Credit risk management

Credit risks refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company's Board approved financial risk policies comprise liquidity, currency, interest rate and counterparty risk. Financial instruments that are subject to concentrations of credit risk, principally consist of trade receivables, finance receivables, loans and advances and derivative financial instruments. None of the financial instruments of the Company result in material concentrations of credit risks. The Company does not engage in speculative treasury activity but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The credit risk on bank balances and derivative financial instruments is limited because the counterparties are banks with high credit ratings.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. On going credit evaluation is performed on the financial condition of accounts receivable.

The credit risk on bank balances is limited because the counterparties are banks with high credit ratings.

34.02.03 Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained fund and non-fund based working capital lines from various banks. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Liquidity and interest risk tables

The following tables detail the maturity profile of Company's non-derivative financial liabilities with agreed repayment period. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

₹ in lakhs

	Current/ Non Current	Carrying amount	Less than 3 months	3 months to 1 year
As at 31.03.2024				
Borrowings	Current	1,252.32	–	1,252.32
Trade payables	Current	38.29	–	38.29
Other financial liabilities	Current	–	–	–
		<u>1,290.61</u>	<u>–</u>	<u>1,290.61</u>
As at 31.03.2023				
Borrowings	Current	3,461.27	–	3,461.27
Trade payables	Current	129.94	–	129.94
Other financial liabilities	Current	–	–	–
		<u>3,591.21</u>	<u>–</u>	<u>3,591.21</u>

Notes forming part of the Financial Statements (contd.)

35 Financial instruments

35.01 Fair value measurements

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3.11 to 3.13.

Financial assets and Liabilities

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets and financial liabilities that are not measured at fair value on a recurring basis (but fair value disclosure are required):

As at March 31, 2024						
	Current/ Non Current	Fair Value through Other Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets:						
Investments in equity instruments	Non Current	–	205.87	–	205.87	205.87
Investments in preference shares	Non Current	4,394.02	–	–	4,394.02	4,394.02
Loans	Non Current	–	–	6.00	6.00	6.00
Trade receivables	Current	–	–	254.07	254.07	254.07
Cash and cash equivalent	Current	–	–	13.55	13.55	13.55
Other balances with Bank	Current	–	–	38.54	38.54	38.54
Loans	Current	–	–	–	–	–
Other financial assets	Current	–	–	41.63	41.63	41.63
Total		<u>4,394.02</u>	<u>205.87</u>	<u>353.78</u>	<u>4,953.67</u>	<u>4,953.67</u>
Financial Liabilities						
Borrowings	Current	–	–	1,252.32	1,252.32	1,252.32
Trade payables	Current	–	–	38.29	38.29	38.29
Other financial liabilities	Current	–	–	–	–	–
Total		<u>–</u>	<u>–</u>	<u>1,290.61</u>	<u>1,290.61</u>	<u>1,290.61</u>
As at March 31, 2023						
	Current/ Non Current	Fair Value through Other Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets:						
Investments in equity instruments	Non Current	–	381.98	–	381.98	381.98
Investments in preference shares	Non Current	4,594.09	–	–	4,594.09	4,594.09
Loans	Non Current	–	–	377.03	377.03	377.03
Trade receivables	Current	–	–	289.85	289.85	289.85
Cash and cash equivalent	Current	–	–	8.38	8.38	8.38
Other balances with Bank	Current	–	–	36.71	36.71	36.71
Loans	Current	–	–	–	–	–
Other financial assets	Current	–	–	25.58	25.58	25.58
Total		<u>4,594.09</u>	<u>381.98</u>	<u>737.56</u>	<u>5,713.64</u>	<u>5,713.64</u>
Financial Liabilities						
Borrowings	Current	–	–	3,461.27	3,461.27	3,461.27
Trade payables	Current	–	–	129.94	129.94	129.94
Other financial liabilities	Current	–	–	–	–	–
Total		<u>–</u>	<u>–</u>	<u>3,591.21</u>	<u>3,591.21</u>	<u>3,591.21</u>

Notes forming part of the Financial Statements (contd.)

Fair Value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are 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).
- Level 3 — Inputs 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.

₹ in lakhs

	As at March 31, 2024			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in equity instruments	–	–	205.87	205.87
Investments in preference shares	–	–	4,394.02	4,394.02
	<u>–</u>	<u>–</u>	<u>4,599.88</u>	<u>4,599.88</u>
	As at March 31, 2023			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in equity instruments	–	–	381.98	381.98
Investments in preference shares	–	–	4,594.09	4,594.09
	<u>–</u>	<u>–</u>	<u>4,976.07</u>	<u>4,976.07</u>

36. Related party transactions

List of related parties and relationship

Name of the related party	Nature of Relationship	Business	Country of Incorporation	Incorporation details
KDC Nirman Limited	Subsidiaries	Real estate development	India	04.03.2008
Bengal KDC Housing Development Limited	Subsidiaries	Housing projects	India	28.06.2006
Kaushalya Energy Private Limited	Subsidiaries	Generation and distribution of power	India	15.09.2008
Kaushalya Nirman Private Limited	Associates	Real estate development	India	05.09.2006
Orion Abasaan Private Limited	Associates	Housing projects	India	05.09.2006
Kaushalya Township Private Limited	Associates	Real estate development	India	05.09.2006
KIDCO NACC JV	Joint Venture	Construction of Small Hydro Power Project	India	01.07.2009
Mahesh Mehra	Key-ManAGERIAL person	Whole-Time Director	India	
Karan Mehra	Key-ManAGERIAL person	Relative of Director	India	
Tarak Nath Mishra	Key-ManAGERIAL person	Chief Financial Officer	India	
Sanjay Lal Gupta	Key-ManAGERIAL person	Company Secretary	India	
Ramkrishna Mondal	Key-ManAGERIAL person	Director	India	
Sandip Sarkar	Key-ManAGERIAL person	Director	India	
Minoti Nath	Key-ManAGERIAL person	Director	India	
Neeru Mehra	Sundry Creditor	Relative of Director	India	

Notes forming part of the Financial Statements (contd.)

a) Transaction during the year	For the year ended <u>31.03.2024</u>	For the year ended <u>31.03.2023</u>
Remuneration to Key Managerial Person		
Maresh Mehra	11.40	11.40
Tarak Nath Mishra	5.52	5.24
Sanjay Lal Gupta	3.48	3.30
Total	<u>20.40</u>	<u>19.94</u>
Sitting Fee to directors		
Ramkrishna Mondal	0.46	0.45
Sandip Sarkar	0.36	0.34
Minoti Nath	0.49	0.40
Total	<u>1.31</u>	<u>1.18</u>
Rent Paid		
Neeru Mehra	1.20	3.60
Total	<u>1.20</u>	<u>3.60</u>
Loan taken from subsidiary		
Bengal KDC Housing Development Limited	60.58	138.77
KDC Nirman Limited	0.85	0.84
	<u>61.43</u>	<u>139.61</u>
Advance Repaid		
Kidco NACC JV	0.76	26.85
Total	<u>0.76</u>	<u>26.85</u>
b) Balances at the end of the year		
Remuneration to Key Managerial Person		
Maresh Mehra	10.20	-
Tarak Nath Mishra	0.46	-
Sanjay Lal Gupta	0.29	-
Total	<u>10.95</u>	<u>-</u>
Sitting Fee to directors		
Ramkrishna Mondal	0.46	-
Sandip Sarkar	0.36	-
Minoti Nath	0.49	-
Total	<u>1.31</u>	<u>-</u>
Rent Paid		
Neeru Mehra	0.70	-
Total	<u>0.70</u>	<u>-</u>
Loan taken from subsidiary		
Bengal KDC Housing Development Limited	1,252.17	1,222.56
KDC Nirman Limited	0.15	18.64
	<u>1,252.32</u>	<u>1,241.20</u>
Advance Repaid		
Kidco NACC JV	243.78	243.02
Total	<u>243.78</u>	<u>243.02</u>

Notes forming part of the Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
38 Disaggregation of Revenue from contracts with customers in India		
Revenue from operations		
a) Contracts receipts	–	–
b) Receipts from hotel	10.33	8.94
c) Revenue from agricultural business	4.10	3.50
d) Sale of School Shoes & Bag	–	–
	14.43	12.44
Contract Assets		
Trade receivables	244.01	289.85
Contract Liabilities		
Advance from customers	0.23	0.10

38 Financial ratios

Rs in lakhs

Sl. No	Ratios	For the Year ended		% Change	Reason for change
		2024	2023		
a	Current ratio	0.27	0.10	167%	Decrease in current liabilities in the current financial year
b	Debt Equity ratio	–	0.87	(100%)	No non-current borrowings in the current financial year
c	Debt service coverage ratio	–	–	–	–
d	Return on equity ratio	21.03%	(4.48%)	(569%)	Incurred losses in the current financial year
e	Inventory turnover ratio	NA	NA	–	–
f	Trade receivables turnover ratio	NA	NA	–	–
g	Trade payables turnover ratio	NA	NA	–	–
h	Net capital turnover ratio	(0.80)	(0.03)	2200%	Due to increase in total income and increase in average working capital
i	Net Profit ratio	65.06%	(161.76%)	(140%)	Incurred profits in the current financial year
j	Return on capital employed	27.36%	1.39%	1883%	Incurred profits in the current financial year and there are no non-current borrowings as well
k	Return on investment	21.03%	0.08%	25066%	Incurred profits in the current financial year and there are no non-current borrowings as well

1. Current ratio = Current assets ÷ Current liabilities
2. Debt-Equity ratio = Long term borrowings ÷ Shareholders funds
3. Debt service coverage ratio = Earnings available for debt service ÷ Debt service

Where, Earnings for debt service = Net profit before tax + Non cash operating expenses like depreciation + Interest + Other adjustments like loss on sale of fixed assets
Debt service = Interest & Lease payments + Principal repayments

4. Return on Equity ratio = Net profit ÷ shareholders funds
5. Trade receivables turnover ratio = Net credit sales ÷ average receivables
6. Trade payables turnover ratio = Net credit purchases ÷ average payables
7. Net capital turnover ratio = Total turnover ÷ Average working capital
8. Net profit ratio = Net profit ÷ Total revenue
9. Return on capital employed = EBIT ÷ (shareholders funds + Long term borrowings)
10. Return on Investment = Net profit ÷ (shareholders funds + Long term borrowings)

Notes forming part of the Financial Statements (*contd.*)

39. Other statutory information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with struck off companies.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in crypto currency or any form of virtual currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

40. Approval of financial statements

The financial statements were approved for issue by the board of directors on 30th May, 2024.

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra	Tarak Nath Mishra	Sanjay Lal Gupta
Whole-time Director	Whole-time Director & CFO	Whole-time Director & Company Secretary
DIN:00086683	DIN : 08845853	DIN : 08850306

FORM NO. AOC-1

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

**Statement containing salient features of the financial statement of subsidiaries/
Associate Companies/Joint Ventures**

Part "A": Subsidiaries

(Rs. In Lakhs)

Sl. No	1	2
Name of the subsidiary	Bengal KDC Housing Development Limited	KDC Nirman Limited
Reporting period	31st March, 2024	31st March, 2024
Reporting currency and Exchange rate	INR	INR
Share Capital	20.00	20.00
Other Equity	232.39	(1.00)
Total Assets	1,261.19	26.03
Total Liabilities	1,261.19	26.03
Investments	2.40	-
Turnover	60.77	1.00
Profit before taxation	35.09	0.55
Provision for taxation	7.76	0.13
Profit after taxation	27.34	0.42
Proposed Dividend	Nil	Nil
% of shareholding	51%	51%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: **KDC Nirman Limited**
- Names of subsidiaries which have been liquidated or sold during the year: **NONE**
- The Reporting date of all subsidiaries is same as that of the Company, that is, 31st March, 2024.
- The Company does not have any foreign subsidiary.
- Kaushalya Energy Private Limited has been Struck w.e.f 09.12.2023.

For and on behalf of Board of Directors

Mahesh Mehra
Whole-time Director
DIN-00086683

Tarak Nath Mishra
Whole-time Director
& CFO
DIN- 08845853

Sanjay Lal Gupta
Whole-time Director &
Company Secretary
DIN-08850306

Place : Kolkata
Date : 30th May, 2024

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(Rs. In Lakhs)

Name of Associates/ Joint Ventures	Orion Abasaan Private Limited (OAPL)	Kaushalya Nirman Private Limited (KNPL)	Kaushalya Township Private Limited (KTPL)	KIDCO NACC
1. Latest Audited Balance Sheet Date	31st March, 2024	31st March, 2024	31st March, 2024	31st March, 2024
2. Shares of Associate/Joint Ventures held by the Company on the year end				
-No.	29,000	46,000	3,17,533	NA
-Amount of Investment in Associates/Joint Venture (Amount in Rs)	10.90	19.40	155.08	(243.78)
-Extend of Holding %	48.33%	46.00%	48.72%	90%
3. Description of how there is significant influence	Based on the percentage of holding over these investees			
4. Reason why the associate/ joint venture is not consolidated	NA	NA	NA	NA
5. Networth attributable to Shareholding as per latest audited Balance Sheet	488.18	419.91	2,477.60	NA
6. Profit / Loss for the year				
i. Considered in Consolidation	43.01	17.42	339.57	-
ii. Not Considered in Consolidation	-	-	-	-

- Names of associates or joint ventures which are yet to commence operations: **None**
- Names of associates or joint ventures which have been liquidated or sold during the year: **None**

For and on behalf of Board of Directors

Mahesh Mehra
Whole-time Director
 DIN-00086683

Tarak Nath Mishra
Whole-time Director
 & CFO
 DIN- 08845853

Sanjay Lal Gupta
Whole-time Director &
Company Secretary
 DIN-08850306

Place : Kolkata
 Date : 30th May, 2024

Consolidated Financials

Independent Auditors' Report

To The Members of

KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

Report on the Consolidated Ind AS Financial Statements

Opinion

We have audited the **Consolidated Financial Statements of Kaushalya Infrastructure Development Corporation Limited** ("the Holding") and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') as listed in Annexure 1, which comprise of the Consolidated Balance Sheet as at 31st March, 2024, the Consolidated Profit and Loss (including Other Comprehensive Income), Consolidated Cash flow Statement and the Consolidated Statement of Changes in Equity for the year then ended 31st March, 2024, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015, and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2024 their Consolidated Profit (including other comprehensive income), Consolidated Cash flow and the Consolidated Changes in Equity for the year ended on that date.

Basis for opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated

Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained together with audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the other matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

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

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's board of directors are responsible for the other information. The other information comprises the information included in the Board's Report (and any other information or Annual Report as the case may be) but does not include the consolidated financial statements and our auditor's report thereon.

The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the

Independent Auditor's Report (*contd.*)

other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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.

Management's Responsibility for the Consolidated Financial Statements

The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flow of the Group in accordance with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The Holding Company's Board of Directors are also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act the respective Board of Directors of the companies included in the Group, covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been

used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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.

Independent Auditor's Report (*contd.*)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial control system with reference to consolidated financial statements 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction,

supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated 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.

Other Matter

We did not audit the financial statements of the four subsidiary companies included in the Consolidated Ind AS financial statements, which reflects total assets of Rs. 7,391.84 Lakhs as at 31 March 2024, total revenues of Rs. 1,664.78 Lakhs and net cash inflows amounting to Rs. 6.29 Lakhs for the year ended on

Independent Auditor's Report (*contd.*)

that date. The financial statements of the subsidiaries for the year ended 31st March, 2024 have been audited by other auditor in accordance with Standards on Auditing specified under section 143 of the Act and their report containing unmodified opinion, have been furnished to us by the management.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditor.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditor of the Subsidiary Companies, the financial statements of which has been considered for the preparation of consolidated financial statements of the Company, as provided to us by the management, we report that the remarks given in CARO Report of the respective companies are neither qualification nor adverse in nature.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity, and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Consolidated Financial statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the **Companies (Indian Accounting Standards) Rules, 2015**, as amended.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
 - (g) On the basis of the written representations received from the directors of the Holding Company, and taken on record by the Board of Directors of the Holding Company, and the reports of the statutory auditors of its subsidiary companies, covered under the Act, none of the directors of the Group companies, are disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act.
 - (h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in '**Annexure A**' wherein we have expressed an unmodified opinion; and.
 - (i) 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

Independent Auditor's Report (*contd.*)

to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary's information and according to the explanations given to us;

- i. The consolidated financial statements disclose details regarding pending litigations in Notes of Consolidated Financial Statements, which may have an impact on its financial position.
- ii. The Holding and its subsidiaries did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There was no amount required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies covered under the Act.
- iv. a) The respective managements of the Holding and its subsidiaries has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts of the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding and its subsidiaries to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding and its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The respective managements of the Holding and its subsidiaries has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts of

the financial statements, no funds have been received by the Holding and its subsidiaries from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding and its subsidiaries 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; and

c) Based on audit procedures which we 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) contain any material misstatement.

v. The Holding and its subsidiaries have not declared or paid any dividend during the year hence provisions of section 123 of the Companies Act, 2013 shall not be applicable.

- (j) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is applicable for the financial year ended March 31, 2024. Audit trail feature has been enabled from July 2023, before which the company was using a different software. On having difficulties in the software, they started using Tally since July 2023 with proper Audit Trail feature in it.

For For KASG & Co.
Firm Regn. No: 002228C
Chartered Accountants

Roshan Kumar Bajaj
Partner

Place: Kolkata
Date: 30th May, 2024

Membership No: 068523
UDIN: 24068523BKFDGR8550

**ANNEXURE 1 TO THE INDEPENDENT AUDITOR’S REPORT
OF EVEN DATE ON THE CONSOLIDATED FINANCIALS
STATEMENTS OF THE KAUSHALYA INFRASTRUCTURE
DEVELOPMENT CORPORATION LIMITED.**

List of entities included in the consolidated financial statements

Name of the Holding Company

- 1) Kaushalya Infrastructure Development Corporation Limited

Name of subsidiaries

- 1) Azur Solar KDC Private Limited – Struck Off
- 2) KDC Nirman Limited
- 3) Bengal KDC Housing Development Limited
- 4) Kausalya Energy Private Limited – Under Strike Off

Annexure A

**ANNEXURE A TO THE INDEPENDENT AUDITOR’S REPORT
OF EVEN DATE ON THE CONSOLIDATED FINANCIALS
STATEMENTS OF THE KAUSHALYA INFRASTRUCTURE
DEVELOPMENT CORPORATION LIMITED.**

**Report on the Internal Financial Controls with reference to Consolidated financial statements under
Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 (“the Act”).**

We have audited the internal financial controls over financial reporting with reference to consolidated financial statement of the Holding company and its subsidiaries as of March 31st, 2024, in conjunction with our audit of the consolidated financial statements of **KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED** (‘the Holding Company’) and its subsidiaries (the Holding Company and its subsidiaries together referred to as ‘the Group’).

Management’s Responsibility for Internal Financial Controls

The respective Managements of the Holding company and its subsidiaries are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the-Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the

Institute of Chartered Accountants of India. 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 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 information, as required under the Companies Act, 2013.

Auditor’s Responsibility for Internal Financial Controls

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding company and its subsidiaries, as aforesaid, 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

Annexure A (Contd.)

Note”) and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained in terms of their reports referred to in the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies as aforesaid.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting 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 consolidated financial statements in accordance with generally accepted accounting- principles, and that receipts and expenditures of the company are bring 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 consolidated financial statements.

Inherent Limitation of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting 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.

For For KASG & Co.
Firm Regn. No: 002228C
Chartered Accountants

Roshan Kumar Bajaj
Partner

Place: Kolkata
Date: 30th May, 2024

Membership No: 068523
UDIN: 24068523BKFDGR8550

Consolidated Balance Sheet as at 31st March, 2024

(₹ in lakhs)

Particulars	Notes	As at 31.03.2024	As at 31.03.2023
(I) ASSETS			
(1) Non-current assets			
a) Property, plant and equipment	4	79.11	87.45
b) Goodwill	5	0.17	0.17
c) Investment property	6	266.07	266.07
d) Investments in subsidiaries and associates	7(A)	2,109.45	1,722.56
e) Financial assets			
i) Investments	7(B)	3,396.78	3,760.11
Investment in equity Instruments	8	2.40	2.40
ii) Loans and Advances	9	24.99	377.03
iii) Other Financial Asset	10	0.10	0.10
f) Deferred tax asset (net)	11	164.79	429.34
g) Income tax assets (net)	12	374.27	373.03
h) Other non current assets	13	619.49	699.04
		7,037.62	7,717.30
(2) Current Assets			
a) Inventories	14	–	–
b) Financial assets			
i) Trade receivables	15	254.07	289.85
ii) Cash and cash equivalents	16	16.39	10.09
iii) Other balances with Bank		40.93	38.96
iv) Other financial assets	17	42.74	6.29
c) Other Current assets	18	0.10	21.84
		354.22	367.04
		7,391.84	8,084.34
TOTAL ASSETS			
(II) EQUITY AND LIABILITIES			
(1) Equity			
a) Equity share capital	19	3,463.06	3,463.06
b) Other equity	20	3,732.03	2,135.33
		7,195.09	5,598.39
(2) Non Controlling Interest			
	21	130.01	116.41
		130.01	116.41
(3) Non-current liabilities			
a) Provisions	22	8.98	8.46
		8.98	8.46
(4) Current liabilities			
a) Financial liabilities			
i) Borrowings	23	–	2,220.06
ii) Trade payables			
a) Total outstanding dues to MSME		–	–
b) Total outstanding dues to creditors other than MSME	24	42.53	131.27
b) Other current liabilities	25	15.22	9.72
		57.75	2,361.06
		7,391.84	8,084.34
TOTAL EQUITY AND LIABILITIES			

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra
Whole-time Director

DIN:00086683

Tarak Nath Mishra
Whole-time Director

& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director

& Company Secretary

DIN : 08850306

Consolidated Statement of Profit and Loss for the year ended 31st March, 2024

(₹ in lakhs)

Particulars	Notes	For the year ended 31.03.2024	For the year ended 31.03.2023
(1) Revenue from operations	26	14.43	12.44
(2) Other income	27	1,650.36	100.07
(3) Total Revenue (1) + (2)		1,664.78	112.51
(4) EXPENSES			
a) Cost of materials consumed	28	2.95	6.66
b) Changes in inventories of work in progress	29	-	-
c) Employee benefits expense	30	49.99	55.02
d) Finance costs	31	0.13	0.47
e) Depreciation expense	32	8.32	13.59
f) Other expenses	33	220.35	168.09
Total Expenses (4)		281.74	243.83
(5) Profit/(Loss) before tax, exceptional items and share of profits/(loss) of associates and joint ventures (3)-(4)		1,383.03	(131.33)
Exceptional Items		-	-
Profit / (Loss) before tax and share of profits/(loss) of associates and joint ventures (3) - (4)		1,383.03	(131.33)
(6) Share of Profit/(Loss) of associates and joint ventures		399.75	1,699.52
(7) Profit before tax (5) + (6)		1,782.78	1,568.19
(8) Tax Expense			
a) Current tax			
i) Current tax for current year		8.97	8.65
ii) Current tax for earlier years	34	(1.10)	(0.18)
b) Deferred tax		264.54	13.87
Total tax expense (8)		272.41	22.34
(9) Profit for the year (7) - (8)		1,510.37	1,545.85
(10) Other comprehensive income			
a) Items that will be reclassified to statement of profit and loss			
i) Changes in fair value of equity instruments		-	-
b) Items that will not be reclassified to statement of profit and loss		-	-
Total other comprehensive income (8)		-	-
(11) Total comprehensive income for the period (7) + (8)		1,510.37	1,545.85
Total comprehensive income Attributable to			
Equity holders of the Parent		1,496.77	1,533.74
Non controlling Interest		13.60	12.12
(12) Earnings per equity share:			
(Face value of share of Rs 1000/- each)			
(Previous year Rs.10/- each)			
a) Basic	35	436.14	4.46
b) Diluted		436.14	4.46

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KAS& CO.

Firm Regn. No. 002228C

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& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director
& Company Secretary

DIN : 08850306

Consolidated Cash Flow Statement for the year ended 31st March, 2024

Particulars	(₹ in lakhs)	
	For the year ended 31.03.2024	For the year ended 31.03.2023
A. Cash Flow from Operating activities:		
Profit/ (loss) before tax	1,383.03	(131.33)
<i>Adjustments for:</i>		
Depreciation expense	8.32	13.59
Loss on sale of shares	109.49	60.00
Loss Allowance created/(reversed) on security deposits	0.60	9.20
Loss Allowance for trade receivables	(10.06)	0.83
Profit on Settlement of Loan of IOB	(1,620.06)	–
Interest Income	(3.62)	4.30
Finance cost	0.13	0.47
Liabilities/provision no longer required written back	–	67.76
Operating profit before working capital changes	(132.17)	24.82
<i>Adjustments for changes in operating assets/ liabilities</i>		
Inventories	–	3.76
Trade receivables	45.24	(14.04)
Current financial assets	(36.44)	1.48
Non-current financial assets	–	–
Loans and advances	352.04	111.27
Other non-current assets	79.55	(26.85)
Other current assets	21.74	(5.84)
Trade Payables	(82.52)	29.49
Current financial liabilities	–	(51.58)
Other current liabilities	3.22	7.45
Cash generated from operations	250.65	79.95
Direct taxes refunded/ (paid)	(9.12)	(11.98)
Net cash generated from/ (used in) operating activities	241.53	67.97
Cash Flow from Investing activities:		
Proceeds/ (Repayment) in fixed deposit held as margin	(1.97)	(2.62)
Purchase of Investments	–	2.40
Loans and advances (given) / repaid (net)	–	–
Proceeds from sale of Investments in equity instruments	363.24	101.89
Proceeds from sale of Property, plant and equipment	–	–
Interest received	3.62	(4.30)
Net cash generated from/ (used in) investing activities	364.89	97.37

Consolidated Cash Flow Statement for the year ended 31st March, 2024 (Contd.)

Particulars	(₹ in lakhs)	
	For the year ended 31.03.2024	For the year ended 31.03.2023
C. Cash Flow from Financing activities:		
Proceeds/ (Repayments) of current borrowings		
- From banks	(600.00)	(170.00)
Interest paid	(0.13)	(0.47)
Net cash generated from/ (used in) financing activities	(600.13)	(170.47)
Net increase/(decrease) in cash and cash equivalents	6.30	(5.13)
Cash and cash equivalents as at 1 April¹	10.09	15.22
Cash and cash equivalents as at 31 March¹	16.39	10.09

See accompanying notes forming part of the financial statements

1. Cash and cash equivalents represents cash, cheques on hand and balances with banks.
(Refer Note. 16)

2. Figures in brackets represent outflows.

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra
Whole-time Director

DIN:00086683

Tarak Nath Mishra
Whole-time Director
& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director
& Company Secretary

DIN : 08850306

Consolidated Statement of Changes in Equity for the year ended 31st March, 2024

A. Equity Share Capital

Rs in lakhs

(1) Current reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share capital due to prior period errors	Restated balance at the beginning of current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,463.06	–	3,463.06	–	3,463.06

(2) Previous reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share capital due to prior period errors	Restated balance at the beginning of current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,463.06	–	3,463.06	–	3,463.06

B. Other Equity

₹ in lakhs

Statement of changes in Equity	Reserves and surplus		Retained earnings		Total Equity
	Security Premium	General Reserve	Investment Revaluation Reserve	Retained Earnings	
Balance at April 01, 2022	4,793.85	484.87	(163.34)	(4,574.30)	541.08
Profit / (loss) for the year	–	–	–	1,533.74	1,533.74
Other Comprehensive Income	–	–	60.51	–	60.51
Balance at March 31, 2023	4,793.85	484.87	(102.83)	(3,040.56)	2,135.33
Profit / (loss) for the year	–	–	–	1,496.77	1,496.77
Other Comprehensive Income	–	–	99.94	–	99.94
Balance at March 31, 2024	4,793.85	484.87	(2.89)	(1,543.80)	3,732.03

See accompanying notes forming part of the financial statements

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants
Roshan Kumar Bajaj
Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra	Tarak Nath Mishra	Sanjay Lal Gupta
Whole-time Director	Whole-time Director & CFO	Whole-time Director & Company Secretary
DIN:00086683	DIN : 08845853	DIN : 08850306

Notes forming part of the Consolidated Financial Statements

1. General corporate information

Kaushalya Infrastructure Development Corporation Limited (the Parent Company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the Bombay Stock Exchange and National Stock Exchange. The Group is primarily engaged in executing construction contracts relating to infrastructure, real estate developments and acquisition and development and sale of land. It also carries on the business of hotel. The Company is also engaged in operating hotels and also in trading of School Shoes & Bag.

The Group consists of Kaushalya Infrastructure Development Corporation Limited (the Parent Company), its subsidiaries (viz. Azur Solar KDC Private Limited, Bengal KDC Housing Development Limited, KDC Nirman Limited, Kaushalya Energy Private Limited). The Group also have interest in associates (viz. Kaushalya Township Private Limited, Kaushalya Nirman Private Limited, Orion Abasaan Private Limited).

The subsidiary company M/s Kaushalya Energy Pvt Ltd. has made an application with the registrar of companies, Kolkata for striking off the name of the company. The company status as on date of this report is strike off.

The Group's services are limited to domestic markets only.

2. Basis of preparation and presentation

This is a consolidated financial statements of the Group, which has been prepared under the historical cost except for certain financial instruments that are measured at fair value at end of each reporting period. Historical cost is generally based on fair value of the consideration given in exchange for goods and services. The consolidated financial statements incorporate the financial statements of the Parent Company and entities controlled

by it i.e. its subsidiaries. It also includes the Group's share of profits, net assets and retained post acquisition reserves of joint arrangements and associates that are consolidated using equity method. Control is achieved when the Group is exposed to, or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity.

Wherever necessary, adjustments are made to the financial statements of subsidiaries, joint arrangements and associates to bring their accounting policies in line with those used by other members of the Group.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. In these consolidated financial statements, the fair value for measurement and/or disclosure purpose is determined on such basis except for leasing transactions that are within the scope of Ind AS 17 – Leases / Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of assets.

In addition, for financial reporting purposes, fair value measurements are categorized in to Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the

Notes forming part of the Consolidated Financial Statements (*contd.*)

entity can access at the measurement date;

- Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The consolidated Balance Sheet and the consolidated Statement of Profit and Loss are prepared and presented in the format prescribed in the Division II of Schedule III to the Companies Act, 2013. The consolidated Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 “Statement of Cash Flows”. The disclosure requirements with respect to items in the Consolidated Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Companies Act, 2013 are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Indian Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

2.01 Basis of Consolidation

The consolidated financial statements comprise of financial statements of the Company, its subsidiaries and includes Groups share of net assets of its joint venture and associates accounted for using the equity method, explained below.

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists where the Group has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power to direct the relevant activities of the investee. In assessing control, potential voting rights that is currently exercisable

are taken into account. Subsidiaries are fully consolidated from the date on which control is acquired and are deconsolidated from the date control ceases. The Group combines the financial statements of the Company (parent) and its subsidiaries line by line, adding together like items of assets, liabilities, equity, income and expenses. Inter-company transactions and balances including unrealised profits are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Non-controlling interests in the net assets (excluding goodwill) of consolidated subsidiaries are identified separately from the Groups equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the noncontrolling interests proportionate share of the fair value of the acquirees identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interest’s share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interest having a deficit balance.

Associates

Associates are entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

An interest in an associate or joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture and are recognised initially at cost. The Groups investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The consolidated

Notes forming part of the Consolidated Financial Statements (*contd.*)

financial statements include the Groups share of profits or losses and equity movements of equity accounted investees, from the date, significant influence or joint control commences until the date such significant influence or joint control ceases. When the Groups share of losses exceeds its interest in an equity accounted investee, the carrying amount (including any long-term investments in the nature of net investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee. When the Group transacts with an associate or joint venture, unrealised profits and losses are eliminated to the extent of the Groups interest in such associate or joint venture.

3. Summary of material accounting policies

03.01 Statement of compliance

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standard) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 ('the Act'), as applicable.

3.02 Use of Estimates

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Group to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the consolidated financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

3.03 Revenue recognition

The Group has following major sources of revenue:

3.03.01 Construction activities

Construction activities includes long-term contracts for construction of infrastructure facilities or projects priced on a time and material basis etc. Revenues from construction activities are recognised over time using percentage of completion method. Such percentage of completion is determined as a proportion of the cost incurred for work performed to date relative to the total estimated contract costs.

The Group follows the policy of recognizing the contract revenue as soon as the work is completed, irrespective of the certification. However, whenever the work gets certified, the Group takes the certified portion of the previously uncertified revenue and deducts the same amount from the uncertified portion of the revenue of the respective financial year.

Foreseeable losses on such contracts are recognized when probable using the most likely outcome or expected value method, as the case may be, in the particular circumstance.

3.03.02 Hotel Operations

Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and other services which is recognised once the rooms are occupied, food and beverages are sold and other services have been provided as per the contract with the customer.

3.03.03 Other services / activities

Revenues from agricultural activities is recognized at a point in time when the agricultural produce is sold to the customers.

Revenues from Trading activities is recognized at a point in time when the goods is sold to the customers.

Notes forming part of the Consolidated Financial Statements (*contd.*)

3.03.04 Other Income

Interest: Interest income is recognized on time proportion basis taking into account the amount outstanding and the effective interest rate applicable.

3.04 Employee Benefits

3.04.01 Short-term benefits

Short term employee benefits are recognised as an expense at the undiscounted amount in the Consolidated Statement of Profit and Loss of the year in which the related service is rendered.

3.04.02 Defined retirement benefits

The cost of providing defined benefit retirement benefits are determined using the projected unit credit method. The Group provides gratuity benefits to its employees. Gratuity liabilities are not funded. Remeasurements, comprising actuarial gains and losses, return on plan assets excluding amounts included in net interest on the net benefit liability (asset) and any change in the effect of the asset ceiling (if applicable) are recognised in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in the comprehensive income are not reclassified to profit and loss but recognised directly in the retained earnings. Past service costs are recognised in profit and loss in the period in which the amendment to plan occurs. Net interest is calculated by applying the discount rate to the net defined liability or asset at the beginning of the period, taking into account of any changes in the net defined benefit liability(asset) during the period as a result of contribution and benefit payments.

Defined benefit costs which are recognised in consolidated profit and loss are categorised as follows

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements); and

- net interest expense or income; and

The retirement benefit obligation recognised in the consolidated financial statements represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reduction in future contributions to the plans.

The liability for termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

3.05 Taxation

i) Current tax

Current tax is the amount of tax payable on the taxable profit for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Taxable profit differs from 'Profit Before Tax' as reported in the Consolidated Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profits. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that is probable that taxable profits will be available against which those deductible temporary differences

Notes forming part of the Consolidated Financial Statements (*contd.*)

can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, joint ventures and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from the deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which the benefits of the temporary difference can be utilised and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

iii) **Minimum alternate tax**

Minimum Alternate Tax (MAT) paid

in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is recognised as an asset in the balance sheet when there is convincing evidence that the Group will pay normal income tax during the specified period and it is probable that future economic benefit associated with it will flow to the Group.

iv) **Current tax and deferred tax**

Current tax and deferred tax are recognised in Consolidated Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively. The current and deferred tax arising from the initial accounting for business combination, are included in the accounting for the business combination.

3.06 **Property, Plant and equipment**

Land, buildings, Plant and equipment, Furniture and Fixtures, Vehicles, Office equipments held for use in the operations, or for administrative purposes are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated. Cost includes purchase cost of materials, including import duties and non-refundable taxes, any directly attributable costs of bringing an asset to the location and condition of its intended use and borrowing costs capitalised in accordance with the Group's accounting policy.

Depreciation is recognised so as to write off the cost of assets (other than freehold land) less their residual values over the useful lives, using the straight-line method. Depreciation of assets commences when the assets are ready for their intended use. The estimated useful lives, residual values

Notes forming part of the Consolidated Financial Statements (*contd.*)

and depreciation method are reviewed at the end of each reporting period, with the effect of any changes is accounted as change in estimate on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in Consolidated Statement of Profit and Loss.

Upto March 31, 2019, assets acquired under finance leases are depreciated over their expected useful lives on the same basis as owned asset. When there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Estimated useful lives of the assets are as follows:

Buildings	: 30 to 60 years
Plant and equipment	: 3 to 15 years
Furniture and Fixtures	: 10 years
Office Equipments	: 3 to 5 years
Computers	: 3 years
Motor Vehicles	: 5 to 8 years

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in consolidated profit and loss.

The Group has elected to continue with the carrying value of all of its property, plant and equipment recognized as of April 1, 2016 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.07 Borrowing Costs

Borrowing cost attributable to the acquisition of qualifying assets is added to the cost up to the date when such assets

are ready for their intended use. Other borrowing costs are recognized as expenses in the period in which these are incurred.

3.08 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets (Other than goodwill) to determine whether there is any indication that those assets have suffered any impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash generating unit is estimated to be less than the carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in consolidated profit and loss.

When an impairment loss subsequently reverses, the carrying value of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or cash generating unit in prior years. Any reversal of an impairment loss is recognised immediately in consolidated profit and loss.

Notes forming part of the Consolidated Financial Statements (*contd.*)

3.09 Inventories

Raw materials, stores and spares, finished goods, other construction materials and fuel are valued at lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes purchase price, non-refundable taxes and duties and other directly attributable costs incurred in bringing the goods/services to the point of sale. Work-in-progress is valued at cost.

Value of inventories are generally ascertained on the "FIFO" basis.

3.10 Provisions, Contingent liabilities and Contingent assets

3.10.01 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.10.02 Onerous contracts

An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the

obligations under the contract exceed the economic benefits expected to be received from the contract. Present obligation arising under onerous contracts are recognised and measured as provisions.

3.10.03 Contingent liabilities and asset

Contingent liability is a possible obligation that arises from past events and 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 Group, or is a present obligation that arises from past events but is not recognised because either it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or a reliable estimate of the amount of the obligation cannot be made. Contingent liabilities are disclosed and not recognised. Contingent assets are neither recognised nor disclosed.

3.11 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transactions costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in consolidated profit and loss.

3.12 Financial assets

All purchases or sales of financial assets which require delivery of assets within

Notes forming part of the Consolidated Financial Statements (*contd.*)

the time frame established by regulation or convention in the market place are recognised and derecognised on a trade date basis. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

3.12.01 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit and loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit and loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Interest income is recognised in consolidated profit and loss for Fair value through other comprehensive income (FVTOCI) debt

instruments. For the purpose of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus exchange differences on the amortised cost are recognised in consolidated profit and loss and other changes in the fair value of FVTOCI financial assets in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit and loss.

All other financial assets are subsequently measured at fair value.

3.12.02 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premium or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period to the net carrying amount on initial recognition.

Income is recognised on effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in Consolidated Statement of Profit and Loss and is included in the "Other income" line item.

3.12.03 Investments in equity instruments at FVTOCI

On initial recognition, the Group make an irrevocable election (on an instrument-by-

Notes forming part of the Consolidated Financial Statements (*contd.*)

instrument basis) to present the subsequent changes in the fair value of investments in equity instruments (other than investments held for trading) in other comprehensive income. These instruments are initially measured at fair value plus transaction costs. Subsequently they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for Equity through other comprehensive income'. On disposal of these investments the cumulative gain or loss is not reclassified to consolidated profit and loss.

Dividends on these investments in equity instruments are recognised in consolidated profit and loss when the Group's right to receive dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends are included as part of 'Other income' in the Consolidated Statement of Profit and Loss.

3.12.04 Financial assets at fair value through profit and loss (FVTPL)

Financial assets which meets the criteria of financial assets held for trading are designated as 'Financial Assets at FVTPL'. The Group has derivatives that are not designated and effective as a hedge instrument which are designated as 'Financial Assets at FVTPL'. Financial assets at FVTPL are measured at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in Consolidated Statement Profit and Loss.

3.12.05 Impairment of financial assets

The Group applies the expected credit loss model for recognising impairment loss on trade receivables, other contractual rights to receive cash or other financial instruments. Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate. The Group estimates cash flows by considering all contractual terms of the financial instrument.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risks on that financial instrument has increased significantly since initial recognition. If the credit risk on financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12 month expected credit losses.

If the Group measures the loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risks has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Group again measures the loss allowance based on 12 month expected credit losses.

For trade receivables or any contractual right to receive cash or another financial asset that results from transactions that

Notes forming part of the Consolidated Financial Statements (*contd.*)

are within the scope of Ind AS 11 and Ind AS 18, the Group always measures loss allowance at an equal to life time expected credit losses. For the purpose of measuring lifetime expected credit loss allowance for trade receivables the Group has used practical expedient as permitted under Ind AS 109. The expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information.

3.12.06 Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flow from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of financial asset in its entirety, the difference between the asset's carrying amounts and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit and loss if such gain or loss would have otherwise been recognised in Consolidated Statement of Profit and Loss on disposal of that financial asset.

3.13 Financial liabilities and equity instruments

3.13.01 Classification as debt or equity

Debt and equity instruments issued by a Group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchases of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in consolidated profit and loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

3.13.02 Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings and payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in consolidated profit and loss. The net gain or loss recognised in consolidated profit and loss incorporates any interest paid on

Notes forming part of the Consolidated Financial Statements (*contd.*)

the financial liability and is included in the 'Other income' line item.

3.13.03 Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

3.13.04 Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of

the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Consolidated Statement Profit and Loss.

3.14 Joint Venture Operations

In respect of contracts executed in Integrated Joint Ventures under profit sharing arrangement (assessed as AOP under Income tax laws), the services rendered to the Joint Ventures are accounted as income on accrual basis.

The profit / loss is accounted for, as and when it is determined by the Joint Venture and the net investment in the Joint Venture is reflected as investments, loans and advances or current liabilities.

3.15 Operating Cycle

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 36 months for real estate & infrastructure projects and 12 months for others for the purpose of classification of its assets and liabilities as current and non-current.

3.16 Rounding Off

The consolidated financial statements have been prepared in Indian Rupees (Rs) rounded off to two nearest decimal places in lakhs unless otherwise stated.

Notes forming part of the Consolidated Financial Statements (contd.)

₹ in lakhs

4. Property, plant and equipment

	Freehold Building	Plant and Machinery	Furniture and fixtures	Motor Vehicles	Office equipments	Total
Cost or deemed cost						
Balance at April 01, 2022	78.50	167.98	2.23	0.63	0.66	250.00
Additions	—	—	—	—	—	—
Disposals	—	—	—	—	—	—
Balance at March 31, 2023	78.50	167.98	2.23	0.63	0.66	250.00
Additions	—	—	—	—	—	—
Disposals	—	—	—	—	—	—
Balance at March 31, 2024	78.50	167.98	2.23	0.63	0.66	250.00
Accumulated depreciation						
Balance at March 31, 2022	9.24	137.11	1.73	0.63	0.30	149.00
Depreciation expense	1.54	11.91	0.06	—	0.08	13.59
Disposals	—	—	—	—	—	—
Balance at March 31, 2024	10.78	149.02	1.79	0.63	0.37	162.59
Depreciation expense	1.54	6.64	0.06	—	0.08	8.32
Disposals	—	—	—	—	—	—
Balance at March 31, 2024	12.32	155.66	1.86	0.63	0.45	170.91
Carrying amount						
Balance at March 31, 2022	69.26	30.87	0.50	0.01	0.37	101.02
Balance at March 31, 2023	67.72	18.97	0.43	0.01	0.29	87.45
Balance at March 31, 2024	66.18	12.33	0.37	0.01	0.21	79.11

Notes forming part of the Consolidated Financial Statements (*contd.*)

5. Goodwill	₹ in lakhs	
	<u>Goodwill</u>	<u>Total</u>
Cost or deemed cost		
Balance at April 1st, 2022	0.17	0.17
Additions	–	–
Disposals	–	–
Balance at March 31st, 2023	0.17	0.17
Additions	–	–
Disposals	–	–
Balance at March 31st, 2024	0.17	0.17
Accumulated impairment		
Balance at April 1st, 2022	–	–
Charge for the year	–	–
Disposals	–	–
Balance at March 31st, 2023	–	–
Charge for the year	–	–
Disposals	–	–
Balance at March 31st, 2024	–	–
Carrying amount		
Balance at April 1st, 2022	0.17	0.17
Additions	–	–
Disposals	–	–
Charge for the year	–	–
Balance at March 31st, 2023	0.17	0.17
Additions	–	–
Disposals	–	–
Charge for the year	–	–
Balance at March 31st, 2024	0.17	0.17
	As at 31.03.2024	As at 31.03.2023
	Rs in lakhs	Rs in lakhs
6 Investment property		
Investment in land		
Opening balance	266.07	266.07
Additions	–	–
Closing balance	266.07	266.07

Estimation of fair value

The Company's investment property consists of freehold land in Telangana and West Bengal, India. The fair value of the investment property is based on current prices for similar property. The main inputs used are quantum, area, location, demand, and trend of fair market value in the area.

The fair value is determined by an accredited independent valuer. Fair valuation is based on market approach method and categorised as Level 2 fair value hierarchy as at 31 March 2024 and 31 March 2023, the fair values of the property are 517 lacs and 492 lacs respectively.

Notes forming part of the Consolidated Financial Statements (*contd.*)

	Amount Face value per share	As at 31.03.2024		As at 31.03.2023	
		Qty	Amount	Qty	Amount
		Nos.	Rs in lakhs	Nos.	Rs in lakhs
7 Non-current investments					
(A) Investments in associates (carried at cost)					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments of :					
Kaushalya Township Private Limited	10.00	3,17,357	1,697.42	3,17,357	1,370.96
Kaushalya Nirman Private Limited	10.00	46,000	265.80	46,000	248.38
Orion Abasaan Private Limited	10.00	29,000	146.23	29,000	103.22
		<u>3,92,357</u>	<u>2,109.45</u>	<u>3,92,357</u>	<u>1,722.56</u>
(B) Investments					
Total Investments carrying value					
Investments in Equity Shares (carried at fair value through other Comprehensive Income) :					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments of:					
Orkay Engineering Limited*	10.00	5,33,000	–	5,53,000	166.56
Flare Realty Engineering Private Limited*	10.00	5,200	0.09	2,600	0.09
		<u>5,38,200</u>	<u>0.09</u>	<u>5,55,600</u>	<u>166.65</u>
Associates					
Investments in 10% Non-cumulative					
Redeemable Preference Shares of:					
Kaushalya Township Private Limited	10.00	31,47,630	1,794.15	34,98,630	1,994.22
Kaushalya Nirman Private Limited	10.00	8,79,968	510.38	8,79,968	510.38
Orion Abasaan Private Limited	10.00	19,85,740	1,092.16	19,85,740	1,092.16
		<u>60,13,338</u>	<u>3,396.69</u>	<u>1,63,37,621</u>	<u>3,596.76</u>
		<u>65,51,538</u>	<u>3,396.78</u>	<u>1,68,93,221</u>	<u>3,760.11</u>
		As at 31.03.2024		As at 31.03.2023	
		Qty	Amount	Qty	Amount
		Nos.	Rs in lakhs	Nos.	Rs in lakhs
8 Investments in Equity Instruments					
Flare Realty Engineers Private Limited		2,600	0.09	2600	0.09
Kaushalya Township Private Limited		880	2.31	880	2.31
		<u>3,480</u>	<u>2.40</u>	<u>3,480</u>	<u>2.40</u>

Notes forming part of the Consolidated Financial Statements (contd.)

	As at 31.03.2024 ₹ in lakhs	As at 31.03.2023 ₹ in lakhs	
9 Loans - non current			
(Unsecured Considered good)			
Loans			
i) to others (Refer Note 09.1)	25.00	377.03	
ii) to group companies	(0.01)	–	
	<u>24.99</u>	<u>377.03</u>	
Note 09.1 : The Loan has been provided to Somnath Cold Storage Pvt Limited @ 10% p.a, repayable on demand			
10 Other financial assets			
a) Security deposit -NSDL	0.10	0.10	
	<u>0.10</u>	<u>0.10</u>	
11 Deferred tax assets (net)			
Deferred tax assets	156.76	466.23	
Deferred tax liabilities	8.03	(36.90)	
	<u>164.79</u>	<u>429.33</u>	
For the year ended 31.03.2024	Opening balance	Recognised in profit and loss	Closing Balance
Deferred tax (liabilities)/assets in relation to:	Rs in lakhs	Rs in lakhs	Rs in lakhs
Property, plant and equipment	(36.89)	(44.92)	8.03
Brought forward tax losses	464.02	309.38	154.64
Provision for employee benefits	2.20	0.07	2.13
	<u>429.33</u>	<u>264.53</u>	<u>164.79</u>
For the year ended 31.03.2023			
Deferred tax (liabilities)/assets in relation to:			
Property, plant and equipment	(9.66)	27.24	(36.90)
Brought forward tax losses	454.33	(9.70)	464.03
Provision for employee benefits	2.20	–	2.20
	<u>446.87</u>	<u>17.54</u>	<u>429.33</u>
Deferred tax asset has been recognised on brought forward tax losses in the current year and previous year. This is on account of the fact that recognition criteria of Deferred tax of has been met in light of the significant developments regarding restructuring of loans in the current year.			
12 Income tax assets (net of provision)			
At beginning of year	373.93	372.48	
Advance tax paid / (refunded)	9.32	(10.11)	
Provision offset against advance taxes	(8.97)	10.67	
At end of year- Advance tax/ (Provision for Tax)	<u>374.27</u>	<u>373.04</u>	
13 Other non-current assets			
a) Security Deposit	1,034.74	–	
Less: Loss Allowance	(809.32)	–	
b) Capital Advances	150.00	456.03	
c) Advances to related parties	243.78	243.02	
d) Deposits with govt authorities	0.29	–	
	<u>619.49</u>	<u>699.05</u>	
14 Inventories (At lower of cost and net realisable value)			
a) Work in progress (At lower of cost and net realisable value)	–	–	
b) Raw materials (At lower of cost and net realisable value)	–	–	
	<u>–</u>	<u>–</u>	

Notes forming part of the Consolidated Financial Statements (contd.)

	As at 31.03.2024 ₹ in lakhs	As at 31.03.2023 ₹ in lakhs
15 Trade receivables - current		
a) Unsecured, considered good	–	289.85
b) Unsecured, considered doubtful	1,195.42	1,243.07
Less: Allowance for Expected credit losses	(941.34)	(1,243.07)
	<u>254.07</u>	<u>289.85</u>

Trade receivables ageing schedule (FY 23-24)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed trade receivables - considered good	-	-	-	-	-	-
(ii) Undisputed trade receivables - significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	7.08	7.08
(iv) Disputed trade receivables - considered good	-	-	-	-	254.07	254.07
(v) Disputed trade receivables - significant increase in credit risk	-	-	-	-	536.02	536.02
(vi) Disputed trade receivables - credit impaired	-	-	-	-	398.25	398.25

Trade receivables ageing schedule (FY 22-23)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed trade receivables - considered good	-	4.84	-	-	1.25	6.09
(ii) Undisputed trade receivables - significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	7.08	7.08
(iv) Disputed trade receivables - considered good	-	-	-	-	283.76	283.76
(v) Disputed trade receivables - significant increase in credit risk	-	-	-	-	613.68	613.68
(vi) Disputed trade receivables - credit impaired	-	-	-	-	622.31	622.31

Movement in the expected credit loss allowance

Balance at the beginning of the year	(1,243.07)	(1,242.24)
Expected credit loss allowance created on trade receivables (Net), calculated at lifetime expected credit losses.	301.73	(0.83)
Balance at the end of the year	<u>(941.34)</u>	<u>(1,243.07)</u>

As at 31.03.2024	As at 31.03.2023
<u>₹ in lakhs</u>	<u>₹ in lakhs</u>

16 Cash and cash equivalents

a) Cash and cash equivalents		
i) Cash in hand	9.05	5.18
ii) Remittance in transit	–	–
iii) Balances with banks	–	–
In current accounts	7.34	4.91
Total cash and cash equivalents	<u>16.39</u>	<u>10.09</u>
b) Other bank balances		
i) In deposit account (Unencumbered)	40.93	38.96
ii) In deposit account (held as Margin/against Earnest Money Deposit)	–	–
Total other balances with bank	<u>40.93</u>	<u>38.96</u>
Total cash and bank balances	<u>57.31</u>	<u>49.05</u>

Notes forming part of the Consolidated Financial Statements (contd.)

	As at 31.03.2024 ₹ in lakhs	As at 31.03.2023 ₹ in lakhs
17 Other financial assets (Current)		
a) Interest accrued on financial assets carried at amortised cost	5.71	6.29
b) Other receivables	1.13	–
c) Balances with government authorities	35.63	–
d) Advance to Supplier	0.27	–
	42.74	6.29
18 Other current asset		
a) Balances with government authorities	0.08	20.40
b) Other Advances	0.02	1.44
	0.10	21.84
19 Share capital		
Authorised:		
3,50,000 Equity Shares of Rs. 1000/- each	3,500.00	3,500.00
(3,50,00,000 Equity Shares of Rs. 10/- each)	3,500.00	3,500.00
Issued, Subscribed and fully paid up:		
3,46,306 Equity Shares of Rs. 1000/- each	3,463.06	3,463.06
(3,46,30,630 Equity Shares of Rs. 10/- each)	3,463.06	3,463.06

Reconciliation of Number of shares and amount outstanding at the beginning and end of the reporting period

	For the year ended 31.03.2024		For the year ended 31.03.2023	
	No. of Shares	Amount Rs in lakhs	No. of Shares	Amount Rs in lakhs
Equity shares				
Issued, subscribed and fully paid up:				
At beginning and end of the year	3,46,306	3,463.06	3,46,30,630	3,463.06

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
Mahanti Engineers Private Limited	53,076	15.33%	53,07,600	15.33%
Sun Kissed Merchandise Private Limited	50,229	14.50%	50,22,900	14.50%
Keleenworth Marketing Private Limited	43,363	12.52%	43,36,350	12.52%

Details of shareholding by promoters

SL.No	Promoters Name	No. of shares	% of total shares	% change during the year
1	Mahanti Engineers (P) Ltd.	53,076	15.33%	–
2	Sun Kissed Merchandise (P) Ltd.	50,229	14.50%	–
3	Keleenworth Marketing (P) Ltd.	43,363	12.52%	–
4	Prashant Mehra	9,177	2.65%	–
5	Ramesh Kumar Mehra (HUF)	8,380	2.42%	–
6	Rahul Mehra	3,923	1.13%	–
7	Mohini Mehra	1,546	0.45%	–
8	Pranav Mehra	1,344	0.39%	–
9	Kartik Mehra	1,120	0.32%	–
10	Anuradha Mehra	971	0.28%	–
11	Neeru Mehra	891	0.26%	–

Notes forming part of the Consolidated Financial Statements (contd.)

SL.No	Promoters Name	No. of shares	% of total shares	% change during the year
12	Ramesh Kr. Mehra - Karta of Baijnath Mehra (HUF)	725	0.21%	–
13	Raghav Mehra	725	0.21%	–
14	Karan Mehra	607	0.18%	–
15	Mahesh Mehra	481	0.14%	–
16	Sidh Nath Mehra (HUF)	440	0.13%	–
17	Mahesh Mehra (HUF)	350	0.10%	–
18	Purnima Mehra	313	0.09%	–
19	Ramesh Kumar Mehra	300	0.09%	–
20	Pooja Mehra	100	0.03%	–
		1,78,061	51.43%	–

Rights, preferences and restrictions attached to shares

Equity Shares

The Company has one class of equity shares having a par value of Rs.1000/- per share. Each shareholder is entitled for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
20. Other Equity		
a) Securities premium	4,793.85	4,793.85
b) General reserve	484.87	484.87
c) Retained Earnings	(1,543.80)	(3,040.56)
d) Investment revaluation reserve	(2.89)	(102.83)
	3,732.03	2,135.33
a) Securities premium		
Balance as at the beginning and end of the year	4,793.85	4,793.85
	4,793.85	4,793.85

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013

b) General reserve - Balance brought forward

Balance as at the beginning and end of the year	484.87	484.87
	484.87	484.87

Under the erstwhile Indian Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act, 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
c) Retained earnings		
Balance as at the beginning of the year	(3,040.56)	(4,574.30)
Profit/ (Loss) for the year	1,496.77	1,533.74
Balance as at the end of the year	(1,543.80)	(3,040.56)

Retained Earnings are the profits and gains that the Company has earned till date and adjustments done on transition to Ind AS, less any transfer to general reserve, dividends or other distributions paid to shareholders.

Notes forming part of the Consolidated Financial Statements (contd.)

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
d) Investment revaluation reserve		
Balance as at the beginning of the year	(102.83)	(163.34)
Changes during the year	99.94	60.51
Balance as at the end of the year	(2.89)	(102.83)

The Company has elected to recognise changes in the fair value of certain investments in equity instruments in Other Comprehensive Income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to Retained Earnings when the relevant equity shares are derecognised.

	% of Noncontrolling interests as at March 31, 2024	As at March 31, 2024 Rs in lakhs	% of Noncontrolling interests as at March 31, 2023	As at March 31, 2023 Rs in lakhs
21 Non Controlling Interest				
Non controlling interest of subsidiaries:				
a) KDC Nirman Limited	49.00%	9.31	49.00%	9.10
b) Bengal KDC Housing Development Limited	49.00%	120.70	49.00%	110.27
c) Kaushalya Energy Private Limited	4.50%	-	4.50%	(2.97)
d) Azur Solar KDC Private Limited	5.45%	-	5.45%	0.01
		130.01		116.41
		As at 31.03.2024 Rs in lakhs		As at 31.03.2023 Rs in lakhs
22 Provisions				
a) Provision for employee benefits		8.46		8.46
b) Provisions for Expense		0.52		-
		8.98		8.46
23 Current Borrowings				
A. Secured - at amortised cost				
a) Repayable on demand				
a) From banks		-		2,220.06
Total secured borrowings		-		2,220.06
B. Un Secured - at amortised cost				
a) Unsecured loans from group companies		-		-
Total unsecured borrowings		-		-
Total borrowings		-		2,220.06
24 Trade payables				
a) Total outstanding dues to micro enterprises and small enterprises		-		-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		42.53		131.27
Total trade payables		42.53		131.27

Trade Payables ageing schedule (FY 23-24)

Rs in lakhs

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	-	-	-	-	-
(ii) Others	32.99	1.41	3.87	4.26	42.53
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-

Notes forming part of the Consolidated Financial Statements (contd.)

Trade Payables ageing schedule (FY 22-23)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	–	–	–	–	–
(ii) Others	72.55	–	0.20	58.52	131.27
(iii) Disputed dues-MSME	–	–	–	–	–
(iv) Disputed dues-Others	–	–	–	–	–

Note:- The company does not have any outstanding dues to micro, small and medium enterprise for more than 45 days during the period and as on March 31, 2023 since it has not received any declaration/notice/letters from its creditors certifying or indicating them as Micro Small and Medium Enterprises.

	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in lakhs
25 Other current liabilities		
a) Advance received from customers	0.16	0.51
b) Statutory dues (Refer Note 25.01)	4.26	9.21
c) Other Payables (Refer Note 25.02)	10.80	–
Total other liabilities	15.22	9.72

Note 25.01: Statutory dues include TDS payable and GST payable as at 31st March, 2024 and 31st March, 2023

Note 25.02: Other payables includes amount of ₹9.49 lakhs of Salary payable and ₹1.31 lakhs of sitting fees as at 31st March, 2024 and Nil as at 31st March, 2023.

	For the year ended 31.03.2024 ₹ in lakhs	For the year ended 31.03.2023 ₹ in lakhs
26 Revenue from operations		
Revenue from contract with customers		
a) Receipts from hotel	10.33	8.94
b) Revenue from agricultural business	4.10	3.50
Revenue from Operations	14.43	12.44
Revenue recognised at a point in time	14.43	39.53
27 Other income		
a) Interest income on financial assets carried at amortised cost		
i) From fixed deposits	2.74	2.69
ii) From loans & advances	0.18	1.61
iii) From others	0.75	–
b) Liabilities/provision no longer required written back	–	67.76
c) Profit on Settlement of Loan of IOB	1,620.06	–
d) Profit on sale of Land Agreement	16.37	–
e) Loss Allowance created/(reversed) for trade receivables	10.06	–
f) Miscellaneous Income	0.12	–
g) Sundry Creditors written off	0.07	0.80
h) Income Tax Refund (AY-18-19)	–	0.13
i) Sale of School shoes and bag	–	27.09
Total other income	1,650.35	100.08
28 Cost of materials consumed		
Raw materials consumed		
Opening stock of material		
Add: Purchases	–	3.76
	2.95	2.91
Less: Closing stock of material	–	–
Total cost of materials consumed	2.95	6.66
29 Changes in inventories of finished goods and work in progress		
Inventories at the beginning of the year		
Finished Goods (Shoes and bags)	–	–
Inventories at the end of the year		
Work-in-progress	–	–
Net (increase)/decrease in inventories	–	–

Notes forming part of the Consolidated Financial Statements (*contd.*)

	For the year ended 31.03.2024 ₹ in lakhs	For the Year ended 31.03.2023 ₹ in lakhs
30 Employee benefits expense		
a) Salaries and wages, including bonus	38.10	42.98
b) Contribution to provident and other funds	0.28	11.40
c) Workmen and staff welfare expenses	0.20	0.20
d) Director's Remuneration	11.40	0.44
Total employee benefits expense	49.99	55.02
31 Finance costs		
a) Interest expense on borrowings carried at amortised cost	0.03	0.19
b) Interest on TDS	0.06	0.28
c) Interest on late deposit of TDS	0.04	-
Total finance costs	0.13	0.47
32 Depreciation expense		
a) Depreciation on Property, plant and equipments (Refer Note 04)	8.32	13.59
Total depreciation	8.32	13.59
33 Other expenses		
a) Consumption of stores, spare parts and loose tools	0.76	4.66
b) Purchase of School Shoes & Bag	-	23.93
c) Repairs to plant and machinery	1.01	1.78
d) Carriage and freight	-	0.11
e) Power and fuel	0.33	0.49
f) Rates, taxes and licenses	3.75	5.08
g) Electricity expenses	3.38	3.05
h) Insurance charges	0.05	0.05
i) Cultivation expenses	-	-
j) Selling and distribution expenses	0.71	0.82
k) Legal and professional fee	75.17	12.91
l) Travelling and conveyance expenses	3.46	6.70
m) Telephone expenses	0.03	0.54
n) Directors' sitting fees	1.76	1.18
o) Printing and stationery	0.49	0.53
p) Audit fees [Note 35.1]	1.87	1.46
q) Rent paid	3.60	6.00
r) Sundry balances written off	0.18	0.01
s) Loss Allowance created/(reversed) on security deposits	0.60	9.20
t) Loss Allowance created/(reversed) for trade receivables	-	0.83
u) Loss on sale of shares	109.49	60.00
v) Loss on assets discarded	-	-
w) Labour charges & allowances	4.24	7.10
x) Internal Audit Fee	-	-
y) Other general expenses	5.90	16.13
z) Commission Charges	1.85	1.86
aa) Accounting Charges	1.68	-
ab) ROC Filling Charges	0.04	-
ac) Deferred Tax asset written off	-	2.37
ad) Reversal of Deferred Tax	-	1.29
Total other expenses	220.35	168.09
35.1 Audit fee includes payment to statutory auditor towards:		
i) Statutory audit fee	1.37	1.06
ii) Tax Audit fee	-	0.30
iii) Other services	0.50	0.10
	1.87	1.46

Notes forming part of the Consolidated Financial Statements (contd.)

	For the year ended 31.03.2024 ₹ in lakhs	For the Year ended 31.03.2024 ₹ in lakhs
34 Income tax recognised in profit and loss		
Current tax		
In respect of the current year	8.97	-
In respect of earlier years	(1.10)	-
	<u>7.87</u>	<u>-</u>
Deferred tax		
In respect of the current year	264.54	2.93
	<u>264.54</u>	<u>2.93</u>
The tax expense for the year can be reconciled to the accounting profit (loss) as follows:		
Profit / (Loss) before tax for the year	1,782.78	(98.40)
Income tax expense calculated at 22.00% on above	392.21	(25.58)
Other adjustments	(127.67)	37.08
Tax expense as per Income tax Act, 1961	<u>264.54</u>	<u>2.93</u>
35 Earnings per share (in Rupees)		
Basic and diluted earnings per share		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
Profit/ (loss) for the year	1,510.17	1,545.85
Profit/ (loss) attributable to the Equity Shareholders (A)	1,510.37	1,545.85
Weighted average number of equity shares outstanding (B)	3,46,306	3,46,30,630
Face value of Equity shares in Rupees	1,000.00	10.00
Basic and diluted earnings per share (A / B) (Rs.)	436.14	4.46
The Company is not having any potential ordinary shares which are dilutive in nature.		
	<u>As at 31.03.2024</u> Rs in lakhs	<u>As at 31.03.2023</u> Rs in lakhs
36 Additional information to the Financial Statements		
36.01 Contingent liabilities		
1 Claims not acknowledged as debts		
Income Tax Demand (Assessment Year 2004-05)	-	16.34
Income Tax Demand (Assessment Year 2007-08)	1.99	-
Income Tax Demand (Assessment Year 2009-10)	28.04	30.89
Income Tax Demand (Assessment Year 2010-11)	37.21	73.72
Income Tax Demand (Assessment Year 2011-12)	1.91	-
Income Tax Demand (Assessment Year 2012-13)	1,044.46	1,109.17
Income Tax Demand (Assessment Year 2012-13)	43.97	64.71
Income Tax Demand (Assessment Year 2013-14)	332.74	449.20
Income Tax Demand (Assessment Year 2014-15)	513.89	734.86
Income Tax Demand (Assessment Year 2017-18)	0.05	0.05
Income Tax Demand (Assessment Year 2018-19)	2.40	-
Income Tax Demand (Assessment Year 2018-19)	0.03	0.03
The WBVAT Act, 2003, VAT Financial Year 2008-09	817.10	817.10
The WBVAT Act, 2003, VAT Financial Year 2007-08	69.48	69.48
	<u>2,893.26</u>	<u>3,365.55</u>

Future cash outflows in respect of above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

Notes forming part of the Consolidated Financial Statements (contd.)

	As at 31.03.2024 <u>Rs in lakhs</u>	As at 31.03.2023 <u>Rs in lakhs</u>
36.02 Capital and other commitments		
a) Capital commitments		
Estimated value of contracts remaining to be executed on capital account	NIL	NIL
36.03 Contingent assets		
Disclosure on debtor WBSIDCL on Court case		
Dispute between the company and the West Bengal Small Industries Development Corporation Ltd. (WBSIDCL) was awarded in favour of the Company through arbitration. WBSIDCL had preferred an appeal against the arbitration award u/s. 34 of the Arbitration & Conciliation Act, 1996 in Kolkata High Court. The award amount of Rs. 1,306.16 lakhs (Contingent Assets Rs. 927.11 lakhs) plus interest is pending as on March 31,2023 and the same award amount(Contingent Assets Rs. 1,306.16 lakhs) plus interest is pending as on March 31,2024.		
a) Amount of Contingent Asset	1,306.16	927.11
b) Award Amount receivable	1,306.16	1306.16
	For the year ended 31.03.2024 <u>Rs in lakhs</u>	For the year ended 31.03.2023 <u>Rs in lakhs</u>
37 Disclosures under Indian Accounting Standards		
37.01 Employee Benefits		
Defined Contribution plans		
The Company has not transferred any amount towards long term defined benefit obligations as the management estimates that provision for retirement benefits is sufficient. Further the company has made contribution to following defined contribution plans:-		
Provident and other funds	0.28	11.40
Total	0.28	11.40
Defined Benefit Plans		
The Company provided the following employee benefits		
Funded : Provident Fund		
Non Funded : Gratuity		
37.02 Details of the Gratuity Plan are as follows		
Description	2023-24 <u>Rs in lakhs</u>	2022-23 <u>Rs in lakhs</u>
1. Reconciliation of opening and closing balances of obligation		
a. Obligation as at beginning of the year	8.46	8.46
b. Actuarial (gain)/loss	-	-
c. Benefits paid	-	-
d. Obligation as at end of the year	8.46	8.46
2. Reconciliation of fair value of plan assets and obligations		
a. Present value of obligation	8.46	8.46
b. Fair value of plan assets	-	-
c. Amount recognised in the balance sheet Asset/(Liability)	(8.46)	(8.46)
3. Expenses recognised during the year		
a. Current service cost	-	-
b. Interest cost	-	-
c. Expected return on plan assets	-	-
d. Actuarial (gain)/loss	-	-
e. Expenses recognised during the year-	-	-
37.03 Segment Reporting		
The company is engaged in business of construction contracts of Infrastructure and Hotel. In accordance with Ind AS-108 "Operating Segments" the company has presented segment information on the basis of its consolidated financial statements which form part of this report.		
In the Company's operations within India there is no significant difference in the economic conditions prevailing in the various states of India. Further, the company does not have any revenue from foreign. Hence disclosures on geographical segment are not applicable.		
38 Financial instruments		
38.01 Capital management		
The Company manages its capital to ensure that entities will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Capital structure of the Company consists of net debt (borrowings as detailed in notes 13 offset by cash and bank balances) and the total equity of the Company.		

Notes forming part of the Consolidated Financial Statements (contd.)

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, long term-term borrowings, short-term borrowings, less cash and short-term deposits.

38.02 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade and other payables. The Company's principal financial assets include loans, trade and other receivables, and cash and short-term deposits that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risks, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments. The Company does not enter into or trade financial instruments including derivative financial instruments, for speculative purposes.

The corporate treasury management reports on quarterly basis to the board of directors that monitors risks and policies implemented to mitigate risk exposures.

38.02.01 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company enters into derivative financial instruments to manage its exposure to foreign currency risk and interest rate risk.

38.02.02 Credit risk management

Credit risks refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company's Board approved financial risk policies comprise liquidity, currency, interest rate and counterparty risk. Financial instruments that are subject to concentrations of credit risk, principally consist of trade receivables, finance receivables, loans and advances and derivative financial instruments. None of the financial instruments of the Company result in material concentrations of credit risks. The Company does not engage in speculative treasury activity but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The credit risk on bank balances and derivative financial instruments is limited because the counterparties are banks with high credit ratings.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. On going credit evaluation is performed on the financial condition of accounts receivable.

The credit risk on bank balances is limited because the counterparties are banks with high credit ratings.

38.02.03 Interest Rate Risk Management

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of change in market interest rates. Currently the company does not have any debt and hence it is not exposed to any risk of changes in market interest rates.

38.02.04 Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained fund and non-fund based working capital lines from various banks. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Liquidity and interest risk tables

The following tables detail the maturity profile of Company's non-derivative financial liabilities with agreed repayment period. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

				Rs in lakhs
	Current/ Non Current	Carrying amount	Less than 3 months	3 months to 1 year
As at 31.03.2024				
Borrowings	Current	-	-	-
Trade payables	Current	42.53	-	42.53
Other financial liabilities	Current	15.22	-	15.22
		<u>57.75</u>	<u>-</u>	<u>57.75</u>
As at 31.03.2023				
Borrowings	Current	3,461.27	-	3,461.27
Trade payables	Current	129.94	-	129.94
Other financial liabilities	Current	-	-	-
		<u>3,591.21</u>	<u>-</u>	<u>3,591.21</u>

Notes forming part of the Consolidated Financial Statements (contd.)

39 Financial instruments

39.01 Fair value measurements

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3.13 to 3.15.

Financial assets and Liabilities

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets and financial liabilities that are not measured at fair value on a recurring basis (but fair value disclosure are required):

As at March 31, 2024						
	Current/ Non Current	Fair Value through Other Profie or Loss	Fair Value thorough OCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets:						
Investments in equity instruments	Non Current	–	2,109.54	–	2,109.54	2,109.54
Investments in preference shares	Non Current	3,396.69	–	–	3,396.69	3,396.69
Loans	Non Current	–	–	24.99	24.99	24.99
Trade receivables	Current	–	–	254.07	254.07	254.07
Cash and cash equivalent	Current	–	–	16.39	16.39	16.39
Other balances with Bank	Current	–	–	40.93	40.93	40.93
Loans	Current	–	–	–	–	–
Other financial assets	Current	–	–	42.74	42.74	42.74
Total		3,396.69	2,109.54	379.12	5,885.34	5,885.34
Financial Liabilities						
Borrowings	Current	–	–	–	–	–
Trade payables	Current	–	–	42.53	42.53	42.53
Other financial liabilities	Current	–	–	–	–	–
Total		–	–	42.53	42.53	42.53
As at March 31, 2023						
	Current/ Non Current	Fair Value through Other Profie or Loss	Fair Value thorough OCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets:						
Investments in equity instruments	Non Current	–	381.98	–	381.98	381.98
Investments in preference shares	Non Current	4,594.09	–	–	4,594.09	4,594.09
Loans	Non Current	–	–	377.03	377.03	377.03
Trade receivables	Current	–	–	289.85	289.85	289.85
Cash and cash equivalent	Current	–	–	8.38	8.38	8.38
Other balances with Bank	Current	–	–	36.71	36.71	36.71
Loans	Current	–	–	–	–	–
Other financial assets	Current	–	–	5.18	5.18	5.18
Total		4,594.09	381.98	717.16	5,693.23	5,693.23
Financial Liabilities						
Borrowings	Current	–	–	3,461.27	3,461.27	3,461.27
Trade payables	Current	–	–	129.94	129.94	129.94
Other financial liabilities	Current	–	–	–	–	–
Total		–	–	3,591.21	3,591.21	3,591.21

Notes forming part of the Consolidated Financial Statements (contd.)

Fair Value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are 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).
- Level 3 — Inputs 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.

				₹ in lakhs
				As at 31.03.2024
	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in equity instruments	–	–	2,109.54	2,109.54
Investments in preference shares	–	–	3,396.69	3,396.69
Total	–	–	5,506.22	5,506.22
				As at 31.03.2023
	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in equity instruments	–	–	381.98	381.98
Investments in preference shares	–	–	4,594.09	4,594.09
Total	–	–	4,976.07	4,976.07

40 Related party transactions

List of related parties and relationship

Name of the related party	Nature of Relationship	Business	Country of Incorporation	Incorporation details
KDC Nirman Ltd.	Subsidiaries	Real estate development	India	04.03.2008
Bengal KDC Housing Development Ltd.	Subsidiaries	Housing projects	India	28.06.2006
Kaushalya Energy (P) Ltd.	Subsidiaries	Generation and distribution of power	India	15.09.2008
Azur Solar KDC (P) Ltd.	Step Down Subsidiary	Generation and Distribution of Solar Power	India	19.05.2010
Kaushalya Nirman (P) Ltd.	Associates	Real estate development	India	05.09.2006
Orion Abasaan (P) Ltd.	Associates	Housing projects	India	05.09.2006
Kaushalya Township (P) Ltd.	Associates	Real estate development	India	05.09.2006
KIDCO NACC JV	Joint Venture	Construction of Small Hydro Power Project	India	01.07.2009
Mahesh Mehra	Whole time Director of Holding Company			
Ramesh Kumar Mehra	Director of Subsidiary Company			
Prashant Mehra	Managing Director of Subsidiary Company			
Ramkrishna Mondal	Independent Director of Holding Company			
Asoke Das	Independent Director of Subsidiary Company			
Asok Kumar Roy Chowdhury	Nominee Director of Subsidiary Company			
Minoti Nath	Independent Director of Holding & Subsidiary Company			
Dipankar Sinha	Nominee Director of Subsidiary Company			
Sandip Sarkar	Independent Director of Holding Company			
Tarak Nath Mishra	Whole time Director & CFO of Holding Company			
Sanjay Lal Gupta	Whole time Director & Co. Secretary of Holding Company and Co. Secretary of Subsidiary Company			
Neeru Mehra	Spouse of Brother of Whole Time Director of Holding Company			
Karan Mehra	CFO of Subsidiary Company			

Notes forming part of the Consolidated Financial Statements (*contd.*)

a) Transaction during the year	For the year ended 31.03.2024	For the year ended 31.03.2023
<u>Remuneration to Key managerial Person</u>		
Mahesh Mehra	11.40	11.40
Ramesh Kumar Mehra	12.60	15.00
Prashant Mehra	1.85	1.86
Tarak Nath Mishra	5.52	5.24
Sanjay Lal Gupta	3.48	3.30
Total	34.84	36.80
<u>Sitting Fee to directors</u>		
Ramkrishna Mondal	0.51	0.45
Sandip Sarkar	0.41	0.34
Asok Kumar Roy Chowdhury	-	-
Asoke Das	0.15	0.13
Minoti Nath	0.69	0.52
Total	1.76	1.43
<u>Rent Paid</u>		
Neeru Mehra	2.40	2.40
Total	2.40	2.40
<u>Loan taken from subsidiary</u>		
Bengal KDC Housing Development Limited	-	-
KDC Nirman Limited	-	-
Total	-	-
<u>Advance Repaid</u>		
KIDCO NACC JV	(0.76)	(26.85)
Ramesh Kumar Mehra	(21.95)	-
Total	(22.71)	(26.85)
<u>Advance Given</u>		
Ramesh Kumar Mehra	-	7.00
Total	-	7.00
<u>Advance Received</u>		
Ramesh Kumar Mehra	14.95	-
Total	14.95	-
b) Balances at the end of the year		
<u>Remuneration to Key managerial Person</u>		
Mahesh Mehra	10.20	-
Ramesh Kumar Mehra	7.35	-
Prashant Mehra	1.75	-
Tarak Nath Mishra	0.46	-
Sanjay Lal Gupta	0.29	-
Total	20.05	-
<u>Sitting Fee to directors</u>		
Ramkrishna Mondal	0.46	-
Sandip Sarkar	0.36	-
Asok Kumar Roy Chowdhury	-	-
Asoke Das	0.07	-
Minoti Nath	0.56	-
Total	1.45	-
<u>Rent Paid</u>		
Neeru Mehra	0.70	-
Total	0.70	-

Notes forming part of the Consolidated Financial Statements (contd.)

Loan taken from subsidiary

Bengal KDC Housing Development Limited	-	-
KDC Nirman Limited	-	-
	<u>-</u>	<u>-</u>

Advance Repaid

Kidco NACC JV	(243.78)	(243.02)
Ramesh Kumar Mehra	-	-
Total	(243.78)	(243.02)

As at 31.03.2024
Rs in lakhs

As at 31.03.2023
Rs in lakhs

41 Disaggregation of Revenue from contracts with customers India

Revenue from operations		
a) Contracts receipts	-	-
b) Receipts from hotel	10.33	8.94
c) Revenue from agricultural business	4.10	3.50
d) Sale of School Shoes & Bag	-	27.09
	<u>14.43</u>	<u>39.53</u>
Contract Assets		
Trade receivables	289.85	285.84
Contract Liabilities		
Advance from customers	0.10	0.15

42 Financial ratios

Rs in lakhs

Sl. No.	Ratios	For the Year ended		% Change	Reason for change
		2024	2023		
a	Current ratio	6.13	0.10	6004%	Decrease in current liabilities in the current financial year
b	Debt Equity ratio	-	0.87	(100%)	Decrease in long-term borrowings in the current financial year
c	Debt service coverage ratio	-	-	-	-
d	Return on equity ratio	20.99%	28.19%	(26%)	Decrease in profit in the current financial year
e	Inventory turnover ratio	-	NA	-	-
f	Trade receivables turnover ratio	-	NA	-	-
g	Trade payables turnover ratio	-	NA	-	-
h	Net capital turnover ratio	(1.96)	(0.52)	280%	Increase in average working capital is more than increase in total income in the current financial year
i	Net Profit ratio	90.72%	67.19%	35%	Decrease in profit and increase in total revenue in current financial year
j	Return on capital employed	24.78%	18.62%	33%	Increase in EBIT in the current financial year
k	Return on investment	20.99%	15.06%	39%	Decrease in profit and increase in equity in current financial year

- Current ratio = Current assets ÷ Current liabilities
- Debt-Equity ratio = Long term borrowings ÷ Shareholders funds
- Debt service coverage ratio = Earnings available for debt service ÷ Debt service
Where, Earnings for debt service = Net profit before tax + Non cash operating expenses like depreciation + Interest + Other adjustments like loss on sale of fixed assets
Debt service = Interest & Lease payments + Principal repayments
- Return on Equity ratio = Net profit ÷ shareholders funds
- Trade receivables turnover ratio = Net credit sales ÷ average receivables
- Trade payables turnover ratio = Net credit purchases ÷ average payables
- Net capital turnover ratio = Total turnover ÷ Average working capital
- Net profit ratio = Net profit ÷ Total revenue
- Return on capital employed = EBIT ÷ (shareholders funds + Long term borrowings)
- Return on Investment = Net profit ÷ (shareholders funds + Long term borrowings)

Notes forming part of the Consolidated Financial Statements (*contd.*)

43 Other Statutory information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with struck off companies.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in crypto currency or any form of virtual currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

44 Approval of financial statements

The financial statements were approved for issue by the board of directors on 30th May, 2024.

As per terms of our report attached.

For and on behalf of the Board of Directors

For KASG & CO.

Firm Regn. No. 002228C

Chartered Accountants

Roshan Kumar Bajaj

Partner

Membership No. 068523

Place : Kolkata

Date : 30th May, 2024

Mahesh Mehra
Whole-time Director

DIN:00086683

Tarak Nath Mishra
Whole-time Director
& CFO

DIN : 08845853

Sanjay Lal Gupta
Whole-time Director
& Company Secretary

DIN : 08850306



If undelivered Please Return to :

Kaushalya Infrastructure Development Corporation Ltd.

CIN : L51216WB1992PLC055629

HB 170, Sector III, Salt Lake

Kolkata - 700 106