





# **KKV Agro Powers Limited**

(Formerly Known As Nachas Wind Energy Private Limited)

## **Annual Report**

**2022 - 2023**





Dear Shareholders,

KKV Agro Powers Limited, a leading Precious Metals and renewable energy generation & Trading Company, has announced its financial results for the F/Y-2022-23. The company, listed in NSE – Emerge platform, has recorded an impressive **Rs.119.24 lakhs net profit** after tax payment. In addition, the company has reported a turnover of Rs.1,237.51 Crores, which represents an **increase of 176.45%** compared to the previous financial year. This growth is a testament to the company's dedication to environmental, social, and corporate governance.

Here are a few key Financial Highlights for your reference:

Particulars	Current Year 2022-2023	Previous Year 2021-2022
	IN LAKHS	IN LAKHS
<b>Turnover</b>	123751.33	44763.97
<b>EBITDA</b>	553.29	448.3
<b>Profit/loss before tax</b>	224.72	202.15
<b>Tax Expenses</b>	105.48	83.07
<b>PAT (Profit After Tax)</b>	119.24	119.08

KKV Agro Powers Limited has a history of paying dividends to shareholders since inception. For the Financial year 2022-23, recommended by the Board of Directors, the company has declared a dividend of 100% to their shareholders. This announcement is a demonstration of the company's continued commitment to creating value for its shareholders.

"We are pleased to report our financial results for the F/Y-2022-23. Our strong financial performance, coupled with our commitment to ESG principles, have resulted in significant growth for our company," said Mr.T.K.Chandiran, Managing Director of KKV Agro Powers Limited. "We remain dedicated to creating value for our shareholders and will continue to pursue sustainable growth opportunities."

We are expanding our EBITDA this year along with branching out into various other markets and By Products of the retail supply chain.





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**Cautionary Statement:**

Certain Expectations and projections regarding the future performance of the Company referenced in the Annual Report constitute forward looking statements. These expectations and projections are based on currently available financial and economic data, along with the Company's operating plans and are subject to certain future events and uncertainties, which could cause actual results to differ materially from those indicated by such statements.





**BOARD OF DIRECTORS**

**Shri. T. K. CHANDIRAN**  
Chairman & Managing Director - (DIN: 00031091)

**Mrs. C. SELVI**  
Whole-Time Director - (DIN: 00032962)

**Mr. A. C. VINEETHKUMAR**  
Director - (DIN: 06756745)

**Mr. B. MOHAN**  
Independent Director - (DIN: 05255699)

**Dr. V. N. CHANDRASEKARAN**  
Independent Director - (DIN: 07276704)

**COMPANY SECRETARY & CFO & CEO**

**Mr.A.FEROZ KHAN**  
Company Secretary & Compliance Officer  
FCS .No. 8267

**Mr. C. ARUN KUMAR** – Chief Financial Officer

**Mr. SHANKARASUBRAMANIAN**– Chief Executive Officer

**REGISTERED OFFICE**

**Vivagaa Building**  
**#637, Oppanakara Street,**  
**Coimbatore – 641 001**  
E-Mail: cs@kkvagropowers.com  
Tel. No.: +91 422-2303880

**STATUTORY AUDITORS**

**M/s. VKS Aiyer & Co.**  
Chartered Accountants,  
Coimbatore – 641 011

**SECRETARIAL AUDITORS**

**M/s. G.V and Associates**  
Company Secretaries,  
Coimbatore - 641 038

**INTERNAL AUDITORS**

**M/s. Suri & Co.**  
Chartered Accountants,  
Coimbatore – 641 043

**SHARES LISTED WITH**

**NSE EMERGE** – SME Platform  
Mumbai

**REGISTRAR & SHARE TRANSFER AGENT**

**S.K.D.C. Consultants Limited**  
“Surya”, 35 May Flower  
Avenue, II Floor, Behind Senthil Nagar, Sowripalayam,  
Coimbatore – 641028

**BANKERS**

**Indian Bank**  
**HDFC Bank**  
**Axis Bank**







**KKV AGRO POWERS LIMITED**

Registered Office: Vivagaa Building  
# 637, Oppanakara Street, Coimbatore - 641 001  
E-Mail: [cs@kkvagropowers.com](mailto:cs@kkvagropowers.com), Website: [www.kkvagropowers.com](http://www.kkvagropowers.com)  
Tel No: +91 422-2303880, Fax No.: +91 422-2303881  
CIN: L40108TZ2012PLC018332

**NOTICE TO SHAREHOLDERS**

**Notice** is hereby given that the 11<sup>th</sup> Annual General Meeting of the Members of M/s. KKV Agro Powers Limited ( CIN: L40108TZ2012PLC018332) will be held on Thursday, the 21<sup>st</sup> day of September, 2023 at 03:30 P.M for transacting the following businesses, through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and the Circulars issued by the Ministry of Corporate Affairs, Government of India:-

**ORDINARY BUSINESS: -**

1. To receive, consider and adopt the Audited Financial Statements as at 31<sup>st</sup> March 2023 together with the Directors' Report and Auditors' Report thereon.
2. To declare Dividend for the year ended 31<sup>st</sup> March, 2023.
3. To appoint a Director in the place of Mrs. Selvi (DIN: 00032962), who retires by rotation and being eligible, offers herself for re-appointment.
4. **To consider and if thought fit to pass, with or without modification, the following resolution as Ordinary Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions, if any, M/s. B. Thiagarajan & Co. (Firm Reg. No. 04371S), Chartered Accountants be and are hereby appointed as the Statutory Auditors of the Company in the place of retiring auditors M/s. VKS Aiyer & Co. (Firm Reg. No. 000066S), Chartered Accountants to hold office for a period of five year from the conclusion of the 11th Annual General Meeting till the conclusion of the 16th Annual General Meeting and the remuneration as may be fixed by the board of directors in consultation with the auditors.

**Place: Coimbatore**  
**Date: 30.08.2023**

**By order of the Board**

**Sd/-**  
**T.K. Chandiran**  
**Chairman and**  
**Managing Director**  
**(DIN: 00031091)**



**NOTES:**

1. In view of the global outbreak and continuing Covid-19 pandemic, the Ministry of Corporate Affairs (MCA), Government of India, has vide its General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 18/2020 dated 21st April, 2020, General Circular No. 20/2020 dated 5th May, 2020 and General Circular No. 02/ 2021 dated 13th January, 2021, General circular No. 19/2021 dated 08.12.2021, General Circular NO. 21/2021 dated 14.12.2021, General circular No. 02/2022 dated 05.05.2022 and General circular No. 10/2022 dated 28.12.2022 (collectively referred to as "MCA Circulars") and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 11<sup>th</sup> AGM of the Company shall be conducted through VC / OAVM. National Securities Depository Limited (NSDL) will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 20 below and is also available on the website of the Company at [www.kkvagropowers.com](http://www.kkvagropowers.com).
2. As this Annual General Meeting (AGM) will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), (a) Members will not be able to appoint proxies for the meeting, and (b) Attendance Slip & Route Map are not being annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes.
3. Corporate Members are requested to send a scanned copy (in PDF / JPG format) of the Board Resolution authorizing their representatives to attend this AGM, pursuant to Section 113 of the Act, through e-mail at [cs@kkvagropowers.com](mailto:cs@kkvagropowers.com).
4. In view of the prevailing circumstances and also in conformity with the applicable regulatory requirements, the Notice of this AGM and the Report and Accounts 2023 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. The Notice of AGM along with Annual Report for the financial year 2022-2023, is available on the website of the Company at [www.kkvagropowers.com](http://www.kkvagropowers.com).
5. The Company, in compliance with Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be webcasting the proceedings of the AGM on its corporate website [www.kkvagropowers.com](http://www.kkvagropowers.com).
6. Any member who needs any clarification on accounts or operations of the Company shall write to the Mr. Feroz Khan.A, Company Secretary and Compliance Officer ([cs@kkvagropowers.com](mailto:cs@kkvagropowers.com)) so as to reach him at least 7 days before the meeting, so that the information required can be made available at the meeting.



7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
9. The Registrar and Share transfer agent of the Company is M/s. S.K.D.C. Consultants Ltd., Surya 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028.
10. It is reiterated that the request for Dematerialisation and Rematerialisation are to be made only to the DP with whom you have opened an account and not to the Company or its depository / transfer agent.
11. International Securities Identification Number given to your Company is INE239T01016.
12. Members holding shares in Demat form are requested to intimate change of address notifications, e-mail ID and updation of Bank Account details to their respective Depository Participants.
13. The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act, the Register of contracts with related party, and contracts and bodies etc. in which Directors are interested under Section 189 of the Act will remain available for inspection through electronic mode during the AGM, for which purpose Members are required to send an e-mail to the Mr. Feroz Khan.A, Company Secretarial at [cs@kkvagropowers.com](mailto:cs@kkvagropowers.com).
14. The Company has fixed 14.09.2023 as the Record date for determining the entitlement of the members whose names appear in the Register of Members to the final dividend and voting at the Annual General Meeting for the Financial Year ending on March 31, 2023.
15. The payment of final dividend, upon approval by the Members at the forthcoming Annual General Meeting, will be made within a period of 30 days of declaration. To all those beneficial owners holding shares in electronic form as per the beneficial ownership data as may be available to the Company by National Securities Depository Limited ("NSDL") and Central Depository Services Limited ("CDSL") as at the end of the day fixed for the purpose.
16. The particulars recorded with the Depository Participants will be considered for making the payment of Dividend.
17. Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the



appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

18. For Resident Shareholders, TDS shall be made under Section 194 of the Income Tax Act, 1961 at 10% on the amount of Dividend declared and paid by the Company during financial year 2023-24 provided PAN is registered by the Shareholder. If PAN is not registered, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961. However, no tax shall be deducted on the Dividend payable to a resident individual if the total dividend to be received by them during financial year 2022-23 does not exceed Rs.5,000/-. Please note that this includes the future dividends if any which may be declared by the Board in the financial year 2023-2024. Separately, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted.
19. The remote e-voting period begins on 18.09.2023 at 09:00 A.M. and ends on 20.09.2023 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. 14.09.2023, 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 14.09.2023.
20. **INSTRUCTIONS FOR SHAREHOLDERS FOR ATTENDING THE AGM THROUGH VC/OAVM AND EVOTING DURING THE AGM:**

**Remote e-Voting Instructions for Shareholders:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL
  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 name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.



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>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

## 2. 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. The 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](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use 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 the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are 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, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://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, the 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.

## 3. 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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.



**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on **“Sign Up”** under **‘SHARE HOLDER’** tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above*

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under **‘SHARE HOLDER’** tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **‘Submit’**.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select **‘View’** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **‘Favour / Against’** (If you wish to view the entire Resolution details, click on the **‘View Resolution’** file link).



4. After selecting the desired option i.e. Favour / Against, click on **'Submit'**. A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes'**, else to change your vote, click on **'No'** and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**





Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**InstaVote Support Desk**

**Link Intime India Private Limited**

**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.

21. The Company has appointed M/s. G.V. and Associates, Practicing Company Secretaries, Coimbatore to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
22. The Results of voting will be declared within two working days from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer’s Report, will be available forthwith on the Company’s website [www.kkvagropowers.com](http://www.kkvagropowers.com) under the section ‘Investor Relations’ and on the website of NSDL; such Results will also be forwarded to the National Stock Exchange of India Limited where the Company’s shares are listed.

**Place: Coimbatore**

**Date: 30.08.2023**

**By order of the Board**

**-Sd-**

**T.K. Chandiran**  
**Chairman and Managing Director**  
**(DIN: 00031091)**



**DIRECTORS' REPORT**

To

The Members,

Your Directors have pleasure in presenting the 11<sup>th</sup> Annual Report of your Company together with the Audited Financial Statement for the Financial Year ended 31<sup>st</sup> March, 2023.

**1. FINANCIAL RESULTS:**

(Rs. in Lakhs)

Particulars	Current Year 2022-23	Previous Year 2021-22
Income from Operations	1,23,674.38	44,752.63
Gross Receipts (including other Income)	1,23,751.33	44,763.97
Less: Total Expenditure including interest	1,23,526.61	44,561.82
Profit/(Loss) before taxation for the year	224.72	202.15
Less: Current tax Expenses	35.96	40.82
Less: Deferred Tax Liability/Asset	64.36	42.25
Less: Earlier years	5.16	0.00
Profit/(Loss) after taxation for the year	119.24	119.08

**2. OPERATIONS**

As on 31<sup>st</sup> March 2023, the operating capacity of the Company was 11 MW, consisting of 3.4 MW of Solar plants and 7.6 MW of Wind plants.

There was no change in the nature of business of the Company during the financial year ended 31<sup>st</sup> March 2023.

**3. PERFORMANCE OF THE COMPANY:**

During the year, the Company has earned income of Rs. 1,23,751.33 Lakhs (Previous year Rs. 44,763.97 Lakhs). After providing for expenditure and tax the Company has earned Net profit of Rs. 119.24 Lakhs (Previous year company earned Net profit of Rs. 119.08 Lakhs).

**4. DETAILS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY**

The company does not have any holding, subsidiary, associate or joint venture company.

**5. CHANGE IN NATURE OF BUSINESS**

During the year, there was no change in the nature of business of the company. The Company has expanded its business operations and the same is detailed under the head "Operations".



**6. DIVIDEND:**

Based on the Company's performance, the Board of Directors are pleased to recommend a Dividend of Rs.10.00/- per Equity Share (i.e. 100%) for the Financial Year 2022-2023 subject to the approval of the Shareholders of the Company at the 11th Annual General Meeting AGM. The Board of Directors has also approved a Dividend of 3% on the Redeemable Cumulative Preference Shares.

**7. TRANSFER TO RESERVES:**

The Company has transferred amounting to Rs.88.20 Lakhs to reserves & surplus during the year.

**8. BUSINESS REVIEW:**

The company is making efforts to improve the business and your Directors are optimistic of better performance during the year.

**9. SHARE CAPITAL:**

The Authorized Share Capital of the Company as on March 31,2023 stands at Rs.12,00,00,000/- divided into 1,10,00,000 Equity Shares of Rs. 10/- each aggregating to Rs.11,00,00,000/- and 1,00,000 Preference Shares of Rs.100/- each aggregating to Rs.1,00,00,000/-.

The Paid up Share Capital of the Company as on March 31,2023 stands at Rs. 1,46,68,750/- divided into 5,66,875 Equity Shares of Rs.10/- each aggregating to Rs.56,68,750/- and 90,000 Preference Shares of Rs.100/- each aggregating to Rs.90,00,000/-.

**10. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Your Company has an optimum combination of Executive and Non-Executive Directors. Your Company is led by an experienced team of Directors alongside a talented management which has vast experience, knowledge, and expertise in this field. Each member in our group contributes to the Company's growth.

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Selvi (DIN: 00032962), Director retires by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment. The Board recommends her re-appointment.

Mr. FerozKhan.A (Membership No: F8267) was appointed as Company Secretary and Compliance Officer of the Company at the Board Meeting held on 16.06.2023.

The elements of remuneration package of the Directors except Independent directors includes perquisites like HRA, Medical Reimbursement, LTA for self and Family, Entertainment Expenditure reimbursement etc. in accordance with the policy of the Company. These elements forms part of the remuneration approved by the shareholders.

**11. STATUTORY AUDITORS:**

In terms of provisions of Section 139 (1) of the Companies Act 2013, M/s. VKS Aiyer & Co. (Firm Reg. No. 000066S), have been appointed as a Statutory Auditors of the Company for a term of 5 years at the Annual General Meeting held on 14.09.2018 to audit the account of the Company from 01.04.2018 to 31.03.2023.



Period of 5 years ends on financial year ending 31<sup>st</sup> March 2023. Hence the Board of Directors recommended the shareholders for the appointment of M/s. B. Thiagarajan & Co. (Firm Reg. No. 04371S), Chartered Accountants as Statutory Auditor of the Company for a period of five year from the conclusion of the 11<sup>th</sup> Annual General Meeting till the conclusion of the 16<sup>th</sup> Annual General Meeting and fix his remuneration.

**12. DEPOSIT:**

During the year, the Company has not accepted any Deposits within the meaning of the provisions of Section 2 (31) of the Companies Act, 2013.

**13. MONEY RECEIVED FROM DIRECTOR OR RELATIVE OF DIRECTOR**

During the year, the Company has not obtained any amount from any of the Directors of the Company during the Financial Year 2022-2023.

**14. ANNUAL RETURN:**

Pursuant Section 92 (3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of Annual Return as at 31.03.2023 on the Company's website [www.kkvagropowers.com](http://www.kkvagropowers.com).

**15. BOARD MEETINGS AND ATTENDANCE:**

During the year, (5) Board Meetings were held as per the details provided below:  
02.05.2022, 26.05.2022, 19.08.2022, 12.11.2022 and 08.03.2023

**ATTENDANCE OF BOARD OF DIRECTORS:**

S. No	Name of the Directors	No. of Meetings entitled to attend	No. of meetings attended
1	Mr. T. K. Chandiran	5	5
2	Mrs. C. Selvi	5	5
3	Mr. A.C. Vineethkumar	5	5
4	Mr. V. Chandrasekaran	5	5
5	Mr. B. Mohan	5	5

**16. AUDIT COMMITTEE:**

The Composition of Audit Committee are as follows:

1. Mr. B.Mohan - Chairman
2. Mr. T.K. Chandiran - Member
3. Mr. V.Chandrasekaran - Member

During the year, (5) Audit Committee Meetings were held as per the details provided below:

S.No	Date of AuditCommitteeMeetings	No. of members entitled to attend the Meeting	No. of members attended the Meeting
1	02.05.2022	3	3
2	26.05.2022	3	3



3	19.08.2022	3	3
4	12.11.2022	3	3
5	08.03.2023	3	3

**ATTENDANCE OF AUDIT COMMITTEE MEMBERS:**

S. No	Name of the Committee Members	No. of Meetings entitled to attend	No. of meetings attended
1	Mr. B.Mohan	5	5
2	Mr. T.K. Chandiran	5	5
3	Mr. V.Chandrasekaran	5	5

**17. NOMINATION AND REMUNERATION COMMITTEE:**

The Composition of Nomination and Remuneration Committee are as follows:

1. Mr. B.Mohan - Chairman
2. Mr. V.Chandrasekaran - Member
3. Mr. A.C. VineethKumar – Member
4. Mr. T.K. Chandiran - Member

During the year, 1 Nomination and Remuneration Committee Meeting was held as per the details provided below:

S.No	Date of Nomination and Remuneration Committee Meetings	No. of members entitled to attend the Meeting	No. of members attended the Meeting
1	26.05.2022	4	3

**ATTENDANCE OF NOMINATION AND REMUNERATION COMMITTEE MEMBERS:**

S. No	Name of the Committee Members	No. of Meetings entitled to attend	No. of meetings attended
1	Mr. B.Mohan	1	1
2	Mr. V.Chandrasekaran	1	1
3	Mr. A.C. VineethKumar	1	1
4	Mr. T.K. Chandiran	1	0

**18. STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS:**

Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) and complied with the code as prescribed in Schedule IV of the Companies Act, 2013.



**19. PARTICULARS OF LOANS OR INVESTMENTS BY THE COMPANY:**

During the Year, the company has not made any investment in Company, Partnership Firm etc. However, the Company has not given any loan or guarantee or provided any security within the meaning of the provisions of Section 186 of the Companies Act, 2013.

**20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Company monitors auxiliary consumption at its plants and takes measures to reduce it through use of energy efficient appliances, prudent use of resources, natural ventilation, etc.

**A) Conservation of energy:**

(i) The steps taken or impact on conservation of energy: Strict vigilance is maintained over usage of Energy by constant monitoring and educating the need to conserve energy.

(ii) The steps taken by the company for utilising alternate sources of energy: The Company generates energy for captive consumption using environmental friendly wind technology through its windmills and Solar Plant in the States of Tamil Nadu and Andhra Pradesh.

(iii) The capital investment on energy conservation equipments: Nil

**B) Technology absorption:**

The Company ensures that its equipment vendors share their supplier details, design drawings and train Company personnel in operation and maintenance of the equipment.

(i) The efforts made towards technology absorption: Technology absorption is a continuous process and the Company has been deriving various benefits which cannot be attributed to any specific area. In all the Company stands to gain on various fronts on account of continuous technology absorption.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Nil

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : Nil

(a) the details of technology imported: Nil

(b) the year of import: Nil

(c) whether the technology been fully absorbed: Nil

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Nil

(iv) The expenditure incurred on Research and Development: Nil



**C) Foreign exchange earnings and Outgo:**

Foreign exchange earnings : Nil

Foreign exchange outgo : Nil

**21. PERFORMANCE EVALUATION:**

The evaluation of all the Directors and the Board as whole was conducted based in the criteria and framework adopted by the Board.

The company presents below the table with reference to the ratios and for the year 2023 in comparison to 2022, along with the reason for variance:-

S. No.	Ratios	Numerator	Denominator	As at 31st March, 2023	As at 31st March, 2022	% Change	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	0.99	0.94	5.32	NA
2	Debt Equity Ratio	Total Debt	Shareholders fund	0.63	0.26	142.30	Working Capital Demand Loan availed during the year.
3	Debt Service Coverage Ratio	Earnings available for debt services = Net Profit after taxes + Depreciation and Amortization expenses+ Interest	Debt Service = Interest+ +principal repayment of term loans (Excluding prepayments)	1.70	1.67	1.79	NA
4	Return on Equity Ratio	Net profit after taxes - Preference dividend	Average Shareholders Equity	0.06	0.06	-	NA
5	Inventory Turnover Ratio	Net Sales	Average Inventory	78.66	46.82	68.01	Increase in volume of sales and Improvement in Inventory Management.
6	Trade Receivables turnover Ratio	Net Sales	Average Trade receivables	324.30	217.01	49.44	Increase in volume of sales.



7	Trade payables turnover Ratio	Cost of Materials Consumed+ Purchases of Stock-in Trade + Change in Inventory	Average Trade Payables	7.44	8.02	(7.23)	NA
8	Working capital turnover Ratio	Net Sales	Working capital = Current Assets - Current Liabilites (Excluding current maturities of Long term borrowings)	1,255.26	(2,282.04)		Increase in Sales and Improvement in working Capital Management.
9	Net Profit Ratio	Profit after taxes	Net Sales	0.001	0.003	(66.67)	Due to increase in cost and reduction in Operating Margin
10	Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Networth+ Total debt+ Deferred Tax Liabilities	0.09	0.10	(10)	NA
11	Return on Investment	Interest (Finance Income)	Average Investments	-	-	-	

**22. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:**

The Company has devised a vigil mechanism in the form of a Whistle Blower Policy in pursuance of provisions of Section 177(10) of the Companies Act, 2013 and the policy is posted on the website of Company and can be accessed at the link [www.kkvagropowers.com](http://www.kkvagropowers.com). During the year under review, there was no complaint received under this mechanism.

**23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All transactions with Related Parties are at arm's length and in the ordinary course of business duly approved by the Audit Committee. The details of material related party transactions at arm's length and in the ordinary course of business are detailed in Form AOC-2 and the same is furnished in Annexure - 1 to this report.

The Board has formulated Policy on Related Party Transactions and the same is uploaded on the Company's website at <http://kkvagropowers.com/investors/polices/>





**24. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

As per the policy, when considering the appointment and remuneration of Whole Time Directors, the Nomination & Remuneration Committee considers pay and employment conditions in the industry, merit and seniority of the person and the paying capacity of the Company.

The Board has formulated Policy on Directors' Appointment and Remuneration and the same is uploaded on the Company's website at <https://kkvagropowers.com/investors/policies/>

**25. MAINTENANCE OF COST RECORDS:**

Not applicable to the Company as per the provisions of the Companies Act, 2013.

**26. COST AUDITOR:**

Not applicable to the Company as per the provisions of the Companies Act, 2013.

**27. RISK MANAGEMENT POLICY:**

The Management has devised Risk Management Policy considering the nature of industry and associated risks pertaining to the industry. The Management is overseeing the implementation of the Policy on regular basis.

**28. SECRETARIAL AUDIT AND REPORT:**

As per the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors have appointed M/s. G. V and Associates, Company Secretaries (ICSI Unique code-P2004TN081200), Coimbatore to conduct the Secretarial Audit for the Financial Year 2022-23.

A report of Secretarial Auditors in Form MR-3 is furnished as **Annexure 2** to this report.

**29. CORPORATE SOCIAL RESPONSIBILITY:**

Applicable to the Company as per the section 135 of the Companies Act, 2013. However, CSR is not applicable to the company for the Financial Year 2022-2023.

**30. PREVENTION OF SEXUAL HARASSMENT AT THE WORK PLACE:**

As per the requirements specified in the "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013", the Company is committed to provide a work environment that is free from sexual harassment. The Company has constituted the Internal Complaints Committee. During the year, the Company has not received any complaints.

**31. MATERIAL CHANGES:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year as on 31.03.2023 and the date of this Report.



**32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL:**

There were no significant and material orders passed by the regulators or courts or tribunal which would impact the going concern status and the Company's operations in future.

**33. REPORTING OF FRAUD:**

The Auditors of the Company have not reported any fraud as specified under section 143(12) of the Companies Act, 2013.

**34. INSOLVENCY PROCEEDINGS:**

There were no application has been made by the Company or no proceedings are pending against the Company under the Insolvency and Bankruptcy Code 2016 during the year.

**35. DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

The disclosure is not applicable as the Company has not undertaken any one-time settlement with the banks or financial institutions during the year.

**36. COMPLIANCE ON SECRETARIAL STANDARDS:**

The Company has complied with Secretarial Standard - 1 on Meetings of the Board of Directors and Secretarial Standard - 2 on General Meetings and Secretarial Standard - 3 on Dividend and Secretarial Standard - 4 on Board Report.

**37. CLARIFICATION ON AUDITOR'S REMARK IN THEIR REPORT:**

There were no adverse remarks/comments/observations in the Statutory Auditor's report and hence no clarification is required. The Observations with respect to creation of Charge on Working Capital Loan and regarding the payment of TDS is resolved.

For the observations provided by the Secretarial Auditors the clarifications from Board of Directors are given below:

<b>Comments/remarks/Observations by the Secretarial Auditor</b>	<b>Explanation from the Board of Directors</b>
(a) As per Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has been advised to change the name, to reflect the change in activities.	The Company uses renewable energy for all the business activities. Hence the main business of the Company is based on renewable energy
(b) As per Section 203 of the Companies Act, 2013 and Regulation 2 (c) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 201, the Company has	Appointed Mr.Ferozkhan Mcom FCS having more than 10 years of experience both in secretarial and legal from 16 <sup>th</sup> June 2023 onwards as company Secretary cum



been advised to appoint Company Secretary.	Compliance Officer
(c) As per Regulation 3(5) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to install and maintain structured Digital database containing unpublished price sensitive information.	Installed
(d) As per Regulation 9A (1) and (2) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to appoint a Person to monitor the adequate internal controls and to prevent insider trading.	The Company appointed Mr. Feroz khan Company Secretary cum Compliance Officer of the Company to monitor the adequate internal control to prevent insider trading.

**38. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The company was not required to transfer any amount to the Investor Education and Protection Fund.

**39. DIRECTORS' RESPONSIBILITY STATEMENT:**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the directors had 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 profit of the company for that period;
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. the directors had prepared the annual accounts on a going concern basis; and
5. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**40. PARTICULARS OF EMPLOYEES:**

The information required pursuant to the provisions of Section 197(12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the remuneration of Directors, Key Managerial Personnel and employees are enclosed as **Annexure - 3** forming part of the report.



**41. DEPOSITORY SYSTEM:**

As the Members are aware, your Company's Equity Shares are tradable compulsorily in electronic form and your Company has established connectivity with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The ISIN allotted to the Company's Equity shares is INE239T01016.

**42. LISTING WITH STOCK EXCHANGES:**

At present the Equity Shares of the Company are listed on the EMERGE-the SME Growth Platform of National Stock Exchange at Mumbai. The Company confirms that it has no dues outstanding fees payable to the National Stock Exchange for the year 2022-2023.

**43. INSIDER TRADING REGULATIONS:**

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 1992 read with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Code of Conduct for prevention of Insider Trading and the Code for Corporate Disclosures ("Code"), as approved by the Board from time to time, are in force by the Company. The objective of this Code is to protect the interest of Shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the securities of the Company at the time when there is unpublished price sensitive information.

**44. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The details of Management Discussion and Analysis Report are furnished in **Annexure - 4** to this Report.

**45. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company's internal financial control systems are commensurate with the nature of its business and the size and complexity of its operations. The internal control procedures have been planned and designed to provide reasonable assurance of compliance with various policies, practices and statutes in keeping with the organisation's pace of growth and achieving its objectives efficiently and economically. The internal controls, risk management and governance processes are duly reviewed for their adequacy and effectiveness through periodic audits by the Internal Audit department. Post-audit reviews are also carried out to ensure that audit recommendations are implemented. The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems. The ultimate objective being, a Zero Surprise, Risk Controlled Organization.

**46. INTERNAL AUDITORS:**

Pursuant to the Provisions of Section 138 of the Companies Act, 2013 and relevant rules made thereunder your Company has appointed M/s. Suri & Co., Chartered Accountants (FRN: 004283S) as Internal Auditors for the Financial Year 2022-23. The Audit Committee discusses and reviews with the Internal Auditors about the functions and activities of the company at periodic intervals. The Audit Committee then appraises the Board of Directors about their findings, if any.



**47. ACKNOWLEDGEMENT:**

Your Directors wish to place on record their deep gratitude and appreciation towards the Company's suppliers, customers, investors, bankers, Government of India, State Government and other regulatory authorities for their continued support during the year. Your Directors also acknowledge the commitment and the dedication of the employees at all levels who have contributed to the growth of the Company.

**For and on behalf of the Board**

Sd/-

**Date : 30.08.2023**

**Place: Coimbatore**

T.K Chandiran  
(DIN: 00031091)

Managing Director and Chairman



**Annexure - 1**

**Form No.AOC-2**

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

**1. Details of Material contracts or arrangement or transaction at arm's length basis:**

<b>Name of the Related Party &amp; Nature of Relationship</b>	<b>Nature of transactions</b>	<b>Value of Transaction (Rs. In Lakhs)</b>	<b>Date(s) of approval by the Board, if any</b>	<b>Duration of transactions</b>	<b>Amounts paid in advance if any:</b>
The KTM Jewellery Limited (A public company in which Mr. T.K. Chandiran is a Director and holds more than 2% of shareholding)	Sale of Bullion	8,460.51	02.05.2022	FY 2022-23	Nil
	Sales of Jewellery	Included in Above Figure			
	Purchase of Jewellery	7,303.06			
The Madras silks Private Limited (a Private Limited Company in which. relative of Mr. T.K. Chandiran is interested as Director and member)	sale of bullion	26,869.42			
SCM Creations (a firm in which relative of Mr. Mr. T.K. Chandiran is interested as Partner)	Sales of Bullion	5,447.48			
Shivam Traders (a firm in which relative of Mr. T.K. Chandiran is interested as Partner)	Sales of Bullion	1,06,83.94			

Note: A material transaction means any sales, supply, purchase of goods or materials which exceed 10% of turnover of the Company in line with Company's policy on materiality.



**2. Details of contracts or arrangement or transaction not at arm's length basis:**

<b>S. No</b>	<b>Name of the Related Party &amp; Nature of Relationship</b>	<b>Nature of transactions</b>	<b>Duration of transactions</b>	<b>Value of Transaction (in Rs.)</b>	<b>Date(s) of approval by the Board, if any</b>	<b>Amount paid as advances, if any:</b>
Nil						

**For and on behalf of the Board**

**Date : 30.08.2023**

**Place: Coimbatore**

Sd/

**T.K Chandiran**

**(DIN: 00031091)**

**Managing Director and chairman**



To

**Annexure - 2**

The Members,  
KKV Agro Powers Limited,  
Vivagaa Building, No. 637,  
Oppanakara Street,  
Coimbatore -641001.

Our Secretarial Audit 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 process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For G.V. and Associates**  
**Company Secretaries**

**Sd/-**  
**G. Vasudevan**  
**Partner**  
**FCS No.:6699**  
**C P No.:6522**

Date: 27.05.2023  
Place: Coimbatore





**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**OF**  
**KKV AGRO POWERS LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

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

To

The Members,  
KKV Agro Powers Limited,  
Vivagaa Building, No. 637,  
Oppanakara Street, Coimbatore – 641001.

We have conducted the secretarial audit of compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. KKV Agro Powers Limited (CIN:L40108TZ2012PLC018332)**, a listed entity, listed in NSE Emerge (SME Platform) having its registered office at Vivagaa Building, No. 637, Oppanakara Street, Coimbatore – 641001, (herein after 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 31.03.2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place (with respect to statutory provisions listed hereunder) 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 31.03.2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;



- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings - **Not Applicable to the Company during the Audit Period.**
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - (d) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 (The Company being listed in SME Exchange the applicable regulation has been complied);
  - (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 -- **Not Applicable to the Company during the Audit Period;**
  - (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable to the Company during the Audit Period;**
  - (g) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **Not Applicable to the Company during the Audit Period;**
  - (h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Company during the Audit Period;**
  - (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable to the Company during the Audit Period;**
  - (j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not Applicable to the Company during the Audit Period.**

We have also examined compliance with the applicable clauses of the Secretarial Standards 1, 2, 3 & 4 issued by The Institute of Company Secretaries of India.



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

- (a) As per Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has been advised to change the name, to reflect the change in activities.*
- (b) As per Section 203 of the Companies Act, 2013 and Regulation 2 (c) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to appoint Company Secretary.*
- (c) As per Regulation 3(5) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to install and maintain structured Digital database containing unpublished price sensitive information.*
- (d) As per Regulation 9A (1) and (2) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to appoint a Person to monitor the adequate internal controls and to prevent insider trading.*
- (e) As per Schedule A of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has been advised to designate a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.*

We further report that

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda were sent 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.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case maybe.



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

**For G.V. and Associates**  
**Company Secretaries**

**Sd/-**

**G.Vasudevan**

**Partner**

**FCS No.: 6699**

**C P No.: 6522**

Date: 27.05.2023

Place: Coimbatore

ICSI UDIN: F006699E000392898



**Annexure - 3**

**DETAILS PURSUANT TO THE PROVISIONS OF 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 ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;

Sl. No.	Name of the Director	Position	Total Remuneration for FY 2022-2023 (in Lakhs)	Total Remuneration for FY 2021-2022 (in Lakhs)	Ratio of Remuneration of the Director to the median Remuneration
1	T.K. Chandiran	Managing Director	30.00	28.13	-
2	C.Selvi	Whole Time Director	9.00	9.00	-
3	AC Vineeth Kumar	Director	9.60	9.20	-

Median remuneration for FY 2022-23 is Rs. 2.25.000/-

- (ii) the percentage increase in remuneration (Gross salary) of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Sl. No.	Name of the Director	Position	Total Remuneration for FY 2022-2023 (in Lakhs)	Total Remuneration for FY 2021-2022 (in lakhs)	Increase %
1.	T.K. Chandiran	Managing Director	30.00	28.13	6.65
2.	C.Selvi	Whole Time Director	9.00	9.00	-
3.	AC Vineeth Kumar	Director	9.60	9.20	2.17
4.	M ShankaraSubramanian	Chief Executive Officer	8.08	10.47	-
5.	C Arun Kumar	Chief Financial Officer	10.80	8.32	29.81
6.	Ankita N Raichura*	Company Secretary	2.97	4.52	NA

\* Ms. Ankita N Raichura, Company Secretary has resigned the company with effect from 03.09.2023. Hence Percentage increase is not applicable.

- (iii) The percentage increase in the median remuneration of employees in the financial year: Nil
- (iv) The number of permanent employees on the rolls of company as at March ,2023: 12 Members
- (v) Average Percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial year and its Comparison with the percentile increase in the managerial Remuneration and justification thereof and point out if there are any exceptional Circumstances for increase in the managerial remuneration;



The average increase granted to employees other than managerial personnel is: Nil

The increase granted to managerial personnel is: T.K. Chandiran and C.Arun Kumar

- (vi) The key parameters for any variable component of remuneration availed by the directors: Nil
- (vii) Affirmation that the remuneration is as per the remuneration policy of the Company It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.
- (viii) None of the employees received remuneration of above Rs. 1,02,00,000/- in the year or Rs. 8,50,000/- per month for the Financial year 2022-2023.
- (ix) Particulars of Top Ten employees in terms of remuneration drawn at March,2023(Gross salary)

Name of the Employee	Designation	Remuneration (in Rs.)	Date of Commencement of employment (experience in years)	
T.K. Chandiran	Managing Director	2,50,000	-	
C. Selvi	Whole Time Director	75,000	-	
A C Vineeth Kumar	Director	80,000	-	
M Shankara Subramanian	Chief Executive Officer	-	02.12.2019	3 years
C Arun Kumar	Chief Financial Officer	90,000	11.06.2012	11 years
Reshma K.V	Accounts`s HOD	60,000	15.06.2022	1 year
Suresh	Bullion Head	35,000	09.02.2021	2 years
Vaithyanathan	Executive	25,000	12.09.2022	1 year
Balasubramanian	Driver	24,000	10.07.2012	11 years
Santhosh	Executive	18,000	19.06.2018	5 years

None of the above mentioned employees are relative of Directors of the Company

**For and on behalf of the Board**

**Date: 30.08.2023**  
**Place: Coimbatore**

**Sd/-**  
**T.K Chandiran**  
**(DIN: 00031091)**  
**Managing Director and chairman**



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **I. GLOBAL ECONOMY:**

A tentative recovery in 2021 has been followed by increasingly gloomy developments in 2022 as risks began to materialize. Global output contracted in the second quarter of this year, owing to downturns in China and Russia, while US consumer spending undershot expectations. Several shocks have hit a world economy already weakened by the pandemic: higher-than-expected inflation worldwide—especially in the United States and major European economies—triggering tighter financial conditions; a worse-than-anticipated slowdown in China, reflecting COVID- 19 outbreaks and lockdowns; and further negative spillovers from the war in Ukraine.

### **II. WORLD ECONOMIC OUTLOOK:**

The war in Ukraine has triggered a costly humanitarian crisis that demands a peaceful resolution. At the same time, economic damage from the conflict will contribute to a significant slowdown in global growth in 2022 and add to inflation. Fuel and food prices have increased rapidly, hitting vulnerable populations in low-income countries hardest. Global growth is projected to slow from an estimated 6.1 percent in 2021 to 3.6 percent in 2022 and 2023. This is 0.8 and 0.2 percentage points lower for 2022 and 2023 than projected in January. Beyond 2023, global growth is forecast to decline to about 3.3 percent over the medium term. War-induced commodity price increases and broadening price pressures have led to 2022 inflation projections of 5.7 percent in advanced economies and 8.7 percent in emerging market and developing economies—1.8 and 2.8 percentage points higher than projected last January. Multilateral efforts to respond to the humanitarian crisis, prevent further economic fragmentation, maintain global liquidity, manage debt distress, tackle climate change, and end the pandemic are essential.(Source:IMFWorldEconomicOutlook, April2022)

### **III. INDIAN ECONOMY:**

As 2021 was coming to a close, there was optimism in the air. India was gearing up for a strong economic recovery—several forecasters such as the International Monetary Fund expected growth to exceed 9% this fiscal. This optimism received a jolt early this year as a wave of omicron infections swept through the country (which, thankfully, did not last long), and then in February, Russia invaded Ukraine. These events aggravated the preexisting challenges such as surging inflation, supply shortages, and shifting geopolitical realities across the world with no definite end in sight. And the subsequent confluence of headwinds such as surging commodity prices and disruption in trade and financial transactions quickly deteriorated economic fundamentals that were trending up a few months back.

### **IV. INDUSTRY OVERVIEW:**

India is the third-largest producer and second-largest consumer of electricity worldwide, with an installed power capacity of 401.01 GW as of April 30, 2022.

As of April 2022, India's installed renewable energy capacity stood at 158.12 GW, representing 39.43% of the overall installed power capacity. Solar energy is estimated to contribute 55.34 GW, followed by 40.53 GW from wind power, 10.68 GW from biomass, 4.85 GW from small hydropower, and 46.72 GW from hydropower. The renewable energy capacity addition stood at 8.2 GW for the first eight months of FY22 against 3.4 GW for the first eight months of FY21.

With electricity generation (including renewable sources) of 1,490.27 BU in India in FY22, the country witnessed an increase of 7.85% over the previous fiscal year.



India's gems and jewellery exports reached US\$ 39.14 billion in 2021-22, a 54.13% rise from the previous year. In FY22, cut and polished diamonds accounted for the highest share of exports (62.42%), followed by gold jewellery (23.57%) and silver jewellery (6.95%). In April 2022, India's overall gems and jewellery exports was at US\$ 3.23 billion.

The Government has permitted 100% FDI in the sector under the automatic route, wherein the foreign investor or the Indian company do not require any prior approval from the Reserve Bank or Government of India. The Government has made hallmarking mandatory for gold jewellery and artefacts and a period of one year is provided for its implementation.

As per Union Budget 2021, the Gem and Jewellery Export Promotion Council has proposed a reduction in import duty on cut and polished diamonds to 2.5%, from the existing 7.5%, in order to double exports of gems & jewellery to US\$ 70 billion by 2025.

#### **V. COMPANY PROFILE:**

We develop, build, own, operate and maintain utility scale grid connected solar and wind farm projects and generate revenue through the sale of electricity. Leveraging our capabilities, we are expanding our project profile in multiple geographies all over India in solar sector. We have a strong track record of developing, constructing and operating renewable power projects, driven by in-house teams across all stages of the process.

We have a strong project site development team which identifies and selects most suitable sites based on multiple objective criteria, for future project development. We have applied for connectivity at selected wind and solar resource rich sites and is in advance stage of land control and acquisition.

The Company has also engaged in Jewellery business which provided significant contribution to the revenue of the Company during the current Financial year.

#### **VI. STRATEGIC FOCUS OF THE COMPANY:**

Our Vision is to enhance our position as a leading independent renewable energy producer in India and also excel in the field of gold retail and bullion trade, executing the following:

- Scalable Green Energy Business pertaining to Wind and solar energy
- Bullion business
- Retail gold trading
- Agro based products cultivation and sales

#### **VII: RISKS AND CONCERNS**

Functioning in a dynamic operating scenario, the Company is exposed to various business risks, which may be internal and external. It has put in place a comprehensive risk-management system, tailored to the specific requirements of the business, considering various factors such as size and nature of inherent risks and the Company's regulatory environment. The risk management system recognises and analyses risks early and takes appropriate action. The Company's senior management regularly reviews the risk management processes for regular effective risk management and mitigation.





#### **VIII. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate Internal Control System commensurate with its size and operations. Management has overall responsibility for the Company's Internal Control System to safeguard the assets and to ensure reliability of financial records. Audit Committee reviews all financial statements and ensures adequacy of internal control systems.

#### **IX. DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

Income from Operations of the Company during the Financial Year 2022-2023 raised from Rs. 44,752.63 Lakhs to Rs. 123674.38 Lakhs and the Net Profits for the same period raised from Rs. 119.08 Lakhs to Rs. 119.24 Lakhs.

#### **X. SEGMENT REVIEW:**

The Company operates under two broad segments viz Power Generation and Purification of Precious Metals. The Company has reported the details and performance under Segment Reporting in the Notes to Financial Statements (Note No. 2.45)

#### **XI. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS:**

S. No	Particulars	Numerator	Denominator	FY 2022-23	FY 2021-22	% Change in Variance	Reasons for variance
1	Debtors turnover ratio	Net Credit Sales/Total sales(if credit sale not available)	Average Trade receivables/ Closing Receivables(if details not available)	324.30	217.01	49.44	Increase in volume of sales
2	Inventory Turnover Ratio	Sales	Average Inventory	78.66	46.82	68.02	Increase in volume of sales and improvement in Inventory Management
3	Interest Coverage Ratio	Profit before Interest and Tax	Interest Expense	2.52	2.94	(14.29)	NA
4	Current	Current	Current	0.99	0.94	5.32	NA



S. No	Particulars	Numerator	Denominator	FY 2022-23	FY 2021-22	% Change in Variance	Reasons for variance
	Ratio	Assets	Liabilities				
5	Debt Equity Ratio	Total Debt	Shareholders' equity	0.63	0.26	143.11	Working Capital demand Loan availed during the year

#### **XII DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR**

The Net worth of the Company raised from Rs.2,067.38 Lakhs (Financial Year 2021-2022) to Rs. 2,155.58 Lakhs (Financial Year 2022-2023).

#### **XIII MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT**

Human capital has always been the most important and valuable asset to the Company. The Company continued its activities during the year in a cordial atmosphere with utmost co-operation amongst employees and the management. The management is committed to promote safety, occupational health and proper environment in designing, planning, training and completion of all tasks. Trainings are imparted to workmen in various new techniques and systems. The Company has a total number of employees of 12.

#### **XIV SWOT Analysis**

##### **Strength**

- Qualified and experienced management team and employee base
- Pan India reach
- Established good relationship with our clients
- Technology driven
- Timely completion of awarded work
- Schemes from Government are expected to augment electrification across the country

##### **Weakness**

- Working capital intensive business
- Dependent on few clients



**Opportunities**

- High growth potential
- Wide market

**Threats**

- Increased competition from local & big players
- Change in Government Policy
- Rise in cost of equipment's



## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of KKV Agro Powers Limited**

**Report on the Audit of the Financial Statements**

### **Opinion**

We have audited the accompanying Financial Statements of KKV Agro Powers Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Statement of Cash Flows for the year then ended and notes to the Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, including the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounting) Rules, 2014, its profit and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the “Auditor’s Responsibilities for the Audit of the Financial Statements” section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Companies Act, 2013 and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the 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 Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



We have determined that there are no key audit matters to communicate in our report.

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

The Company's Management and the Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual report for example Director's Report and Management analysis including annexures thereon, but does not include the Financial Statements and our auditor's report thereon. The other information is expected to be made available to us after the date of our Audit report.

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

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

When we read the other information, as stated above, which is expected to be received after the date of our audit report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under applicable laws and regulations.

### **Management's and Board of Directors Responsibilities for the Financial Statements.**

The Company's Management and the Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with relevant rules issued thereunder. 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 Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to 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 the management and the Board of Directors.



- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

#### **Report on Other Legal and Regulatory Requirements**

(1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure 1",



a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(2) (A) 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, 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 Financial Statements comply with the Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder;
- e. On the basis of the written representations received from the directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of section 164(2) of the Act;
- f. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, we give our separate report in “Annexure 2”.

(B) 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, 2021, in our opinion and to the best of our information and according to the explanations given to us:

- (i) The Company does not have any pending litigations as on March,31, 2023 which would impact its financial position adversely;
- (ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year.
- (iv) a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note no. 2.44(ii) to the Financial Statements, no funds (which are material either individually or in the aggregate) 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 persons or entities, including foreign entities, Intermediaries with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company 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, as disclosed in Note no. 2.44(ii) to the Financial Statements, no funds (which are material either individually or in aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
- Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on the audit procedures as 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 iv (a) and (b) contain any material mis-statement.

v) The final dividend proposed with respect to previous year, declared and paid by the company during the year is in compliance with section 123 of the Companies Act 2013 as applicable.

As stated in note 2.35 to the Financial Statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

(C)With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended;

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in



accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Companies Act.

**For VKS Aiyer & Co**  
Chartered Accountants  
ICAI Firm Registration No.000066S

**Sd/-**

**C S Sathyanarayanan**  
Partner  
Membership No.028328  
UDIN: 23028328BGUEXK6753

Place: Coimbatore  
Date: 27<sup>th</sup> May 2023



### ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of **KKV Agro Powers Limited** on the financial statements for the year ended 31<sup>st</sup> March 2023]

In our opinion and to the best of knowledge and belief, the books of accounts and records examined by us and according to the information and explanations given to us, we report that

- (i) (a)
- (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property, Plant and Equipment have been physically verified by the Management at reasonable intervals. No material discrepancies were noticed on such physical verification.
- (c) The title deeds of all the immovable properties, recorded as property, plant and equipment and investment property (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) are held in the name of the Company except for the following:

Description of Property	Gross Carrying Value as at 31-03-2023	Held in the Name of	Whether promoter, director or their relative or employee	Period held (Indicate Range wherever appropriate)	Reason for not being held in name of Company (including Dispute)
Property, Plant & Equipment Land	28,77,423	Nachas Wind Energy Private Limited	No	From 07-08-2013 Onwards	The land is being held in the erstwhile name of the company.

- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.



(e) There were no proceedings initiated or pending against the Company for holding any benami property under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.

ii) (a) The inventories, were physically verified during the year by the Management at reasonable intervals. The coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No Discrepancies were noticed on physical verification between the physical stock and the book records that were 10% or more in the aggregate for each class of inventory.

(b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns/statements filed by the company with such banks or financial institutions are in agreement with the books of accounts of the company of the respective quarters, except for the following,

For the quarter ended	Details of discrepancies					Remarks (including subsequent rectification, if any)
	Nature of current asset / liability	Nature of discrepancy	Amount (Rs. In Crores)			
			As per quarterly returns and statements	As per unaudited books of account	Difference	
December 2022	Inventories	Valuation	17.16	10.86	6.30	-
March 2023	Inventories	Valuation	18.25	12.41	5.84	-

iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.

(iv) The Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 and 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.



(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has not been specified for the activities of the Company by the Central Government under section 148(1) of the Companies Act, 2013.

(vii) In respect of statutory dues:

(a) (1) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities during the year except as stated in (2) below.

(2) Undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable are as given below:

Name of Statute	Nature of the Dues	Amount (Rs.)	Period to which the Amount Relates	Due Date	Date of payment	Remarks, if any
Income Tax Act, 1961	TDS	6.63 Lakhs	2021-22	30-04-2022	-	-

(b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2023.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix)

(a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.



(c) Term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company does not have any Investment in subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) & (f) of the Order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) & (b) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(a) & (b) of the Order is not applicable to the Company.

(xi)(a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) There were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable

(xiii) The Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) The Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports issued to the Company during the year and covering the period upto 31<sup>st</sup> March 2023.



(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence, reporting under clause (xv) of the Order is not applicable.

(xvi)(a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

(d) The Company is not a Core Investment Company as defined in the regulation made by RBI and hence reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, [Asset Liability Maturity (ALM) pattern] other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) The provisions of Section 135 of the Act, in relation to reporting on Corporate Social Responsibility, are not applicable to the Company during the year. Hence reporting under the Clause 3(xx)(a) & 3 (xx)(b) of the Order is not applicable.

**For VKS Aiyer & Co**  
Chartered Accountants  
ICAI Firm Registration No.000066S

**Sd/-**  
**C S Sathyanarayanan**  
Partner  
Membership No.028328  
UDIN: 23028328BGUEXK6753

Place: Coimbatore  
Date: 27<sup>th</sup> May 2023



## **ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT**

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of KKV Agro Powers Limited on the financial statements for the year ended 31-03-2023]

### **Report on the Internal Financial Controls over Financial Reporting 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 **KKV Agro Powers Limited** ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **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, 2023, 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 (the "Guidance Note").

#### **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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls 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 specified under section 143(10) of the Act to the extent applicable to





an audit of internal financial controls, both issued by the ICAI. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls 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.

**For VKS Aiyer & Co**  
Chartered Accountants  
ICAI Firm Registration No.000066S

**Sd/-**  
**C S Sathyanarayanan**  
Partner  
Membership No.028328  
UDIN: 23028328BGUEXK6753

Place: Coimbatore  
Date: 27<sup>th</sup> May 2023



Balance sheet as at 31st March, 2023

(₹ In Lakhs)

Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
a) Share Capital	2.01	146.69	146.69
b) Reserves and Surplus	2.02	2,008.89	1,920.69
		<b>2,155.58</b>	<b>2,067.38</b>
<b>(2) Non-Current Liabilities</b>			
a) Long-Term Borrowings	2.03	139.16	303.09
b) Deferred Tax Liabilities (Net)	2.04	469.92	405.56
c) Long-Term Provisions	2.05	8.53	7.78
		<b>617.61</b>	<b>716.43</b>
<b>(3) Current Liabilities</b>			
a) Short-Term Borrowings	2.06	1,218.72	232.61
b) Trade Payables	2.07		
(i) Total Outstanding dues of Micro & Small Enterprises		4.50	2.17
(ii) Total Outstanding dues of creditors other than Micro and Small Enterprises		204.88	1,756.59
c) Other Current Liabilities	2.08	491.67	447.35
d) Short-Term Provisions	2.09	3.81	0.38
		<b>1,923.58</b>	<b>2,439.10</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,696.77</b>	<b>5,222.91</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
a) Property, Plant & Equipment and Intangible Assets	2.10		
(i) Property, Plant & Equipment		2,321.01	2,513.28
(ii) Intangible Assets		2.27	3.15
(iii) Capital Work-in-Progress		68.03	68.03
(iv) Biological Assets		1.71	1.71
b) Long-Term Loans and Advances	2.11	400.99	331.87
c) Other Non-Current Assets	2.12	-	16.73
		<b>2,794.01</b>	<b>2,934.77</b>
<b>(2) Current Assets</b>			
a) Current Investments	2.13	7.59	11.18
b) Inventories	2.14	1,241.26	1,903.34
c) Trade Receivables	2.15	195.73	146.92
d) Cash and Cash Equivalents	2.16	305.38	37.14
e) Bank Balance other than Cash and Cash Equivalents	2.17	117.37	114.37
f) Short-Term Loans and Advances	2.18	9.25	50.04
g) Other Current Assets	2.19	26.18	25.15
		<b>1,902.76</b>	<b>2,288.14</b>
<b>TOTAL ASSETS</b>		<b>4,696.77</b>	<b>5,222.91</b>

Significant Accounting Policies & Notes form an integral part of the Financial Statements

As per our report of even date attached

**For VKS Aiyer & Co.**

Chartered Accountants

ICAI Firm Registration No. 000066S

Sd/-

**C S Sathyanarayanan**

Partner

Membership No. 028328

Place : Coimbatore

Date : 27th May 2023

**For and on behalf of the Board of Directors**

Sd/-

**T.K.Chandiran**  
Managing Director  
DIN:00031091

Sd/-

**C.Selvi**  
Director  
DIN:00032962

Sd/-

**C.Arun Kumar**  
Chief Financial Officer



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

(₹ In Lakhs)			
Particulars	Note No.	2022-23	2021-22
<b>Income</b>			
I. Revenue from Operations	2.20	1,23,674.38	44,752.63
II. Other Income	2.21	76.95	11.34
<b>III. Total Income (I +II)</b>		<b>1,23,751.33</b>	<b>44,763.97</b>
<b>IV. Expenses</b>			
a) Purchase of Stock-in-Trade	2.22	1,21,696.19	45,616.36
b) Changes in Inventories	2.23	662.09	(1,894.83)
c) Power Generation Expenses	2.24	256.48	133.86
d) Employee Benefits Expenses	2.25	162.91	123.53
e) Finance Costs	2.26	147.51	103.77
f) Depreciation and Amortization Expense	2.10	181.06	142.38
g) Other Expenses	2.27	420.37	336.74
<b>Total Expenses</b>		<b>1,23,526.61</b>	<b>44,561.82</b>
<b>V. Profit Before Tax (III-IV)</b>		<b>224.72</b>	<b>202.15</b>
<b>VI. Less:</b>			
Current tax		35.96	40.82
Excess/Short Provision for earlier years		5.16	-
Deferred tax		64.36	42.25
<b>VII. Profit for the year (V-VI)</b>		<b>119.24</b>	<b>119.08</b>
<b>VIII. Earnings per equity share</b>			
Basic and Diluted (In `) Face value of ` 10 each	2.28	20.56	20.53

Significant Accounting Policies & Notes form an integral part of the Financial Statements

As per our report of even date attached

For VKS Aiyer & Co.

Chartered Accountants

ICAI Firm Registration No. 000066S

Sd/-

C S Sathyanarayanan

Partner

Membership No. 028328

Place : Coimbatore

Date : 27th May 2023

For and on behalf of the Board of Directors

Sd/-

T.K.Chandiran  
Managing Director  
DIN:00031091

Sd/-

C.Selvi  
Director  
DIN:00032962

Sd/-

C.Arun Kumar  
Chief Financial Officer



Cash Flow Statement for the year ended 31st March, 2023

(₹ In Lakhs)

Particulars	2022-23		2021-22	
<b>A. Cash flows from Operating activities</b>				
Net profit before taxation and extraordinary items		224.72		202.15
<b>Adjustments for:</b>				
Depreciation	181.06		142.38	
Interest income	(6.86)		(4.87)	
Loss on hedging / Futures	2.70		18.84	
Interest expenses	147.52	324.42	103.77	260.12
<b>Operating profit before Working Capital changes</b>		549.14		462.27
- (Increase)/decrease in Inventories	662.09		(1,894.83)	
- (Increase)/decrease in Trade Receivables	(48.81)		15.04	
- (Increase)/decrease in Loans and Advances	40.79		(45.49)	
- (Increase)/decrease in Other Assets	(1.03)		(11.28)	
- (Decrease)/increase in Short-Term Borrowings	986.11		83.53	
- (Decrease)/increase in Trade Payables	(1,549.38)		1,713.28	
- (Decrease)/increase in Liabilities and Provisions	47.75	137.52	(42.66)	(182.41)
<b>Cash generated from Operations</b>		686.66		279.86
Income taxes refund/(paid)		(41.12)		(40.82)
<b>Net cash from/(used in) Operating activities - (A)</b>		645.54		239.04
<b>B. Cash flows from Investing activities</b>				
Purchase of Property, Plant & Equipment	(7.15)		(650.59)	
Other Adjustments in Property, Plant and Equipment	19.24		-	
Investment in Term Deposits	(2.90)		19.24	
Deposit with Commodity Exchange	3.59		(11.18)	
Loss on Hedging / Futures	(2.70)		(18.84)	
Adjustment for Capital advances	(52.39)		365.50	
Interest received	6.86		4.87	
<b>Net cash from / (used in) Investing activities - (B)</b>		(35.45)		(291.00)
<b>C. Cash flows from Financing activities</b>				
Proceeds/(Repayment) of long term borrowings	(163.18)		121.91	
Dividend Paid	(31.16)		(25.38)	
Interest paid	(147.51)		(103.77)	
<b>Net cash from/(used in) Financing activities - (C)</b>		(341.85)		(7.24)
<b>Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)</b>		268.24		(59.20)
Cash and Cash Equivalents at the beginning of the year		37.14		96.34
<b>Less: Bank Balance not considering as Cash at Cash equivalents as per AS-3</b>		-		-
<b>Cash and Cash Equivalents at the end of the year (Refer Note No.2.16)</b>		305.38		37.14

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 - Cash Flow Statement.

Significant Accounting Policies & Notes form an integral part of the Financial Statements

As per our report of even date attached  
For VKS Aiyer & Co.  
Chartered Accountants  
ICAI Firm Registration No. 000066S

For and on behalf of the Board of Directors

Sd/-

C S Sathyanarayanan  
Partner  
Membership No. 028328  
Place : Coimbatore  
Date : 27th May 2023

Sd/-  
T.K.Chandiran  
Managing Director  
DIN:00031091

Sd/-  
C.Selvi  
Director  
DIN:00032962

Sd/-  
C.Arun Kumar  
Chief Financial Officer



**Note No.1**

**A About the Company:**

KKV Agro Powers Limited ("The Company") is a listed company on the SME platform of the National Stock Exchange of India Ltd (NSE Emerge) from the financial year 2016-17 and was incorporated under the provisions of the Companies Act, 1956. The Registered office of the company is located at Coimbatore.

**Nature of Operations:**

KKV Agro Powers Limited is an Independent power producer engaged in the generation, transmission, distribution of power. It has an installed capacity of 10.6 MW that includes 7.6 MW wind power and 3 MW Solar power. The company is also pursuing in Trading of Precious Metals.

**B SIGNIFICANT ACCOUNTING POLICIES:**

**i) a) Basis of Preparation:**

The Financial Statements have been prepared to comply in all material respects with the accounting standards specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounting Standards) Rules, 2014 and the relevant provisions of the companies Act, 2013. The Financial Statements have been prepared under the historical cost convention on an accrual basis. This accounting policy has been consistently applied by the company with those used in the previous year.

**b) Use of Estimates:**

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, disclosures relating to contingent liabilities and assets as at the balance sheet date and the reported amounts of income and expenses during the year. Difference between the actual amounts and the estimates are recognised prospectively in the year in which the events are materialised.

**ii) Property, Plant & Equipment, Depreciation/Amortisation and Impairment:**

a) Property, plant and equipment (PPE) being Fixed assets are tangible items held for use or for administrative purposes and are measured at cost less accumulated depreciation and any accumulated impairment. Cost comprises of the purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the Management. Finance costs relating to acquisition of assets which take substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use.

b) Items such as spare parts, stand-by equipment and servicing equipment are recognised if they meet the definition of property, plant and equipment.

The carrying amount of an item of PPE is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain/ loss arising from derecognition of an item of PPE is included in the statement of Profit & Loss. The gain or loss arising from the derecognition of an item of PPE would be the difference between the net disposal proceeds, if any, and the carrying amount of the item.

c) Depreciation on Property, plant and equipment are provided under straight line method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013. Where the cost of a part of the PPE is significant to the total cost of the PPE and if that part of the PPE has a different useful life than the main PPE, the useful life of that part is determined separately for depreciation. The depreciation method applied to an asset is reviewed at each financial year-end and if there has been a significant change in the expected pattern of consumption of future economic benefits embodied in the asset, depreciation is charged to reflect the changed pattern.



d) The Useful Life prescribed in Schedule II to the Companies Act, 2013,

S.No	Class of Assets	Useful life
1	Building represented by Fencing Work	5 Years
2	Plant and Machinery	
	- Wind Power generation plant	22 years
	- Other than continuous process plant	15 years
3	Furniture & Fittings	10 years
4	Motor Vehicles	8 years
5	Office Equipments	5 years
6	Computers	3 years
7	Electrical fittings	10 years
8	Intangible Assets	5 years

e) As at each Balance sheet date, the carrying amount of assets is tested for impairment so as to determine  
i) The provision for impairment loss, if any, required or  
ii) The reversal, if any, required of impairment loss recognized in previous periods.  
Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.

iii) **Investments:**

- Long-Term Investments are stated at cost.
- Current Investments are carried at lower of cost and fair value as on the Balance Sheet date.
- Provision for diminution in value of long-term investments is made, if the diminution is other than temporary.

iv) **Inventories:**

- Inventories are valued at lower of cost on FIFO basis and estimated net realizable value
- Stores and spares which do not meet definition of PPE are accounted as inventories at Cost

v) **Foreign Currency Transaction :**

- Foreign Currency Transactions are recorded at exchange rates prevailing on the date of such transaction.
- Exchange differences arising on settlement on transactions of monetary items are recognised as income / expense in the Statement of Profit & Loss in the period in which it arises.
- Foreign Currency assets and liabilities at the year end are realigned at the exchange rate prevailing at the year end and the difference on realignment is recognized in the Statement of profit & Loss.
- Premium / Discount in respect of Forward contract are amortized as expense / income over the period of contract. Exchange difference arising on forward contracts between the exchange rate on the date of the transaction and the exchange rate prevailing at the year end is recognized in the Statement of Profit & Loss.

vi) **Revenue Recognition:**

- Revenue is generally recognized and expenditure is accounted for on their accrual except those with significant uncertainties.
- Revenue from Sale of goods is recognized when the risk and rewards of ownership are passed on to the customers.
- Profit / Loss on hedging transactions with Multi Commodity Exchanges are accounted on closure of every transaction. The Open transaction as at the Balance sheet date are Marked to Market and the resultant Profit / Loss is accounted.
- Revenue by way of Sales under the various "Gold Saving Schemes" are accounted as and when the subscribers complete their purchase transactions. The amounts received from the subscribers under the monthly schemes are shown as liability against the respective subscribers till the completion of the transactions.
- Insurance claims are accounted, as and when settled or received.
- Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.



**vii) Taxes on Income:**

- a) Current Tax on income is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income tax act 1961, and based on the expected outcome of assessments/appeals.
- b) Deferred tax assets are recognized and carried forward to the extent that there is a virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets on business loss and unabsorbed depreciation are recognized and carried forward to the extent that there is virtual certainty that sufficient taxable income will be available against which such deferred tax asset can be realised.
- c) Minimum Alternative Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

**viii) Employee Benefits:**

- a) 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.
- b) Payments to defined contribution schemes are charged as expense as and when incurred.
- c) Post employment and other long term, benefits, which are defined benefit plans, are recognised as an expense in the Statement of Profit and Loss for the year in which the employee has rendered service. The expense is recognised based on the present value of the obligation determined in accordance with Accounting Standard 15 on "Employee Benefits". Actuarial gains & losses are charged to the Statement of Profit and Loss.
- d) Termination benefits are recognised as an expense, as and when incurred.

**ix) Borrowing Cost:**

- a) Interest and other related costs, including amortized costs of borrowings related to the project or acquisition of qualifying assets are capitalized as part of the respective assets. All the other borrowing costs are charged to revenue.
- b) A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

**x) Earnings per Share:**

- a) Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity Shareholders by the weighted average number of equity shares outstanding during the period.
- b) For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**xi) Provisions and Contingencies:**

- a) A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources would be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined.
- b) A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.





**xii) Leases :**

**a) Where the company is the lessee**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**b) Where the company is the lessor**

Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Asset subject to operating leases are included in fixed assets. Lease income on an operating lease is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognised as an expense in the statement of profit and loss.

**xiii) Cash And Cash Equivalents :**

Cash flow is reported using indirect method, whereby net profit before tax is adjusted for the effects of transaction of a non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow comprises regular revenue generating, investing and financing activities of the company. Cash and cash equivalents in the balance sheet comprise of cash at bank and in hand and short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.



Notes to Financial Statements for the year ended 31st March, 2023

2.01 Share Capital

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	(₹ In Lakhs)	Number	(₹ In Lakhs)
<b>Authorised</b>				
Equity Shares of ₹ 10/- each	1,10,00,000	1,100.00	1,10,00,000	1,100.00
3% Redeemable Cumulative preference shares of ₹ 100/- each	1,00,000	100.00	1,00,000	100.00
	<b>1,11,00,000</b>	<b>1,200.00</b>	<b>1,11,00,000</b>	<b>1,200.00</b>
<b>Issued, Subscribed &amp; fully Paid up</b>				
Equity Shares of ₹ 10/- each	5,66,875	56.69	5,66,875	56.69
3% Redeemable Cumulative preference shares of ₹ 100/- each	90,000	90.00	90,000	90.00
	<b>6,56,875</b>	<b>146.69</b>	<b>6,56,875.00</b>	<b>146.69</b>

a) Reconciliation of the shares outstanding at the beginning and at end of the reporting period:

Equity Shares

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	(₹ In Lakhs)	Number	(₹ In Lakhs)
Shares outstanding at the beginning of the year	5,66,875	56.69	4,53,500	45.35
Add: Bonus shares Issued during the year	-	-	1,13,375	11.34
Shares outstanding at the end of the year	<b>5,66,875</b>	<b>56.69</b>	<b>5,66,875</b>	<b>56.69</b>

3% Redeemable Cumulative Preference Shares

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	(₹ In Lakhs)	Number	(₹ In Lakhs)
Shares outstanding at the beginning of the year	90,000	90.00	90,000	90.00
Add: Issued during the year	-	-	-	-
Less: Bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>90,000</b>	<b>90.00</b>	<b>90,000</b>	<b>90.00</b>

b) Terms/rights attached to equity shares:

**Voting:**

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share.

**Dividend:**

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting.

**Liquidation:**

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Terms/rights attached to Preference Shares:

- The Preference Shares are redeemable at par at any time after the expiry of 3 years from the date of issue i.e., 31-03-2014.
- The Preference Shareholders have voting rights only in respect of matters directly affecting the rights of Preference Shareholders.
- The Preference Shareholders have preference on the distribution of the dividend.

d) Details of Shareholder's holding more than 5% of Equity Shares:

Name of Shareholder	Equity Shares			
	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr.T.K.Chandiran	2,19,894	38.79%	2,19,894	38.79%
M/s Space Textiles Private Limited	1,02,710	18.12%	1,02,710	18.12%
M/s The KTM Jewellery Limited	46,225	8.15%	46,225	8.15%

e) Details of Shareholder's holding more than 5% of Preference Shares:

Particulars	3% Redeemable Cumulative preference shares:			
	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr.T.K.Chandiran	90,000	100%	90,000	100%



f) During the year 2018-19, The company has issued Bonus Shares in the ratio of 1:4 by capitalisation of Securities Premium. The total number of shares issued is 90,700 having face value of ₹ 10 each.

g) During the year 2021-22, The company has issued Bonus Shares in the ratio of 1:4 by capitalisation of Securities Premium. The total number of shares issued is 1,13,375 having face value of ₹ 10 each.

h) There are no shares which are held by the holding company/ultimate holding company

i) Promoter & Promoter group Shareholding :

**(i) Equity Shares of ₹ 10/- each**

**For the year 2022-23**

Shares held by promoters at the end of the year			% Change During the year
Promoters Name	No of Shares	% of no of shares	
Mr. T K Chandiran	2,19,893	38.79%	-
M/s. Space Textiles Private Limited	1,02,710	18.12%	-
M/s. The KTM Jewellery Limited	46,225	8.15%	-
Mrs. Selvi	24,887	4.39%	-
Mr. A C Vineethkumar	503	0.09%	-
Mr. D Ramachandran	15	0.00%	-

**For the year 2021-22**

Shares held by promoters at the end of the year			% Change During the year
Promoters Name	No of Shares	% of no of shares	
Mr. T K Chandiran	2,19,893	38.79%	-
M/s. Space Textiles Private Limited	1,02,710	18.12%	-
M/s. The Ktm Jewellery Limited	46,225	8.15%	-
Mrs. Selvi	24,887	4.39%	-
Mr. A C Vineethkumar	503	0.09%	-
Mr. D Ramachandran	15	0.00%	-

**(ii) 3% Redeemable Cumulative preference shares of ₹ 100/- each**

**For the year 2022-23**

Shares held by promoters at the end of the year			% Change During the year
Promoters Name	No of Shares	% of no of shares	
T K Chandiran	90,000	100.00%	-

**For the year 2021-22**

Shares held by promoters at the end of the year			% Change During the year
Promoters Name	No of Shares	% of no of shares	
T K Chandiran	90,000	100.00%	-

Note: The Percentage change has been computed with respect to the number of shares held by Promotor and Promoter group at the beginning of the year.

**2.02 Reserves and Surplus**

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)
<b>a. Securities Premium</b>				
Opening balance		875.37		886.71
Less: Utilised for Issue of Bonus Shares (Refer Note 2.01(g))		-		11.34
Closing balance		875.37		875.37
<b>b. Surplus in the Statement of Profit &amp; Loss:</b>				
Opening Balance		1,045.32		951.62
Add : Profit for the year		119.24		119.08
		1,164.56		1,070.70
Less: Appropriations				
Dividend paid on Equity shares	28.34		22.68	
Dividend paid on Preference Shares	2.70	31.04	2.70	25.38
Closing Balance		1,133.52		1,045.32
Total (a+b)		2,008.89		1,920.69



2.03 Long Term Borrowings

Particulars	Non Current portion		Current maturities	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)
<b>Secured</b>				
Term loans from Bank - HDFC Bank	139.16	303.09	119.35	131.35
	<b>139.16</b>	<b>303.09</b>	<b>119.35</b>	<b>131.35</b>

Terms of repayment and security details for loans are given below:

Sl. No.	Description	A/c No.	Installments	Maturity	As at 31st March, 2023	As at 31st March, 2022
1	HDFC Bank Limited - Term Loan 1*	031LN0621043003	Monthly equal installment of ₹ 41,666	-	-	19.58
2	HDFC Bank Limited - Term Loan 2	031LN06210550001	Monthly equal installment of ₹ 2,50,000	Feb-26	87.50	117.50
3	HDFC Bank Limited - Term Loan 3	031LN06210650001	Monthly equal installment of ₹ 1,00,000	Aug-23	5.00	47.00
4	HDFC Bank Limited - Term Loan 4	031LN06210970001	Monthly equal installment of ₹ 7,02,881	Feb-26	166.01	250.35
	Total				258.51	434.44

\* The loan has been preclosed during the year

Notes:

i. The Rate of Interest is 8.89% p.a.

ii. **Primary Security:**

Immovable Fixed Assets - Lien on land measuring 6.7 acres and hypothecation of 1 MW Photo-Voltaic Solar Plant situated at SF No. 73/A1, Uthamapalayam Village, Kangeyam Taluk, Tirupur

Plant and Machinery - Plant and Machinery funded out of Term Loans

Movable Fixed Assets - Exclusive charge on Movable Fixed Assets

iii. **Collateral Security:**

Non-Agricultural Land - Lien on 10 acres of property standing in the name of the promoters of the company situated at Thogaimalai, Near Karur District

2.04 Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2023	Charged / (reversed) during the year	As at 31st March, 2022
	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)
<b>A. Deferred Tax Liabilities</b>			
- On fixed assets	523.94	65.48	458.46
	523.94	65.48	458.46
<b>B. Deferred Tax Assets</b>			
- On other Diferrences	54.02	1.12	52.90
	54.02	1.12	52.90
<b>Net Deferred Tax Liability (A-B)</b>	<b>469.92</b>	<b>64.36</b>	<b>405.56</b>



2.05 Long Term Provisions

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ In Lakhs)	(₹ In Lakhs)
Provision for Gratuity (Refer Note No 2.40)	8.53	7.78
	<b>8.53</b>	<b>7.78</b>

2.06 Short Term Borrowings

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ In Lakhs)	(₹ In Lakhs)
<b>I. Secured Loan</b>		
From Banks		
Working Capital Demand Loans - HDFC Bank	1,000.00	-
Current maturities of long-term debt	119.35	131.35
<b>II. Unsecured Loan</b>		
From Related Parties		
Loan from Directors (Repayable on Demand)	99.37	101.26
	<b>1,218.72</b>	<b>232.61</b>

**Notes:**

(a) The terms and conditions of the working capital demand Loan of Rs. 10 crores from HDFC Bank are as follows:

i. The Rate of Interest is 8.25% p.a.

ii. **Primary Security:**

Current Assets: - Exclusive Charge on the current assets of the company

Plant and Machinery - Plant and Machinery funded out of Term Loans

Movable Fixed Assets - Exclusive charge on Movable Fixed Assets

iii. **Collateral Security:**

Non-Agricultural Land - Negative Lien on 6.26 acres of property standing in the name of the company situated at Kulithalai, Karur District.

(b) In respect of above, the charges are yet to be registered.

(c) The quarterly returns or statements comprising of (stock statements, book debt statements, statements on ageing analysis of the debtors/other receivables, and other stipulated financial information) filed by the Company with banks are in agreement with the books of account of the Company of the respective quarters, except for the following.

For the Quarter ended	Details of Discrepancies					Remarks (Including subsequent rectification, if any)
	Nature of current asset / Liability	Nature of discrepancy	Amount (₹ in Crores)			
			As per quarterly returns and statements	As per unaudited books of accounts	Difference	
Dec-22	Inventories	Valuation	17.16	10.86	6.30	-
Mar-23	Inventories	Valuation	18.25	12.41	5.84	-



2.07 Trade Payables

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)
Dues to Micro & Small Enterprises ( Refer Note 2.29)		4.50		2.17
Dues to Creditors other than Micro & Small Enterprises				
- Dues to Related parties (net) ( Refer note no.2.39)	200.78		1,756.17	
- Dues to Others	4.10	204.88	0.42	1,756.59
<b>Total</b>		<b>209.38</b>		<b>1,758.76</b>

Trade Payables ageing schedule as on 31st March, 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) Micro & Small enterprises under MSME Act,2006	4.50	-	-	-	4.50
(ii) Others	204.88	-	-	-	204.88
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>209.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>209.38</b>

Trade Payables ageing schedule as on 31st March, 2022

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) Micro & Small enterprises under MSME Act,2006	2.17	-	-	-	2.17
(ii) Others	1,756.40	0.19	-	-	1,756.59
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,758.57</b>	<b>0.19</b>	<b>-</b>	<b>-</b>	<b>1,758.76</b>

**Note** - The Company has disclosed the suppliers who have registered themselves under " Micro, Small and Medium Enterprises Development Act,2006" to the extent they have confirmed, which has been relied upon by auditor.

2.08 Other Current Liabilities

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
(a) Interest accrued but not due	12.40	18.05
(b) Due to Related Parties (Refer note no. 2.39)	34.90	34.57
(c) Advance from Customers	181.58	150.74
(d) Accrued salaries and benefits	4.13	6.74
(e) Statutory dues payable	16.60	20.26
(f) Others Creditors	134.83	148.77
(g) Unclaimed Dividends*	0.11	-
(h) Expenses Payable	107.12	68.22
	<b>491.67</b>	<b>447.35</b>

\* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund

2.09 Short Tem Provisions

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
- Provision for gratuity (Refer Note No 2.40)	3.81	0.38
	<b>3.81</b>	<b>0.38</b>



Notes to Financial Statements for the year ended 31st March, 2023

2.10 Property, Plant & Equipment and Intangible Assets

I. Property, Plant & Equipment and Intangible Assets

Particulars	Gross Block					Depreciation				Net Block	
	As at 1st April, 2022	Additions	Deletions	Other Adjustments	As at 31st March, 2023	As at 1st April, 2022	For the Year	Withdrawn	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
<b>Property, Plant &amp; Equipment</b>											
Land	34.38	-	-	-	34.38	-	-	-	-	34.38	34.38
Building	13.50	-	-	-	13.50	8.49	1.21	-	9.70	3.80	5.01
Plant and Machinery	3,227.71	-	-	19.24	3,208.47	777.02	173.46	-	950.48	2,257.99	2,450.69
Furniture & Fittings	11.07	0.66	-	-	11.73	0.75	1.05	-	1.80	9.93	10.32
Motor Vehicles	42.22	-	-	-	42.22	34.49	2.08	-	36.57	5.65	7.73
Office Equipments	3.30	2.92	-	-	6.22	2.07	0.68	-	2.75	3.47	1.23
Computers	6.96	2.07	-	-	9.03	5.35	1.01	-	6.36	2.67	1.61
Electrical Fittings	6.08	1.50	-	-	7.58	3.77	0.69	-	4.46	3.12	2.31
<b>Total (A)</b>	<b>3,345.22</b>	<b>7.15</b>	<b>-</b>	<b>19.24</b>	<b>3,333.13</b>	<b>831.94</b>	<b>180.18</b>	<b>-</b>	<b>1,012.12</b>	<b>2,321.01</b>	<b>2,513.28</b>
<b>Intangible Assets</b>											
Intangibles	4.38	-	-	-	4.38	1.23	0.88	-	2.11	2.27	3.15
<b>Total (B)</b>	<b>4.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.38</b>	<b>1.23</b>	<b>0.88</b>	<b>-</b>	<b>2.11</b>	<b>2.27</b>	<b>3.15</b>
<b>Work in Progress</b>											
Solar Power Plant	-	-	-	-	-	-	-	-	-	-	-
Gold Purification Machine	61.44	-	-	-	61.44	-	-	-	-	61.44	61.44
Melting Machine	6.59	-	-	-	6.59	-	-	-	-	6.59	6.59
<b>Total (C)</b>	<b>68.03</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>68.03</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>68.03</b>	<b>68.03</b>
<b>Biological Assets</b>											
Livestock	1.71	-	-	-	1.71	-	-	-	-	1.71	1.71
<b>Total (D)</b>	<b>1.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.71</b>	<b>1.71</b>
<b>Grant Total (A+B+C+D)</b>	<b>3,419.34</b>	<b>7.15</b>	<b>-</b>	<b>19.24</b>	<b>3,407.25</b>	<b>833.17</b>	<b>181.06</b>	<b>-</b>	<b>1,014.23</b>	<b>2,393.02</b>	<b>2,586.17</b>

II. a. Capital work-in-progress ageing as on 31.03.2023

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
- Projects in progress	-	68.03	-	-	68.03
- Projects temporarily suspended	-	-	-	-	-

\*The Implementation of the project is temporarily postponed for commercial reasons.

b. Capital work-in-progress ageing as on 31.03.2022

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
- Projects in progress	68.03	-	-	-	68.03
- Projects temporarily suspended	-	-	-	-	-



III. Title Deeds of Immovable Property are held in the name of the company except as follows:

(₹ in Lakhs)

Description of item of property	Gross carrying value as at 31.03.2023	Held in the name of	Whether title deed holder is a promoter, director or their relative or employee	Period Range	Reason for not being held in the name of the company (including Dispute)
Property, Plant & Equipment Land	28.77	Nachas Wind Energy Private Limited	No	07-08-2013 to Present	The same is held in the erstwhile name of the company

Previous year figures

I. Property, Plant & Equipment and Intangible Assets

(₹ in Lakhs)

Particulars	Gross Block					Depreciation				Net Block	
	As at 1st April, 2021	Additions	Deletions	Other Adjustments	As at 31st March, 2022	As at 1st April, 2021	For the Year	Withdrawn	As at 31st March, 2022	As at 31st March, 2022	As at 31st March, 2021
<b>Property, Plant &amp; Equipment</b>											
Land	34.38	-	-	-	34.38	-	-	-	-	34.38	34.38
Building	13.50	-	-	-	13.50	7.28	1.21	-	8.49	5.01	6.22
Plant and Machinery	2,230.57	997.14	-	-	3,227.71	643.23	133.79	-	777.02	2,450.69	1,587.34
Furniture & Fittings	1.04	10.03	-	-	11.07	0.50	0.25	-	0.75	10.32	0.54
Motor Vehicles	37.77	4.45	-	-	42.22	29.85	4.64	-	34.49	7.73	7.92
Office Equipments	3.30	-	-	-	3.30	1.62	0.45	-	2.07	1.23	1.67
Computers	5.62	1.34	-	-	6.96	4.77	0.58	-	5.35	1.61	0.86
Electrical Fittings	6.08	-	-	-	6.08	3.19	0.58	-	3.77	2.31	2.89
<b>Total (A)</b>	<b>2,332.26</b>	<b>1,012.96</b>	<b>-</b>	<b>-</b>	<b>3,345.22</b>	<b>690.44</b>	<b>141.50</b>	<b>-</b>	<b>831.94</b>	<b>2,513.28</b>	<b>1,641.83</b>
<b>Intangible Assets</b>											
Intangibles	4.38	-	-	-	4.38	0.35	0.88	-	1.23	3.15	4.03
<b>Total (B)</b>	<b>4.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.38</b>	<b>0.35</b>	<b>0.88</b>	<b>-</b>	<b>1.23</b>	<b>3.15</b>	<b>4.03</b>
<b>Work in Progress</b>											
Solar Power Plant	430.40	566.74	997.14	-	-	-	-	-	-	-	430.40
Gold Purification Machine	-	61.44	-	-	61.44	-	-	-	-	61.44	-
Melting Machine	-	6.59	-	-	6.59	-	-	-	-	6.59	-
<b>Total (C)</b>	<b>430.40</b>	<b>634.77</b>	<b>997.14</b>	<b>-</b>	<b>68.03</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>68.03</b>	<b>430.40</b>
<b>Biological Assets</b>											
Livestock	1.71	-	-	-	1.71	-	-	-	-	1.71	1.71
<b>Total (D)</b>	<b>1.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.71</b>	<b>1.71</b>
<b>Grant Total (A+B+C+D)</b>	<b>2,768.75</b>	<b>1,647.73</b>	<b>997.14</b>	<b>-</b>	<b>3,419.34</b>	<b>690.79</b>	<b>142.38</b>	<b>-</b>	<b>833.17</b>	<b>2,586.17</b>	<b>2,077.96</b>





Notes to Financial Statements for the year ended 31st March, 2023

2.11 Long Term Loans and Advances

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
Unsecured, considered good		
- Security Deposits	50.89	49.69
- MAT Credit Entitlement	263.61	262.34
- Advance for Income tax (Net of provisions)	86.49	19.84
	<b>400.99</b>	<b>331.87</b>

2.12 Other Non-Current Assets

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
- Capital Advances	-	16.73
	-	<b>16.73</b>

2.13 Current Investments

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
- Investments in Futures	7.59	11.18
	<b>7.59</b>	<b>11.18</b>

2.14 Inventories

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
- Renewable Energy Certificate	0.19	0.01
- Textile Product	-	-
- Precious Metals	1,241.07	1,903.33
	<b>1,241.26</b>	<b>1,903.34</b>

Mode of Valuation of inventories are stated in Note 1(B)(iv) of significant accounting Policies

2.15 Trade Receivables

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
a. Unsecured, Considered good	92.05	83.30
b. Unsecured, Considered doubtful	106.96	171.18
Less: Provision for Doubtful debts	(106.96)	(171.18)
	92.05	83.30
c. Receivables from Related Party	103.68	63.62
	<b>195.73</b>	<b>146.92</b>

Trade receivables Ageing Schedule as at 31st March, 2023

Particulars	Outstanding for following periods from due date of payment					TOTAL
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables - considered good	117.42	27.71	35.40	-	15.20	195.73
ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
iv) Disputed Trade receivables - considered doubtful	-	-	84.41	2.37	20.19	106.96
	117.42	27.71	119.80	2.37	35.39	302.69
Less: Provision for Doubtful debts						(106.96)
Total						<b>195.73</b>



Trade receivables Ageing Schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment					TOTAL
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables - considered good	96.03	35.40	0.29	-	15.20	146.92
ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
iv) Disputed Trade receivables - considered doubtful	43.68	40.73	66.58	20.19	-	171.18
	139.71	76.13	66.87	20.19	15.20	318.10
Less: Provision for Doubtful debts						(171.18)
Total						146.92

2.16 Cash and Cash Equivalents

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
a) Balances with banks		
- In current accounts	301.68	35.38
- In term deposit accounts with maturity less than 3 months at inception	-	-
b) Cash on hand	3.70	1.76
	<b>305.38</b>	<b>37.14</b>
Of the above, the balances that meet the definition of cash and cash equivalents as per AS 3 cash flow statement is	305.38	37.14

2.17 Bank Balance other than Cash and Cash Equivalents

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
Balances with banks		
- In term deposit accounts with maturity more than 3 months but less than 12 months at inception	117.26	114.37
- In dividend account	0.11	-
	<b>117.37</b>	<b>114.37</b>

2.18 Short-Term Loans and Advances

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
Unsecured, considered good		
- Balances with government authorities	9.14	49.76
- Staff advance	0.11	0.28
	<b>9.25</b>	<b>50.04</b>

2.19 Other Current Assets

Particulars	As at 31st March, 2023	As at 31st March, 2022
	(₹ in Lakhs)	(₹ in Lakhs)
Unsecured, considered good		
- Prepaid expenses	16.96	21.11
- Bank Interest receivable	4.44	1.95
- Advance to Suppliers	2.78	-
- Advance for Expenses	2.00	2.10
	<b>26.18</b>	<b>25.15</b>



Notes to Financial Statements for the year ended 31st March, 2023

2.20 Revenue from Operations

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Revenue from operations</b>		
Sale of Electricity	776.18	625.06
Sales & Processing charges - Precious Metals	1,22,879.44	44,046.23
Sale of Textiles Products	-	13.59
<b>Other operating revenue</b>		
Sale of Renewable Energy Certificates	7.96	55.40
Sale of Agro Products	10.80	12.35
	<b>1,23,674.38</b>	<b>44,752.63</b>

2.21 Other Income

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Interest Income	6.86	4.87
Gain on Foreign Currency Transaction	1.72	-
Other Income & Discount received	-	6.47
Provision for doubtful debts reversed	64.22	-
Excess Provision for Bonus reversed	3.78	-
Amount no longer payable written back	0.37	-
	<b>76.95</b>	<b>11.34</b>

2.22 Purchase of Stock-In-Trade

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Textile Purchase	-	2.06
Purchase Gold Bullion	1,16,649.74	38,597.58
Purchase Silver Bullion	117.02	328.94
Purchase- Silver Articles	1.95	24.89
Purchase-Diamonds	7.98	3.59
Purchase-Gold Ornaments	4,734.06	6,377.50
Purchase-Platinum Ornaments	-	1.82
Purchase-Silver Ornaments	185.44	279.98
	<b>1,21,696.19</b>	<b>45,616.36</b>

Details of Components Purchased :

Particulars	2022-23		2021-22	
	% of Consumption	(₹ in Lakhs)	% of Consumption	(₹ in Lakhs)
Indigenous	100%	1,21,696.19	100%	45,616.36
Imports	-	-	-	-
	<b>100%</b>	<b>1,21,696.19</b>	<b>100%</b>	<b>45,616.36</b>



## 2.23 Changes in Inventories

### Inventory at the end of the year

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Renewable Energy Certificates	0.18	0.01
Textile	-	-
Jewellery	1,241.07	1,903.33
	<b>1,241.25</b>	<b>1,903.34</b>
<b>Inventory at the beginning of the year</b>		
Renewable Energy Certificates	0.01	0.07
Textile	-	8.44
Jewellery	1,903.33	-
	<b>1,903.34</b>	<b>8.51</b>
<b>(Increase)/decrease in Inventories</b>	<b>662.09</b>	<b>(1,894.83)</b>

## 2.24 Power Generation Expenses

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Transmission & Wheeling Charges	154.37	67.12
Operation & Maintenance Charges	16.53	15.96
Self Generation Tax	12.62	9.50
System Operating Charges	4.50	3.43
Other Operating expenses	66.32	37.00
REC Application & Trading Fees	2.14	0.86
	<b>256.48</b>	<b>133.86</b>

## 2.25 Employee benefits expenses

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Salaries, Wages & Bonus	96.06	67.42
Director's Remuneration	48.60	46.32
Provident & Other Funds	6.67	3.64
Gratuity Expenses	4.18	3.00
Staff welfare expenses	7.40	3.15
	<b>162.91</b>	<b>123.53</b>



## 2.26 Finance Costs

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Interest on HDFC Loan	40.83	14.96
Interest on WCDL Loan - HDFC	29.41	-
Interest on Loans from Related Party	77.27	88.81
	<b>147.51</b>	<b>103.77</b>

## 2.27 Other Expenses

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Auditor's Remuneration (See Note below)	8.00	8.18
Agriculture Expenses	0.70	4.38
Contract payments Charges	5.78	8.48
Advertisement Expenses	38.30	38.49
Power & Fuel	7.71	2.51
Repair & Maintenance		
- Plant & Machinery	186.87	105.98
- Vehicles	0.53	0.04
- Others	7.21	0.96
Professional Charges	8.23	5.89
Insurance	23.65	8.44
Rent	59.73	30.11
Royalty Expenses	12.37	4.48
Transport Charges	2.82	0.01
Travelling Expenses	2.07	0.98
Donation	2.33	0.65
Rates & taxes	7.12	8.31
Sales Promotion Expenses	8.34	8.16
Provision for Doubtful Debts	-	48.68
Directors' Sitting Fee	0.15	0.35
Foreign Exchange fluctuation loss	-	14.46
Loss on hedging / Futures	2.70	18.84
Other Administrative Expenses	35.76	18.36
	<b>420.37</b>	<b>336.74</b>

### Note: Payments to Statutory Auditors (Exclusive of GST):

	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
(a) As Auditor		
- Statutory Audit	5.50	5.50
- Tax Audit	2.00	2.00
(b) For Taxation Services	0.50	0.50
(b) For reimbursement of expenses	-	0.18
	<b>8.00</b>	<b>8.18</b>



Notes to Financial Statements for the year ended 31st March, 2023

2.28 Earnings per share:

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Profit After Tax	119.24	119.08
Less : Preference Dividend	2.70	2.70
Net profit for the period attributable to equity shareholders	116.54	116.38
Equity Shares of Rs. 10 each (Nos)	5,66,875	5,66,875
<b>Earnings Per Share (Basic &amp; Diluted) (in Rs.)</b>	<b>20.56</b>	<b>20.53</b>

2.29 Disclosure relating to suppliers registered under Micro, Small and Medium Enterprise Development Act, 2006:

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year included in:		
Principal amount due to micro, small and medium enterprises	4.50	2.17
Principal amount due to medium enterprises	-	-
Interest due on above	-	-
<b>Total</b>	<b>4.50</b>	<b>2.17</b>
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond appointed day.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible under section 23 of the MSMED Act, 2006.	-	-

2.30 Earnings & Expenditures in Foreign Currency:

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
(a) Earnings in foreign currency	Nil	Nil
(b) (i) Revenue expenditure in Foreign Currency	-	-
(ii) Capital expenditure in Foreign Currency	-	61.44

2.31 Commitments and Contingent Liabilities:

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Dividend on Cumulative Preference Shares	2.70	2.70

2.32 In view of prudence/on account of the absence of the certainty of MAT credit utilisation, MAT credit aggregate upto 31st March 2023 Rs.75.57 Lakhs, has not been recognised.

2.33 Inventory includes Stock of Precious Metals (Bullion, Gold Ornaments, Silver Ornaments) and Renewable Energy Certificates (REC) held for sale and which are valued at Cost or Net realisable value whichever is lower.

2.34 The Company does not meet any of the criteria as specified in section 135 of the companies act, 2013 in relation to Corporate social responsibility.

2.35 The Board of Directors, at their meeting held on 27th May, 2023 recommended a Equity dividend of Rs.10/- per equity share and a Preference dividend of 3% on the Face value of Rs. 90 Lakhs for the year ended March 31, 2023, subject to approval of shareholders.



2.36 Disclosure for raw materials, purchased goods and finished goods under broad heads

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
<b>i) Sale of Products</b>		
<b>A. Manufactured/produced Goods</b>		
Sale of Electricity	776.18	625.06
<b>B. Traded Goods</b>		
a) Sale of Precious Metal	1,22,879.44	44,046.23
b) Sale of Textiles Products	-	13.59
c) Other Operating Revenue	18.76	67.75
	<b>1,23,674.38</b>	<b>44,752.63</b>
<b>ii) Purchase of Traded Goods / Cost of Materials Consumption</b>		
a) Purchase of Precious Metals	1,21,696.19	45,614.30
b) Textile Products	-	2.06
	<b>1,21,696.19</b>	<b>45,616.36</b>
<b>iii) Closing Inventory</b>		
Finished Goods		
- Precious Metals	1,241.07	1,903.33
- Renewable Energy Certificate	0.19	0.01
	<b>1,241.26</b>	<b>1,903.34</b>
<b>iv) Opening Inventory</b>		
Finished Goods		
- Precious Metals	1,903.33	-
- Renewable Energy Certificate	0.01	0.07
- Textile Products	-	8.44
	<b>1,903.34</b>	<b>8.51</b>
<b>v) Total value of all imported materials, spare parts and components purchased during the financial year (PY consumption) and the total value of all</b>		
Indigenous (Rs.)	1,21,696.19	45,616.36
(%)	100%	100%
Imported (Rs.)	-	-
(%)	-	-
<b>Total</b>	<b>1,21,696.19</b>	<b>45,616.36</b>

2.37 Disclosure as required under section 186(4) of the Companies Act, 2013

Loans given and Guarantees furnished by the company: Nil (Previous year: Nil).

2.38 Disclosure requirements under regulation 53(f) of SEBI (Listing Obligation Disclosure Requirement) regulation, 2015 - Nil (Previous Year - Nil).

2.39 (i) List of Related Parties with whom transactions have taken place during the year FY 2022 - 23 and FY 2021 - 22 and relationship. (As identified by the management and relied upon by Auditors).

(a) Holding Company:

NIL

(b) Key Management Personnel:

- Mr.T.K.Chandiran
- Ms.C.Selvi
- Mr. A C Vineeth

(c) Others: (Relatives & Enterprise over which Key Management Personnel are able to exercise significant influence).

- |   |                                |
|---|--------------------------------|
| - The KTM Jewellery Limited                   | - Chennai Traders              |
| - Space Textiles Private Limited              | - SCM Garments Private Limited |
| - SCM Global Brands Private Limited           | - Shivam Traders               |
| - The Madras Silks India Private Limited      | - Swathi Traders               |
| - Gajaanandha Jewellery Maart Private Limited | - KKV Chakra Limited           |
| - TCS Textile & Apparel India (P) Ltd         | - Mr.Vinayagam                 |
| - KKV Golden Jubilee Foundation               | - SCM Creations                |
| -SCM Textile Spinners                         | -Shree Nandhi Silks Pvt Ltd    |



(ii) Related Party Transactions:

(₹ in Lakhs)

Nature of Transactions	2022-23		2021-22	
	Key Management Personnel	Other Related Parties	Key Management Personnel	Other Related Parties
Sale of Power	-	685.51	-	523.07
Sales of bullion	-	51,068.88	-	29,458.54
Sale of Jewellery	-	3,804.22	-	3,516.73
Sale of Agro Products	-	1.18	-	2.52
Sale of Textile Products	-	-	-	13.59
Purchases of Bullion	-	3,023.93	-	974.61
Purchase of Jewellery	-	4,279.14	-	6,260.86
Advertisement expenses	-	1.24	-	27.60
Contract charges paid	-	5.78	-	8.08
Director's Remuneration	48.60	-	46.33	-
Preference Dividend	2.70	-	2.70	-
Equity Dividend	12.35	6.70	9.81	5.96
Reimbursement of expenses by/for (Net)	-	254.14	-	128.79
Royalty payment	-	12.37	-	4.48
Rent Paid	-	47.10	-	24.84
<b>Dues from / (to) Related Parties</b>				
<b>Opening balance</b>				
Dues from Related Parties	-	63.62	-	106.68
Loans from Directors	(101.26)	-	(102.08)	-
Dues to Related Parties	-	(1,790.74)	-	(25.60)
<b>Closing balance</b>				
Dues from Related Parties	-	103.68	-	63.62
Loans from Directors	(99.37)	-	(101.26)	-
Dues to Related Parties	-	(235.69)	-	(1,790.74)

Note:

The Company had obtained an omnibus approval for an amount of ₹ 100 Crores for transaction with M/s Shivam Traders consisting of sale/purchase or supply of any goods/materials, availing or rendering of any services at the previous Annual General Meeting. However, the company had made transactions aggregating to ₹ 106.84 Crores. The excess over the approved limit is subject to ratification at the ensuing Annual General Meeting.

2.40 Disclosure under Accounting Standard 15:

Description of the Company's defined benefit plan:

The Company operates a defined benefit plan for payment of post employment benefits in the form of gratuity. Benefits under the plan are based on pay and years of service and vested on completion of five years of service, as provided in the Payment of Gratuity Act, 1972. The terms of benefits are common for all the employees of the company.

Particulars	2022-23	2021-22
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Principal actuarial assumptions used on balance sheet date:</b>		
Discount Rate	7.52%	7.47%
Salary escalation rate	6.00%	6.00%
Attrition Rate	5.00%	5.00%
Expected rate of return on plan Assets	0.00%	0.00%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	
<b>Changes in the present value of the obligation:</b>		
Present Value of Obligations as at the beginning of the period	8.16	5.17
Interest cost	0.61	0.36
Current service cost	2.56	1.33
Benefits paid	-	-
Actuarial (Gains) / Loss on obligation	1.01	1.30
Present Value of Obligations as at the end of the period	12.34	8.16
<b>Changes in the fair value of plan assets:</b>		
Fair value of plan assets as at the beginning of the period	-	-
Expected return on plan assets	-	-
Contributions	-	-
Benefits paid	-	-
Actuarial Gain/ (Loss) on plan assets	-	-
Fair value of plan assets as at the end of the period	-	-





**Amounts recognised in the balance sheet:**

Present value of the obligation	12.34	8.16
Fair value of plan assets (Asset)/Liability	-	-
Net (Asset)/Liability recognised in the balance sheet	12.34	8.16

**Expense recognised in the statement of profit and loss :**

Current service cost	2.56	1.33
Interest cost	0.61	0.36
Expected return on plan assets	-	-
Net actuarial (gain)/ loss recognised in the year	1.01	1.30
Past service cost-vested benefits		
Expenses recognised in the statement of profit and loss	4.18	3.00

(₹ in Lakhs)

Disclosure requirement pursuant to Para 120(n) of AS-15 :	2022-23	2021-22	2020-21	2019-20	2018-19
Present value of the obligation	12.34	8.16	5.17	3.71	2.88
Plan assets	-	-	-	-	-
Surplus/(Deficit) in plan assets	(12.34)	(8.16)	(5.17)	(3.71)	(2.88)
The experience adjustments on plan liabilities	1.06	1.51	0.90	(0.79)	0.09
The experience adjustments on plan assets	-	-	-	-	-

**2.41 Operating Leases:**

**Future lease payments:**

(₹ in Lakhs)

Minimum lease payments upto the end of lease	2022-23	2021-22
- Not later than one year	1.74	2.06
- Later than one year and not later than five years	4.54	4.86
- Later than five years	3.10	3.10

**2.42 Segment Information:**

The Company operates under Two segments viz. Business of generation and sale of electricity; Trading of Precious Metals.

(₹ in Lakhs)

Particulars	2022-23	2021-22
<b>1 Segment revenue</b>		
Energy Generation	852.17	686.94
Jewellery Business	1,22,888.36	44,051.10
Others Unallocated	10.79	25.93
<b>Net Sales/income from operation</b>	<b>1,23,751.33</b>	<b>44,763.97</b>
<b>2 Segment Expenditure</b>		
Energy Generation	720.18	469.19
Jewellery Business	1,22,735.61	44,015.69
Others Unallocated	1.72	8.21
<b>Total Expenditure</b>	<b>1,23,457.51</b>	<b>44,493.09</b>
<b>3 Segment Results</b>		
Energy Generation	131.99	217.75
Jewellery Business	152.75	35.41
Others Unallocated	9.08	17.73
<b>Total Segment Profit before Tax</b>	<b>293.82</b>	<b>270.89</b>
Other Unallocated Expenditure ( Net of Income)	69.10	68.75
Profit Before Tax	224.72	202.15
Less: Tax Expenses	(105.48)	(83.07)
<b>Profit after Tax</b>	<b>119.24</b>	<b>119.08</b>



<b>4 Segment Assets</b>		
Energy Generation	2,475.39	2,650.10
Jewellery Business	1,781.15	2,287.71
Others Unallocated	440.23	285.10
<b>Total Assets</b>	<b>4,696.77</b>	<b>5,222.91</b>
<b>5 Segment liabilities</b>		
Energy Generation	921.32	2,850.80
Jewellery Business	1,617.52	303.07
Others Unallocated	2.35	1.67
<b>Total Liabilities</b>	<b>2,541.18</b>	<b>3,155.54</b>
<b>6 Capital expenditure</b>		
Energy Generation	-	566.74
Jewellery Business	6.34	83.85
Others Unallocated	0.81	-
	<b>7.15</b>	<b>650.59</b>



Notes to Financial Statements for the year ended 31st March, 2023

2.43 Ratio analysis and its elements

S. No.	Ratios	Numerator	Denominator	As at 31st March, 2023	As at 31st March, 2022	% Change	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	0.99	0.94	5.32	NA
2	Debt Equity Ratio	Total Debt	Shareholders fund	0.63	0.26	143.11	Working Capital Demand Loan availed during the year.
3	Debt Service Coverage Ratio	Earnings available for debt services = Net Profit after taxes + Depreciation and Amortisation expenses+Interest	Debt Service = Interest+ +principal repayment of term loans (Excluding prepayments)	1.70	1.67	1.94	NA
4	Return on Equity Ratio	Net profit after taxes - Preference dividend	Average Shareholders' Equity	0.06	0.06	(4.37)	NA
5	Inventory Turnover Ratio	Net Sales	Average Inventory	78.66	46.82	68.02	Increase in volume of sales and Improvement in Inventory Management.
6	Trade Receivables turnover Ratio	Net Sales	Average Trade receivables	324.30	217.01	49.44	Increase in volume of sales.
7	Trade payables turnover Ratio	Cost of Materials Consumed+Purchases of Stock-in-Trade+Change in Inventory	Average Trade Payables	7.44	8.02	(7.26)	NA
8	Working capital turnover Ratio	Net Sales	Working capital = Current Assets - Current Liabilites (Excluding current maturities of Long term borrowings)	1,255.26	(2,282.04)	(155.01)	Increase in Sales and Improvement in working Capital Management.
9	Net Profit Ratio	Profit after taxes	Net Sales	0.001	0.003	(63.77)	Due to increase in cost and reduction in Operating Margin
10	Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Networth+Total debt+ Deferred Tax Liabilities	0.09	0.10	(8.10)	NA
11	Return on Investment	Interest (Finance Income)	Average Investments	-	-	-	

2.44 Additional Disclosure relating to Schedule III Amendment of Companies Act 2013

(i) **Details of Benami Property:**

No proceedings have been initiated or are pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) **Utilisation of borrowed funds and share Premium:**

A 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.



- B 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:
- 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.

(iii) **Undisclosed Income:**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961 that has not been recorded in the books of accounts.

(iv) **Details of crypto currency or virtual currency:**

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(v) **Valuation of Property, Plant & Equipment, intangible asset and investment property**

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

(vi) **Loans to Related Parties and others:**

The Company had not granted any loans or advances in the nature of loans to promoters, directors, KMP's and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that:

- are repayable on demand or
- without specifying any terms or period of repayment.

(vii) **Struck off Companies:**

The Company has not entered into any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956

(viii) **Wilful Defaulter:**

The Company has not been declared as a wilful defaulter by any bank or financial institution

2.45 Income tax assessment has been provisionally completed upto the AY 2022-23.

2.46 In the opinion of the management, the current assets and loans and advances as stated in the Balance Sheet will realize to the extent stated therein.

2.47 Balances in parties' accounts are subject to confirmation and reconciliation, if any. Appropriate adjustments will be made as and when the balances are reconciled.

2.48 Previous year's figures have been regrouped, reclassified and rearranged wherever necessary to conform to the current years classification including those as required consequent to amendments in Schedule III.

2.49 All Figures are in Lakhs unless otherwise stated.

As per our report of even date attached

**For VKS Aiyer & Co.**

Chartered Accountants

ICAI Firm Registration No. 000066S

Sd/-

**C S Sathyanarayanan**

Partner

Membership No. 028328

**For and on behalf of the Board of Directors**

Sd/-

**T.K.Chandiran**  
Managing Director  
DIN:00031091

Sd/-

**C.Arun Kumar**  
Chief Financial Officer

Sd/-

**C.Selvi**  
Director  
DIN:00032962

Place : Coimbatore

Date : 27th May 2023