

KINECO

DIRECTORS' REPORT

To,
The Members,
Kineco Limited

Report of the Board of Directors for the Financial Year ending 31st March, 2024

Your Directors present herein below the 29th Annual Report on the business and operations of the Company and the financial statements for the Financial Year ended 31st March, 2024.

1) Financial & Business Highlights (Standalone and Consolidated):

Standalone

A snap shot of the performance of the company as per Standalone financial statement is as under:

(Rs. In Crore)		
Particulars	For FY 2023-24	For FY 2022-23
Turnover (Net)	124.84	120.15
EBITDA	20.29	0.18
Profit/(Loss) before tax	4.20	(14.46)
Profit/(Loss) after tax	2.18	(11.66)
Cash Profit	9.77	(10.07)

Consolidated

A snap shot of performance of the group as per consolidated financial statement is as under:

(Rs. In Crore)		
Particulars	For FY 2023-24	For FY 2022-23
Turnover (Net)	174.52	167.22
EBITDA	31.75	8.86
Profit/(Loss) before tax	11.11	(8.68)
Profit/(Loss) after tax	7.35	(8.53)
Cash Profit	19.42	1.07

Year in Retrospect

During the year under review, your Company recorded annual revenues of INR 124.84 Crs (standalone) / INR 174.52 Crs (consolidated), registering a slight Y-o-Y increase of 3.9% (standalone)/ 4.37% (consolidated). During the year under review, the Company has strengthened its leadership position in its mainstay railway business while consolidating its position in Defence & Industrial business. The year under review marked a return to profitability for the Company with Earnings before Interest, Dep. Tax & Amortization (EBITDA) coming at INR 20.29 Crs (standalone) / INR 31.75 Crs and Profit before Tax at INR 4.20 Crs (standalone)/INR 11.11 Crs (consolidated).

Your Company in its director's report in last year had underlined that the Company was able to arrest the losses due to volatile price movements in major commodities in H2 and had achieved breakeven profitability at PBT level in Q4 FY2022-23. The Year under review marked a continuation of this turnaround story orchestrated around the successful execution of sizeable order backlog with superior Contribution Margins such as INR 113 Crores order for supply and installation of modular interiors for Vande Bharat semi-high speed trains. This coupled with stability in prices of our bulk raw

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materials as well as that of components and systems that the Company's rail business buys as inputs for such turnkey projects resulted in a significant jump in profitability YoY. During the Year under review, the Company's Rail business achieved revenue of INR 100.01 crores, registering a growth of 6.89% YoY.

The Company's rail business had launched the "Kineco Global Rail" brand at InnoTrans 2022 Expo, Berlin in Sept 2022 aimed at forging supply chain partnerships with global private rail car builders and supporting them for their projects in India and overseas. The Year under Review marked a significant milestone in this regard, when the Company signed a Letter of Intent (LoI) with the Indian subsidiary of one of top 5 global rail car builders for design, development and manufacturing of fully scale mockup for their 120 Vande Bharat sleeper trains project in India. Vande Bharat sleeper train is a landmark project in Indian rail industry and biggest contract in passenger rail segment to be awarded by Ministry of Railways, Govt of India to a private sector for supply and maintenance of main line long distance trains, the Indian subsidiary has bagged the contract for 120 trains while another leading private rail car builder from India has been awarded 80 trains. Your company is in discussions with both these rail car builders for supply of complete interior systems and sanitary modules for these VB sleeper trains. The Company has plans to upgrade its infrastructure, acquire/develop new technologies and strengthen its supply chain network in line with the requirements of these new projects which will on par with global benchmarks. In order to fulfil this, the Company will need to mobilize financial resources to fund these investments in expansion, augmentation and upgradation of its facilities, competencies and acquisitions of technical capabilities.

The Company in-house Rail R&D centre has progressed further in its pursuit to develop cutting-edge technology products and is in advanced stages of development for its all new Plug and Slide door for rail coach access with plans to launch this product at the 2024 edition of Innotrans Expo in Berlin in September.

The Company is committed to be the partner of choice to global private rail car builders while maintaining its leadership position as a complete interior furnishing solutions provider to Indian Railways.

During the year under review, the Company's Defence business registered a 28.67% YoY decline in revenues to INR 16.10 Crs as compared to INR 22.57 Crs in the previous FY. However, the Company expects significant ramp up in its Defence business in the next FY2024-24 on the strength of its sizeable order backlog and order pipeline particularly for its signature product, Sonar Dome. The Company is also exploring export market for Sonar Domes and allied opportunities for supply of critical composite structures and assemblies to global defence OEMs in UK for marine applications. The Company continues to be the flag bearer of India's 'Make in India for Defence' Mission and 'Atmanirbhar Bharat' Program for self-reliance in defence technologies and has drawn up plans to expand into new allied segments such ballistic personal protection gear for defence forces.

During the year under review, the Company's Industrial business registered a double fold jump in its revenues to INR 8.68 crores from INR 3.90 Crs in the previous FY. This is primarily attributed to uptick in demand from its legacy customer for export of composite pressure vessels for its global desalination projects. The Company expects this momentum to continue in the next FY.



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AEROSPACE

The year under review was marked by strong recovery in the aviation industry. Both Airbus and Boeing recorded 3,670 aircraft orders in 2023, representing an increase of 125 % compared to the previous year. Indian airlines Indigo and Air India led this strong recovery by placing an order for total 970 aircrafts on Boeing and Airbus at the Paris Air Show 2023. However, this strong recovery was challenged throughout the year by the global supply chain disruptions and shifting geopolitical forces.

Despite this challenging environment, your company concluded the year with minimum impact on the revenue and profitability. The Company registered a turnover of ₹ 496.82 Mn during the year as against ₹ 510.6 Mn during last year. The Profit before Interest and Depreciation dipped from ₹ 119.7 Mn to ₹110.9 Mn. The Company's order book and order pipeline continues to remain stable with moderate growth expectations. During the year, courtesy of the efforts of our Board of Advisors, the Company was selected by multiple aerospace OEMs & Tier-1 customers from Europe & UK to answer Request for Quotations on various platforms. The Company's pricing proposals were well received by the Customers, and we are hopeful of positive outcome in the FY 2024-25. The Company participated in important aerospace, defense and composite exhibitions shows like JEC-2023 & 2024, Paris Air Show-2023, Aeromart Montreal, during the year.

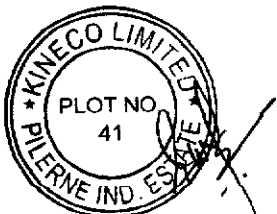
The Company continued to fulfill the expectations of its customers on timely delivery and quality parameters in 2023-24. The Company maintained its 100% on-time delivery & 100% quality performance in respect of its deliveries to its flagship customer BAE Systems during the year. The Company was awarded its largest contract of ₹ 1000 Mn (\$12.39 Mn) for 178 MCW Consoles by its flagship customer BAE Systems during the year.

It was a moment of pride for the Company to be part of the ISRO's historic Chandrayaan-3 mission. Kineco Kaman contributed 4 flight critical components which formed part of the LVM3-M4 launch vehicle:

1. Equipment Bay Shroud Assembly
2. ITSC Closure Plates
3. ITSC, LOX & LH2 Wire Tunnel & Bottom Plate Assembly
4. FSA Casings CFRP Elements.

Kineco Kaman further strengthened its credentials of being a reliance supplier to ISRO-VSSC for critical project requiring stringent quality precision components with delivery timelines with timely supply of Crew Orbiter Module Adaptor Assemblies (OMA) during the year for India's first Human Space Flight Mission – Gaganyaan. The flag-off ceremony from its Goa based facility on 22nd December, 2023 was virtually attended by the Hon'ble Chief Minister of Goa Dr. Pramod Sawant and Director-VSSC Dr. S. Unnikrishnan Nair in presence of key VSSC officials and Kineco Kaman employees.

The Company's engagement with the Israeli Aerospace & defense industry grew stronger during the year. The Company continued to deliver Interior kits to IAI for the Boeing Passenger 2 Freighter Conversion on the B-737 & B-767 platforms. Your Company also won its 1st UAV contract from an Indian Defense Customer for the Indian MoD paving way successful execution of which will create more business opportunities from Indian and global players.



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The commissioning of our 7 Meter long 14 Axes Dual Robotic Arm Ultrasonic C-Scan Equipment procured from Fill-Austria was completed during the year under review. This state of the art C-scan equipment will be a key capability to support pursuit of structural composite components business with global OEM's & Tier-1s.

INDUSTRY OUTLOOK & WAY FORWARD: The outlook for the Aerospace & Defense industry segment, in which your company operates, remains positive. The short and medium-term forecasts in the aviation industry indicate stable growth in the current market environment.

On the defense front, steps taken by the Government of India to achieve self-reliance in defense manufacturing through Positive Indigenization Lists have contributed to the Indian defense sector. The major defense players now must either set up manufacturing base in India or tie-up with Indian enterprises to participate in larger aerospace & defense procurement bids to be awarded in coming years.

Kineco Kaman, with its brand equity, qualifications, competitive pricing and experience of handling critical projects with strict timelines is uniquely positioned to for these opportunities offered by the Aerospace & Defense sector.

PULTRUSION

The telecommunication market which the company has been serving has been slowing down and has also come under intense price pressures and offers limited growth opportunities. One of the Company's regular customers in this segment has currently stopped manufacturing antennas which has affected the business volume considerably.

There are new and promising market segments like Building and Infrastructure which offers good growth potential through exports to Exel Composites' distribution HUB in Europe. The company has already exported such products and has received repeat orders.

The Wind energy segment continues to be the focus area and the company has made substantial progress in securing a PPAP order and by signing a long-term supply contract for carbon planks with a leading wind turbine manufacturer in India. The company is also in advanced discussions with other wind turbine manufacturers for supply of similar products offering exponential growth potential in the near future.

To serve the new customers, a new manufacturing plant has been already built and is at the stage of completion with state-of-the-art machinery and based on LEAN manufacturing concept.

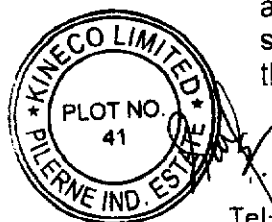
Recruitment and training are the key and are being driven with the necessary impetus to support the future growth of the company.

The operations are expected to turn profitable in FY 25-26.

2) Management Discussion and Analysis

a. Industry structure and developments.

Kineco offers a wide spectrum of composites for Aerospace, Defense, Railways, Automotive and Telecommunication sectors. The Company's primary business activity is manufacturing and selling of composite FRP products to these end use sectors. The Company's production facilities are located at Goa, India. As such there are no reportable geographic segments.



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b. Outlook on Opportunities, Threats, Risk and Concerns.

The Company expects the margins in railways to remain under competitive pressure. To overcome these market conditions, the Company is taking various initiatives on operational excellence, which will result in higher efficiencies and lower costs. The Company is consistently pursuing new opportunities and partnerships to grow its non-railway business that will allow it to decrease its dependency on the railway business.

c. Internal control systems and their adequacy.

The Company has adequate Internal Control procedures commensurate with its size and nature of the business. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and statutes. The Internal Control system provide for well-documented policies, guidelines, authorizations and approval procedures. The Internal Auditors of the Company, RGN Price & Co., had carried out Internal Audit extensively throughout the year. The prime objective of such Audit is to test the adequacy and effectiveness of all Internal Controls laid down by the management and to suggest improvements, wherever necessary.

d. Financial performance

The Consolidated Earnings before Interest, Depreciation, Tax and Amortization (EBIDTA) stood at Rs. 31.75 Cr in FY 2023-24, as compared to Rs. 8.86 Cr in the previous FY, thereby recording an increase of 258% YoY.

The Consolidated Net Profit after Tax in the year under review rose to Rs.7.35 Cr from a loss of Rs. 8.53 Cr in previous Financial Year.

e. Human Resources / Industrial Relations

Human resources continue to be a key thrust area for the company. The Company's relationship with its employees continues to be cordial. This year the Company organized virtual training workshops to enhance the skill levels of its employees. The Company also conducted a number of employee engagement e-workshops during the year. The number of employees stood at 214 as on 31st March, 2024.

3) Comments on audit report:

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors in their Report.

However, with regards to the observation of the Statutory Auditors at clause 2(h)(vi) under "Report on Other Legal and Regulatory Requirements" in connection with the feature of recording audit trail (edit log) in the accounting software used by the company for maintaining its books of account, the Board would like to comment as follows:

Company uses 'SAP Business One' ERP software which has inbuilt audit trail (edit log) recording feature. However, due to limitations of the software, a consolidated report of all edit log could not be generated from the software as per requirement of the auditors.

The company shall be taking up the issue with the software Provider for an appropriate resolution.



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4) Appointment of Statutory Auditors:

M/s. Ashish V Prabhu Verlekar & Co., Chartered Accountants (Firm Registration No. 117774W), Panaji, Goa were appointed as Statutory Auditors for a period of 5 years, from the conclusion of Annual General Meeting held on 25th September, 2023 until the conclusion of the 34th AGM of the Company to be held in the year 2028, at a remuneration decided by the Board of Directors.

5) Deposits:

The Company has not accepted any deposits during the year.

6) Insurance:

All assets of the company are adequately insured under comprehensive risk policies, which are fully in force.

7) Dividend:

Your Directors have not recommended any dividend for the FY ended 31.03.2024.

8) Change in Share Capital

The Authorised share capital of the Company is Rs. 20,50,00,000 (Rupees Twenty Crore and Fifty Lakhs). The equity paid up share capital is Rs. 6,26,41,830/- (Rupees Six Crore Twenty-Six Lakhs Forty-One Thousand and Eight Hundred and Thirty Only) and the preference paid up share capital is Rs. 8,00,00,000/- (Rupees Eight Crore Only).

There were no changes in the share capital during the year under review.

9) Additional Information:

The Company has duly complied with the provisions of Section 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

10) Energy conservation and technology absorption:

The Company regularly monitored air emission sources and the ambient air quality and was able to maintain emission levels within regulatory standards. The Company takes adequate measures to reduce energy consumption.

11) Applications initiated / pending under IBC, 2016

No application was made by the Company nor any proceedings were initiated/pending against it under the Insolvency and Bankruptcy Code 2016 (31 of 2016), hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable to the Company.



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12) Disclosure with regard to One-time Settlement

The Company has not made any one-time settlement during the year under review hence the requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable to the Company.

13) Secretarial Auditor

Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity and its material unlisted subsidiaries incorporated in India have to undertake Secretarial Audit and to comply with the said regulation the Company is required to appoint a Secretarial Auditor.

The Company has appointed CS Swapnil J. Dixit, Practicing Company Secretary as Secretarial Auditor for the FY 2023-24. There were no qualifications in the Secretarial Auditor's Report for the Year ending 31st March 2024 (**Annexure 4**).

However, with regards to the observation of the Statutory Auditors at clause 2(h)(vi) under "Report on Other Legal and Regulatory Requirements" in connection with the feature of recording audit trail (edit log) in the accounting software used by the company for maintaining its books of account, the Board would like to comment as follows:

Company uses 'SAP Business One' ERP software which has inbuilt audit trail (edit log) recording feature. However, due to limitations of the software, a consolidated report of all edit log could not be generated from the software as per requirement of the auditors.

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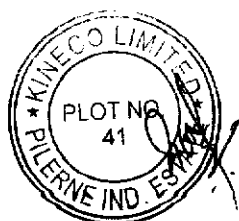
14) Directors

Presently the Board of Directors of the company comprises of 9 (Nine) directors. There were no changes in the Board of Directors during the year under review.

Mr. Sivaramakrishnan and Mr. Subramanyam M, who are liable to retire by rotation at the ensuing AGM, being eligible, have offered for re-appointment. The Board recommends their re-appointment.

The Company has received confirmations that none of the Directors were disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act and that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. There has been no change in the circumstances affecting their status as independent directors of the Company.



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15) Key Managerial Personnel (KMP)

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company are: Mr. Shekhar Sardesai, Executive Vice Chairman and Managing Director, Mr. Vivekanand Pauskar, Chief Financial Officer and Mrs. Manisha Naik Shirgaonkar, Company Secretary.

During the year under review, Mr. Aravind Kumar S R, resigned as Chief Financial Officer w.e.f. 23/09/2023. Mr. Vivekanand Pauskar, was appointed as Chief Financial Officer in his place w.e.f. 18/12/2023.

16) Performance and Financial Position of the Subsidiary/Joint Venture/Associate Company:

During the year, the Board of Directors ('the Board') reviewed the affairs of the subsidiary. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company with its subsidiary, which form part of the Annual Report. Further, a statement containing the salient features of the financial statement of the subsidiary in the prescribed format **AOC – 1** is appended as **Annexure 1** to the Board's report. These documents will also be available for inspection during business hours at our registered office.

17) Particulars of Loans and Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

18) Number of Board Meetings conducted during the year under review

During the year under review, 06 (Six) board meetings took place on 17th May 2023, 14th July 2023, 09th August 2023, 08th November 2023, 18th December 2023 and 07th February 2024.

The Company has complied with all the Secretarial standards, as applicable to the Company.

19) Audit Committee

The Committee comprises of three Directors. Majority of the members of the committee are Independent Directors and possess strong accounting and financial management knowledge. The Company Secretary of the Company is the Secretary of the Committee. The committee had 06 (Six) meetings during the year under review 17th May 2023, 14th July 2023, 09th August 2023, 08th November 2023, 18th December 2023 and 07th February 2024.

All the recommendations of the Audit Committee were accepted by the Board.

Composition of the Audit Committee:

- | | |
|-----------------------|------------|
| 1) Mr. Vipin Agarwal | - Chairman |
| 2) Mr. Rajesh Khaunte | - Member |
| 3) Mr. Ramesh Rajan | - Member |



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20) Nomination & Remuneration Committee

The Committee comprises of three Directors. Majority of the members of the committee are Independent Directors. The committee had 02 (Two) meetings during the year under review on 11th May 2023 and 18th December 2023. All the recommendations of the committee were accepted by the Board.

Composition of the NRC Committee:

- i) Mr. Rajesh Khaunte- Chairman
- ii) Mr. Vipin Agarwal- Member
- iii) Mr. Subramanyam Mutnuru- Member

21) Cost Audit

The Company maintains cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

During the year the Board appointed Mr. Irudayam Savari Muthu (FRN No.100107) as Cost Auditor of the Company for conducting the audit of cost records of the Company made and maintained by the Company pertaining to the financial year commencing from 01.04.2023 and ending on 31.03.2024.

22) Vigil Mechanism/Whistle Blower Policy

The Company has established a Vigil Mechanism / Whistleblower Policy for the employees to report their genuine concerns or grievances is made available to the employees. The Audit Committee of the Company oversees the Vigil Mechanism.

23) Corporate Social Responsibility (CSR)

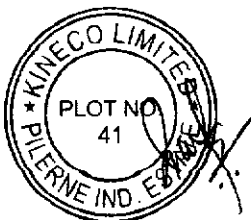
During the year under review, The Provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014 and Schedule VII, with respect to Corporate Social Responsibility were not applicable to the Company for the FY 2023-24.

The Company has constituted a CSR Committee consisting of the following members:

- 1. Mr. Aditya Reddy
- 2. Mr. Shekhar Sardesai
- 3. Mr. Rajesh Khaunte

Pursuant to Section 135(9) of Companies Act, 2013, since the Company's spending towards CSR does not exceed Rs 50 lakhs, the requirement for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of CSR Committee are being discharged by the Board of Directors of the Company. Hence, the company did not hold meeting of the CSR Committee.

Annual Report on CSR activities are included in the Annexure-3 of this Report in the format prescribed in the Companies (CSR Policy) Rules, 2014. The CSR Policy of the Company is available on the website of the Company (www.kinecogroup.com).



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24) Related Party Transactions:

Transactions entered into by the company are in its ordinary course of business and at arms' length price, and are completely outside the scope of section 188(1) of the Companies Act, 2013 and hence, this does not require disclosure of such transactions in the Board report, with the exception of a transaction as reported in Form AOC -2, annexed as **Annexure - 2** to this Report.

All transactions with related parties are placed before the Audit Committee for approval. The Audit Committee reviews all transactions entered into by the Company on a quarterly basis.

25) Risk Management

A key factor in determining a company's capacity to create sustainable value is the risks that the company is willing to take (at strategic and operational levels) and its ability to manage them effectively. Many risks exist in a company's operating environment and they emerge on a regular basis. The Company's Risk Management processes focuses on ensuring that these risks are identified on a timely basis and addressed.

26) Prevention of sexual harassment at work

The Company has put in place a 'Policy on Prevention of Sexual Harassment of Women at Work Place' with aim to redress sexual harassment instances, to create mechanism on redressal of such issues at workplace and sensitizes employees on how to report such offences to the committee. During the year no complaints of sexual harassment were received by the Internal Committee.

27) Foreign currency earning and outgo

During the year, foreign currency inflows were Rs. 7,51,51,086/- and outflows were Rs. 3,52,61,433/-.

28) Material changes and commitments

There are no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the Report.

29) Significant and Material Orders

There were no significant and material orders passed by the Regulators or courts or tribunals impacting the going concern status and Company's operation in the future.

30) Directors' Responsibility Statement:

Pursuant to provisions of Section 134(3) (c) of the Companies Act, 2013, the directors hereby state and confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) 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



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true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

- c) 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;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) 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.

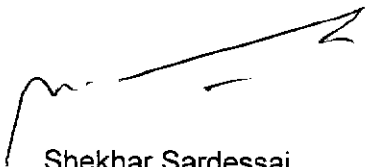
31) Annual Return

The annual return referred to in Section 134(3)(a) of the Companies Act, 2013 will be available at the web address: www.kinecogroup.com.

32) Acknowledgement

The Directors place on record their appreciation for the continued support and co-operation rendered by the banks, government authorities, customers, suppliers and the shareholders of the Company. The Directors' also convey their thanks to their employees at all levels for the growth of the company.

For Kineco Limited



Shekhar Sardessai
DIN: 00016446
Executive Vice Chairman
& Managing Director



Prashant Naik
DIN: 01866113
Director

Place: Pilerne, Goa
Date: 08.06.2024

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ANNEXURE 1

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details	Details
1.	Name of the subsidiary	Kineco Kaman Composites India Pvt LTD	Kineco Alte Train Technologies Pvt Ltd
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A	N.A
4.	Share capital	11,51,64,000	1,80,60,870
5.	Reserves & surplus	36,04,31,000	(1,86,69,196)
6.	Total assets	120,20,68,000	43,941
7.	Total Liabilities	72,64,73,000	6,25,266
8.	Investments	0	0
9.	Turnover	49,68,20,000	0
10.	Profit before taxation	6,54,42,000	0
11.	Provision for taxation	1,49,78,000	0
12.	Profit after taxation	4,80,09,000	0
13.	Dividend	0	0
14.	% of shareholding	51%	89.66%



KINECO LIMITED

(Formerly Kineco Pvt. Ltd.)

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Tel: 91-832-6710940, Fax: 91-832- 6710910, Website:www.kinecogroup.com
CIN: U24134GA1994PLC001672

KINECO

Part "B": Associates and Joint Ventures

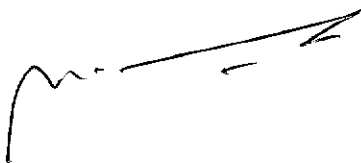
(Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures)

Name of Associates/Joint Ventures	Kineco Exel Composites India private Limited
1. Latest audited balance sheet date	31/03/2024
2. Shares of Associate/Joint Ventures held by the company on the year end	
Number	82,880
Amount of Investment in Associates/Joint Venture	82,88,000
Extend of Holding %	45%
3. Description of how there is significant influence	As per Section 2(6) of the Companies Act, 2013, significant influence means control of at least twenty per cent. of total share capital, or of business decisions under an agreement. Hence, since Kineco Limited holds 45% of Kineco Exel Composites India Private Limited (KECI), KECI becomes an associate Company of Kineco Limited.
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	3,95,53,288
6. Profit / Loss for the year	
i. Considered in Consolidation	0
ii. Not Considered in Consolidation	3,87,90,124

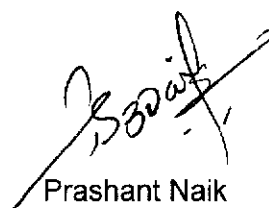
Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

For Kineco Limited



Shekhar Sardesai
DIN: 00016446
Executive Vice Chairman
& Managing Director

Prashant Naik
DIN: 01866113
Director

Place: Pilerne, Goa
Date: 08.06.2024

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KINECO

ANNEXURE 2

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NOT APPLICABLE
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
NA		

For Kineco Limited



Shekhar Sardessai
DIN: 00016446
Executive Vice Chairman
& Managing Director

Prashant Naik
DIN: 01866113
Director

Place: Pilerne, Goa
Date: 08.06.2024

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KINECO

ANNEXURE 3

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR Policy:

Kineco believes in inclusive growth to facilitate creation of value-based and empowered communities through continuous and purposeful engagement with society. Kineco has always endeavored to conduct its business responsibly, in compliance with applicable laws as well as being mindful of its social accountability. Kineco undertakes its CSR activities in the following focus areas:-

- initiatives aimed at transforming the lives of under privileged children & empowering women through education, skill development and access to opportunities
- Promoting health care including improving the water, sanitation and hygiene facilities in needy schools and localities; supporting waste management agencies.
- Skill Development, employability and technology incubations Plantations and afforestation activity with a view to ensuring environmental sustainability and ecological balance.
- Supporting relief & rehabilitation measures during natural disasters through donations to funds set up by the Central or state Government and Rural area development projects.

2. The composition of the CSR committee: The Company has constituted a Corporate Social Responsibility Committee as per the provisions of Section 135 of the Companies Act, 2013 and details of its members are as follows:-

S. No.	Name of the Director	Designation
1.	Mr. Aditya Reddy	Chairman
2.	Mr. Shekhar Sardesai	Member
3.	Mr. Rajesh Khaunte	Member

*Since the Company's CSR spent does not exceed Rs 50 lakhs, the requirement for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of CSR Committee are being discharged by the Board of Directors of the Company. (Section 135(9) of Companies Act, 2013)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. :
<https://www.kinecogroup.com/downloads.php>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any):



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KINECO

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1.	2020-21	Rs. 4,09,753.84	-

6. Average net profit of the Company as per section 135(5) of last 3 years: (-) Rs. 7,97,99,927

7. (a) Two percent of average net profit of the company as per section 135(5):	NIL
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Rs. 4,09,753.84
(c) Amount required to be set off for the financial year, if any	NIL
(d) Total CSR obligation for the financial year (7a+7b-7c).	Rs. 0

8. (a) CSR amount spent or unspent for the financial year: An amount of Rs. 4,09,753.84 is available for set-off and is to be carried forward to the next year under Sub Rule (3) of Rule 7 of The Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

(c) Details of CSR amount spent against other than ongoing projects for the financial year: Not Applicable

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NIL

(f) Total amount spent for the Financial Year: (8b+8c+8d+8e): Not Applicable

(g) Excess amount for set off, if any: NIL

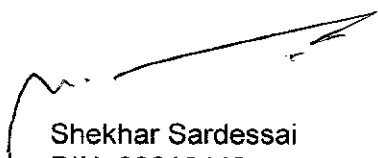
9. (a) Details of Unspent CSR amount for the preceding three financial years: N. A

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): N.A.

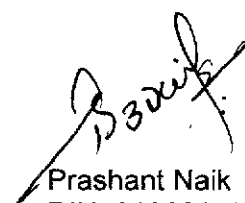
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

For Kineco Limited


Shekhar Sardesai
DIN: 00016446
Executive Vice Chairman
& Managing Director




Prashant Naik
DIN: 01866113
Director

Place: Pilerne, Goa

Date: 08.06.2024

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FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March, 2024

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

Issued under UDIN: A034739F000446843

To,
The Members,
Kineco Limited
Plot No. 41, Pilerne Industrial Estate,
Pilerne, Bardez-403511, Goa

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KINECO LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 31st March, 2024 (hereinafter referred to as the "Audit Period") generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder; (*Not applicable to the Company during the audit period*)
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (*not applicable to the Company during the Audit Period*);
- v. The Reserve Bank Commercial Paper Directions, 2017; (*not applicable to the Company during the Audit Period*);
- vi. 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 (*not applicable to the Company during the audit period*);

For SWAPNIL J. DIXIT & ASSOCIATES



- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 *(not applicable to the Company during the audit period)*;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 *(not applicable to the Company during the Audit Period)*;
- d) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014 *(not applicable to the Company during the audit period)*;
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *(not applicable to the Company during the audit period)*;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client *(not applicable to the Company during the audit period)*;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 *(not applicable to the Company during the audit period)*; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 *(not applicable to the Company during the audit period)*.

We have also examined compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and as mandated by the Companies Act, 2013.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. *The Company has filed various e-Forms / returns under the Companies Act, 2013 with the Registrar of Companies, Regional Director, Central Government or other authorities within time / beyond the prescribed time. The software used by the Company for keeping books of accounts during the year does not have a feature of recording Audit Trail (Edit Log) Facility.*

We have relied on the representations made by the Company and its officers for systems and the mechanism formed by the Company and having regard to the compliance system prevailing in the Company and on an examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following significant laws applicable specifically to the Company:

1. The Factories Act, 1948;
2. The Goa Industrial Development Act, 1965.
3. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
4. The Environment (Protection) Act, 1986 and rules framed thereunder;
5. The Air (Prevention and Control of Pollution) Act, 1981 and rules framed thereunder;

For SWAPNIL J. DIXIT & ASSOCIATES


PROPRIETOR

6. The Water (Prevention & Control of Pollution) Act, 1974 and rules framed thereunder;
7. All applicable Labour Laws and other incidental laws related to Labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, Compensation, etc;

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 as prescribed. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice was given to all directors to schedule the Board Meetings including committees thereof along with agenda and detailed notes on agenda were sent at least seven days in advance except for the meetings for which shorter notice was given, 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 were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

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

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

For Swapnil J Dixit & Associates,
Company Secretaries
ICSI Unique Code No: S2017GO544800

For SWAPNIL J. DIXIT & ASSOCIATES

CS Swapnil Jyant Dixit
Proprietor
M. No. ~~APPROPRIATOR~~
C. P. No. 12942
ICSI Peer Review Cert. No.: 1499/2021

Place: Bicholim - Goa
Date: 25th Day of May, 2024

Note: This report is to be read with my letter of even date which is annexed as Annexure - A and forms an integral part of this report.

ANNEXURE A

To,
The Members,
Kinco Limited
Plot No. 41, Pilerne Industrial Estate,
Pilerne, Bardez-403511, Goa.

Our Secretarial Audit Report of even date issued under UDIN A034739F000446843 is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Swapnil J Dixit & Associates,
Company Secretaries

ICSI Unique Code No. S2012GO544800
For **SWAPNIL J. DIXIT & ASSOCIATES**


CS Swapnil J. Dixit
Proprietor

M. No. A 34739

C. P. No. 12942

ICSI Peer Review Cert. No.: 1499/2021

Place: Bicholim - Goa

Date: 25th Day of May, 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of Kineco Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Kineco Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity 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 "the standalone financial statements").

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

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the 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 standalone financial statements.

Other Matter

The standalone financial statements of the Company for the year ended March 31, 2023, were audited by another auditor who expressed an unmodified opinion on those statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information obtained at the date of this Auditor's Report comprises the information included in the Director's Report, but does not include the standalone financial statements and our Auditor's Report thereon.

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

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

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone 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 standalone 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) to evaluate 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.

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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not complying with the requirement of audit trail as stated below.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

- f) The modification relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with 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 by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- i) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), 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 by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“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 by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not proposed, declared or paid any interim or final dividend during the year.
- vi. Based on our examination, the accounting software used by the Company for maintaining its books of account for the year end March 31, 2024 did not have a feature of recording audit trail (edit log) facility.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants
Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874
UDIN: 24103874BKAGXQ7258

Place: Panaji - Goa
Date: 08.06.2024

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) A) Based on information and explanations provided to us, the company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B) Based on information and explanations provided to us, the company has maintained proper records showing full particulars of intangible assets.
- (b) The fixed assets were physically verified during the year by the management in accordance with a regular programme of verification, which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us the Company does not have any immovable properties in the nature of freehold land and buildings.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventory was physically verified during the year by the management at reasonable intervals. In our opinion and based on information and explanations given to us, 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 of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.
- (b) The company has been sanctioned working capital limits in excess of five crore rupee from banks on the basis of security of current assets. The monthly statements filed by the company with the bank are in agreement with the books of account of the Company.

- (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 other than loans and Corporate Guarantee in respect of Associate Company – Kineco Exel Composites Private Limited.

- (a) (A) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to the above are:

Type of transaction	Entity	Type of relationship	Aggregate Amount (in Rs. Lakhs)	Balance Outstanding (in Rs. Lakhs)
Corporate Guarantee (HDFC Bank)	Kineco Exel Composites India Private Limited	Associate Company	500.00	500.00
Unsecured loan	Kineco Exel Composites India Private Limited	Associate Company	160.00	120.00

(B) No loans or advances and guarantees or security were provided to parties other than subsidiaries, joint ventures and associates;

- (b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.
- (c) The schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular.
- (d) There are no amounts overdue.
- (e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) The provisions of sections 185 and 186 of the Companies Act have been complied with in respect of loans, investments, guarantees, and security, by the Company to the extent applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits.

- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, 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) As represented to us by the management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the reports of the Internal Auditors for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our opinion, the company has not conducted any Non-Banking Financial or Housing Finance activities.
- (c) In our opinion, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) To the best of our knowledge, the Group does not have any CIC as part of the group.
- (xvii) The company has not incurred cash losses in the financial year but cash losses of Rs. 991.62 lakhs in the immediately preceding financial year.

- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) The Company has current liabilities exceeding current assets. However, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, we believe that the Management has taken measures to mitigate the material uncertainty of the Company not being 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, existing as on the date of the audit report.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) According to the information and explanations given to us, the provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants
Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874
UDIN: 24103874BKAGXQ7258

Place: Panaji - Goa
Date: 08.06.2024

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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 Kinenco Limited (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants

Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor

Membership No. 103874

UDIN: 24103874BKAGXQ7258

Place: Panaji - Goa

Date: 08.06.2024

Kineco Limited
Balance Sheet as at March 31, 2024

Particulars	Note No.	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	3,166.95	3,237.95
(b) Capital work-in-progress	3	-	258.31
(c) Intangible assets	4	334.23	245.92
(d) Intangible assets under development	4	289.22	-
(e) Right-of-use assets	5	112.62	120.34
(f) Investments	6	833.70	833.23
(g) Other financial assets	7	18.70	12.72
(h) Non-current tax assets (net)	8	47.72	70.99
(i) Deferred tax assets (net)	9	67.03	261.25
(j) Other non-current assets	10	19.98	54.91
Total Non - Current assets		4,890.16	5,095.62
(2) Current assets			
(a) Inventories	11	2,041.52	1,697.87
(b) Financial Assets			
(i) Trade Receivables	12	7,477.46	8,194.17
(ii) Cash and cash equivalents	13	0.52	421.56
(iii) Other bank balances	14	18.72	169.25
(iv) Other financial assets	15	181.91	286.82
		<u>7,678.61</u>	<u>9,071.80</u>
(c) Other current assets	16	1,018.86	1,433.36
Total Current assets		10,738.99	12,203.03
Total Assets		15,629.14	17,298.65
EQUITIES AND LIABILITIES			
Equity			
(a) Equity Share capital	17	626.42	626.42
(b) Other Equity	18	829.47	611.16
Total Equity		1,455.89	1,237.58
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	2,804.66	4,476.89
(ii) Lease liabilities	20	46.29	60.63
(b) Provisions	21	188.19	159.49
Total Non - Current liabilities		3,039.14	4,697.01
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	7,352.41	7,705.82
(ii) Lease liabilities	23	23.54	8.51
(iii) Trade Payables	24		
A. Total outstanding dues of micro enterprises and small enterprises; and		1.67	1.61
B. Total outstanding dues of creditors other than micro enterprises and small enterprises		3,528.20	3,449.82
(iv) Other financial liabilities	25	26.81	143.26
(b) Provisions	26	17.71	13.69
(c) Other current liabilities	27	183.77	41.35
Total Current liabilities		11,134.11	11,364.06
Total liabilities		14,173.25	16,061.06
Total Equity and Liabilities		15,629.14	17,298.65

See accompanying notes to the financial statements

1 to 52

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



Place : Panaji, Goa

Date : 08 JUN 2024

For and on behalf of the Board of Directors
Kineco Limited

Shekhar Sardesai
Executive Vice Chairman &
Managing Director
DIN No. 00016445

Vivekanand Pauskar
Chief Financial Officer

Place : Pilerne, Goa

Date : 28 MAY 2024

Prashant Naik
Director
DIN No. 01866113

Manisha Naik Shirgaonkar
Company Secretary
M. No. A24554



Kineco Limited

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

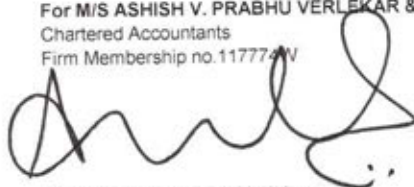
Particulars	Note No.	Year ended March 31, 2024	Year ended March 31, 2023
		Rupees in lakhs	Rupees in lakhs
I Revenue From Operations	28	12,484.14	12,014.52
II Other Income	29	262.12	342.71
III Total Income (I + II)		<u>12,746.26</u>	<u>12,357.23</u>
IV Expenses			
(a) Cost of materials consumed	30	6,660.27	7,955.02
(b) Changes in inventories of finished goods and work in progress	31	(113.91)	38.29
(c) Employee benefits expenses	32	1,868.98	1,810.61
(d) Finance costs	33	1,045.16	1,009.42
(e) Depreciation and amortisation expenses	3 & 4	564.39	454.30
(f) Other expenses	34	2,301.64	2,535.51
Total expenses (IV)		<u>12,326.52</u>	<u>13,803.15</u>
V Profit before tax (III - IV)		419.74	(1,445.92)
VI Tax expense	35		
(a) Current tax		-	-
(b) Deferred tax		194.23	(295.80)
(c) Tax of prior years		-	-
VII Profit / (Loss) for the year (V - VI)		<u>225.51</u>	<u>(1,150.12)</u>
VIII Other Comprehensive Income			
(a) Items that will not be reclassified to profit or loss			
(i) Remeasurements of defined benefit plans		7.67	16.02
(ii) Equity instruments through other comprehensive income		(0.48)	(0.29)
IX Total Comprehensive Income for the year (VII - VIII)		<u>218.31</u>	<u>(1,165.85)</u>
X Earnings / (loss) per equity share (in Rupees)			
(a) Basic		3.49	(18.61)
(b) Diluted		3.49	(18.61)

See accompanying notes to the financial statements

1 to 52

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W



CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



Place : Panaji, Goa

Date : 08 JUN 2024

For and on behalf of the Board of Directors
Kineco Limited

Shekhar Sardesai
Executive Vice Chairman &
Managing Director
DIN No. 00016446



Vivekanand Pauskar
Chief Financial Officer

Place : Pilerne, Goa

Date : 28 MAY 2024

Prashant Naik
Director
DIN No. 01866113



Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

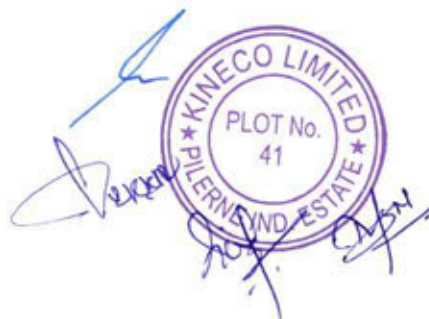


KINECO LIMITED

41 - PILERNE INDUSTRIAL ESTATE, PILERNE, BARDEZ - GOA - 403 511

Standalone Cash Flow Statement for the period ended 31st March 2024

Particulars	Period ended March 31, 2024		Period ended March 31, 2023	
	Rupees in lakhs	Rupees in lakhs	Rupees in lakhs	Rupees in lakhs
Cash Flows from Operating Activities				
Total comprehensive income for the year		218.31		(1,165.85)
<u>Add:</u>				
(a) Depreciation and amortisation expenses	564.39		454.30	
(b) Provision for doubtful debts	22.07		11.07	
(c) Finance costs	1,045.16		1,009.42	
(d) Amortisation of right of use of leased assets	7.72		7.72	
(e) Deferred tax	194.23		(295.80)	
(f) Equity instruments through OCI	(0.48)	1,833.09	(0.29)	1,186.42
<u>Less:</u>				
(a) Interest Income	44.31		10.18	
(b) Unrealised exchange gain / (Loss)	(8.14)		(11.38)	
(c) Dividend from Subsidiary	-		255.00	
(d) Gain on sale of Property Plant and Equipment	2.09		3.53	
		(38.27)		(257.33)
Operating Profit before working capital changes		2,013.13		(236.76)
<u>Adjustment for Increase / (Decrease) in operating Liabilities</u>				
(a) Trade payables	78.44		863.16	
(b) Short-term provisions	4.02		2.75	
(c) Non-current tax assets	92.73		125.17	
(d) Long-Term Provisions	28.70		23.19	
(e) Other current liabilities	142.42		(208.61)	
(f) Lease liabilities	0.70		0.67	
(g) Other Financial liabilities	(101.98)		49.99	
<u>Adjustment for (Increase) / Decrease in operating Assets</u>				
(a) Inventories	(343.65)		110.49	
(b) Trade receivables	694.64		(2,794.08)	
(c) Other current assets	534.50		539.30	
(d) Other current financial assets	104.91		(129.45)	
(e) Other financial assets	(5.98)		(5.00)	
(f) Movement in term deposit held as a margin (net)	150.53		385.50	
(g) Other non-current assets	45.34	1,425.31	(45.82)	(1,082.74)
Cash generated from Operations		3,438.44		(1,319.50)
<u>Less:</u> Income tax payments / (Refunds)	(69.46)	(69.46)	(88.20)	(88.20)
Net Cash generated from / (used in) Operating Activities		3,368.98		(1,407.70)



KINECO LIMITED
PLOT No. 41
PILERNE INDUSTRIAL ESTATE

KINECO LIMITED

41 - PILERNE INDUSTRIAL ESTATE, PILERNE, BARDEZ - GOA - 403 511

Standalone Cash Flow Statement for the period ended 31st March 2024

Particulars	Period ended March 31, 2024		Period ended March 31, 2023	
	Rupees in lakhs	Rupees in lakhs	Rupees in lakhs	Rupees in lakhs
Cash Flows from Investing Activities				
(a) Purchase of Property, Plant & Equipment & Intangible Assets	(638.63)		(992.46)	
(b) Interest received	44.31		10.18	
(c) Loan to Kineco Exel Composites India Pvt Ltd	(120.00)		-	
(d) Sale proceeds of Property, Plant and Equipment	3.22		16.48	
		(711.10)		(965.80)
Cash Flows from Financing Activities				
(a) Repayment of Long Term Borrowing	(1,672.22)		(94.58)	
(b) Short Term Borrowing	(353.41)		3,232.73	
(c) Dividend from subsidiary	-		255.00	
(d) Finance costs	(1,045.16)	(3,070.79)	(1,009.42)	2,383.73
Net Increase / (Decrease) in cash and cash equivalents		(412.91)		10.23
Effect of exchange differences on restatement of foreign currency				(11.38)
Cash and cash equivalents		(8.14)		
Add: Opening balance of cash and equivalents at the beginning of the year		421.56		422.71
Closing balance of cash & cash equivalents		0.52		421.56
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents (Refer Note 13)		0.52		421.56

See accompanying notes to the financial results

1 to 52

As per our report of even date attached
For M/S ASHISH V. PRABHU VERLEKAR & CO
 Chartered Accountants
 Firm Membership no.117774W



CA. Ashish V. Prabhu Verlekar
 Proprietor
 Membership No. 103874

Place: Panaji - Goa

Date: 08 JUN 2024



For and on behalf of the Board
 Kineco Limited.,



Shekhar Sardesai
 Executive Vice Chairman &
 Managing Director
 DIN No. 00016446



Vivekanand Pauskar
 Chief Financial Officer

Place: Pilerne - Goa

Date: 28 MAY 2024



Prashant Naik
 Director
 DIN No. 01866113



Manisha Naik Shirgaonkar
 Company Secretary
 M. No. A34734



Kineco Limited

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

A Equity Share Capital

Particulars	Rupees in lakhs
Balance as at April 1, 2022	626.42
Changes in equity share capital during the year	-
Balance as at March 31, 2023	626.42
Changes in equity share capital during the year	-
Balance as at March 31, 2024	626.42

B Other Equity

Particulars	Reserves and surplus			Other Comprehensive Income		Total
	Securities Premium	Capital Reserves	Retained earnings	Remeasurement of defined benefit obligations	Equity instruments through other comprehensive income	
Balance as at April 1, 2022	2,479.88	10.07	(717.10)	3.69	0.47	1,777.01
Add/ (Less)						
Profit/ (loss) for the year	-	-	(1,150.12)	-	-	(1,150.12)
Other comprehensive income for the year	-	-	-	(16.02)	0.29	(15.73)
Total Comprehensive Income for the year	-	-	(1,150.12)	(16.02)	0.29	(1,165.85)
As at March 31, 2023	2,479.88	10.07	(1,867.22)	(12.33)	0.76	611.16
Add/ (Less)						
Profit/ (loss) for the year	-	-	225.51	-	-	225.51
Other comprehensive income for the year	-	-	-	(7.67)	0.48	(7.20)
Total Comprehensive Income for the year	-	-	225.51	(7.67)	0.48	218.31
As at March 31, 2024	2,479.88	10.07	(1,641.71)	(20.00)	1.24	829.47

See accompanying notes to the financial statements

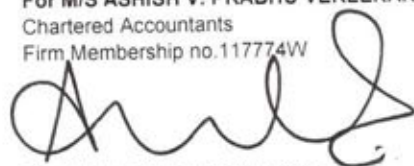
1 to 52

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO

Chartered Accountants

Firm Membership no.117774W



CA. Ashish V. Prabhu Verlekar

Proprietor

Membership No. 103874

For and on behalf of the Board of Directors

Kineco Limited



Shekhar Sardesai

Executive Vice Chairman

& Managing Director

DIN No. 00016446



Vivekananad Pauskar

Chief Financial Officer



Prashant Naik

Director

DIN No. 01866113



Manisha Naik Shirgaonkar

Company Secretary

M. No. A34734

Place : Panaji, Goa

Date :

Place : Pilerne, Goa

Date : 28 MAY 2024



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

1 Company information

Kineco Limited (the "Company") is a public limited company incorporated on October 10, 1994 under the name and style "Mass Kinematics Private Ltd." a private limited company. On 10th January, 2001 the name of the company was changed from Mass Kinematics Private Limited to Kineco Private Limited and thereafter it has converted from Private Limited Company to a Public Company on 23rd March, 2016. Kineco Limited having its registered office and works at plot no.41 – Pilerne Industrial Estate, Pilerne, Bardez – Goa 403511 is a multi-dimensional composite producer having state-of-the-art manufacturing facilities (ISO9001:2008 & AS9100 certified) at Goa, India. Kineco Limited offers a wide spectrum of composites for Aerospace, Defence, Railways, Automotive, Motorsport, Telecommunication & Chemical Industries. Kineco has a wide range of process capabilities which include vacuum bagging/prepreg autoclave moulding, multi axis CNC filament winding, resin transfer moulding, resin infusion, pultrusion and conventional hand lay-up. In the year 2010, Kineco had formed technology partnerships, Joint Ventures and strategic alliances with major global players viz. Alti, Spain for rail car interiors/exterior and toilet modules/systems. In the year 2012, Kineco formed joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites India Private Limited", and is currently holding 51% stake in the Joint Venture Company to which the existing advance composite division "aerospace business" was transferred. In 2015 Indo National Limited, a listed company through its subsidiary company Helios Strategic Systems Limited acquired 51% controlling stake in

In 2015, the company entered into shareholders agreement with the promoter, Mr. Shekhar Sardesai and Helios Strategic Systems (I) Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company.

On 14 October 2021 Kineco signed an agreement to establish a Joint Venture to develop the Indian pultrusion market together with Exel Composites Oyj, a Nasdaq Helsinki listed, globally recognized composites company. This Joint Venture will enable the Company to grow its Pultrusion Business, by leveraging global Pultrusion technology and market knowhow offered by Exel Composites Oyj, while making use of Kineco's existing local know-how and resources in the Indian market.

These financial statements are approved for issue by the Board of Directors on May 25, 2024.

2 Significant accounting policies

a Statement of compliance

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

b Basis of preparation

The financial statements of the Company have been prepared on a going concern basis under historical cost convention and on an accrual method except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value as required by the relevant Ind AS. Accounting policies have been consistently applied, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

c Functional and Presentation Currency

The financial statements are prepared in Indian Rupees, which is the Company's presentation and the functional currency. All financial information presented in Indian Rupees has been rounded off to the nearest lakhs with two decimals, unless otherwise stated.

d Operating Cycle

All assets and liabilities have been classified as current and non-current having regard to the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013 and Ind AS-1, "Presentation of Financial Statements".

e Use of estimates and judgements

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of financial statements and the reported amounts of income and expenses for the years presented. Actual results could differ from these estimates under different assumptions and conditions. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amount of assets and liabilities within the next financial year are:

i) Useful lives of property, plant and equipment and intangible assets:

The Company reviews the useful lives of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation or amortisation expense in future periods.

ii) Valuation of deferred tax assets:

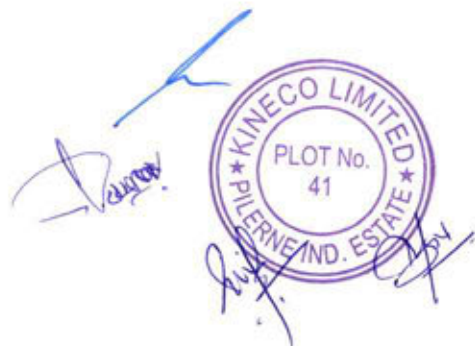
The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2 (n) below.

iii) Actuarial Valuation:

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the notes to the financial statements.

iv) Provisions and Contingent Liabilities:

The policy for the same has been explained under Note 2 (l) below.



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

f Property, plant and equipment

Property, plant and equipment are carried at acquisition cost (net of refundable taxes - primarily input credit relating to Central Excise, State VAT and Goods and Service Tax) less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment include purchase price, expenses incidental to making the assets ready for its intended use, attributable borrowing costs and net of any trade discounts and rebates. Subsequent expenditure on property, plant and equipment, after its purchase / completion, is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately.

Depreciation on property, plant and equipment is provided on a pro-rata basis using the straight line method as per the useful lives prescribed in Schedule II to the Companies Act, 2013.

All items of property, plant and equipment costing less than Rs. 5,000 each are fully depreciated in the year of acquisition.

Capital work in progress

Projects under which assets are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

g Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Computer software licenses are amortised over their estimated useful life on a straight line basis.

h Impairment of property, plant and equipment and intangible assets

The carrying value of property, plant and equipment and intangible assets is reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss.

i Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee:

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date.

The cost of the right-of-use asset measured at inception comprises of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

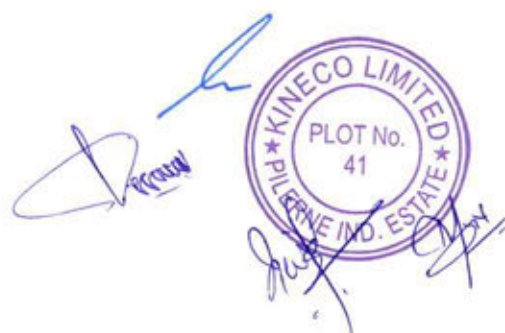
The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, adopts either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

j Inventories

Inventories are valued at the lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale including octroi and other levies, transit insurance and receiving charges. Finished goods and work in progress include apportionment of overheads. Net realisable value is the estimated selling price less estimated costs for completion and sale.



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

k Statement of cash flows

Statement of cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash and cash equivalents

Cash and bank balances, which have original maturities up to three months, are included in the Company's cash balances in the Statement of cash flows. The Company did not have any cash equivalents as at March 31, 2024 and March 31, 2023.

l Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

Provisions for the expected cost of warranty obligations under the terms of contract with the customers are recognised at the managements best estimate of the expenditure required to settle the warranty obligation.

A contingent liability is disclosed in case of present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation and a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are disclosed when an inflow of economic benefits is probable.

m Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a product or service to a customer. Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods and services to its customers.

The Company recognises unearned revenue (i.e. contract liabilities) for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the Balance Sheet. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises as unbilled revenue (i.e. contract assets) in its Balance Sheet, depending on whether something other than the passage of time is required before the consideration is due.

The Company presents revenues net of indirect taxes in its Statement of Profit and loss.

n Taxes on income

Tax expenses for the year, comprising of current tax and deferred tax, are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing tax laws and includes any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

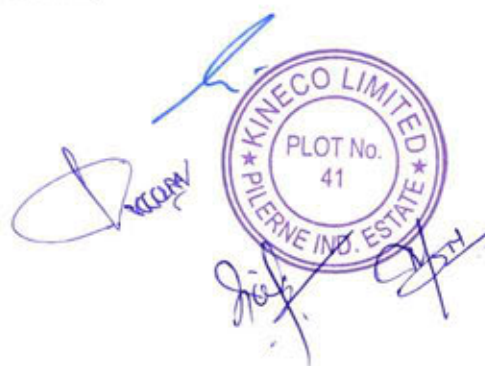
Deferred tax is provided / recognised using the balance sheet method, on all deductible temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credit and unused tax losses. Deferred tax assets and liabilities are measured using tax rates that are substantively enacted at the balance sheet date. At each balance sheet date the Company evaluates the carrying amount of deferred tax assets and reduces the value of such deferred tax assets to the extent it is no longer probable that sufficient taxable profit will be available to allow all or a part of deferred tax asset to be utilised/ recovered.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing tax laws and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

o Foreign currency transactions and translations

Transactions in currencies other than the functional currency are translated into functional currency at the exchange rates prevailing on the date of the transaction or at rates that closely approximates the rate at the date of the transaction. Monetary items denominated in other currencies outstanding at the reporting date are translated into functional currency at the year end rates. Non-monetary items denominated in other currencies and that are measured in terms of historical cost are translated at the exchange rates prevailing on the dates on which such values are determined. Exchange differences arising on restatement or settlement of foreign currency transactions is charged to the Statement of Profit and Loss.



A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text "KINECO LIMITED" at the top, "PLOT No. 41" in the center, and "PILERNE IND. ESTATE" at the bottom.

Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

p Borrowings and borrowing costs

The Company borrows funds in Indian Rupees. These borrowings carry a fixed rate or floating rate of interest. The liabilities are initially measured at the amount borrowed and subsequently stated at the outstanding amounts. Interest accrued but not due which is in the nature of current liability is classified as part of 'Other current financial liabilities'. Amount outstanding in respect of foreign currency borrowings are stated at the exchange rate at the Balance Sheet date.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs include interest expense as per Effective Interest Rate (EIR). The borrowing costs in respect of foreign currency borrowings are adjusted for exchange differences, to the extent they are regarded as an adjustment to the interest cost.

q Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to equity shareholders by the weighted average number of equity shares in issue during the year.

The weighted average number of ordinary shares in issue during the year are adjusted for events that have changed the number of ordinary shares in issue without a corresponding change in recoveries.

r Employee benefits

i) Short term

Short term employee benefits include salaries, allowances and performance incentives. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognised as an expense in the Statement of Profit and Loss during the year when the employees render the service to the Company.

ii) Long term

The Company has defined contribution and defined benefit plans. The plans are financed by the Company and in the case of some defined contribution plans by the Company along with its employees.

Defined contribution plans

The Company's contribution to provident fund and family pension fund made to regulatory authorities and where the Company has no further obligation are considered as defined contribution plans and are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

Defined benefit plans

Expenses for defined-benefit gratuity plans are calculated as at the balance sheet date by independent actuaries (using the projected unit credit method) in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the average balance working period of employees. Actuarial gains/losses are recognised, in full in the other comprehensive income in the year in which they arise.

Other employee benefits

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on availment of encashment of such accrued benefit or where the availment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.

s Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at Fair Value through Profit or Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at Fair Value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

i) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company has elected to present subsequent changes in fair value in other comprehensive income in case of investments based on its business model.



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on remeasurement are recognised in the Statement of Profit or Loss.

Investment in subsidiaries, associates & joint ventures

Investment in subsidiaries, associates & joint ventures is carried at cost in the separate financial statements.

Impairment of financial assets

The Company recognises loss allowance using the Expected Credit Loss (ECL) model for the financial assets which are not valued through profit or loss. Loss allowance for all financial assets is measured at an amount equal to 12 months expected credit losses or lifetime Expected Credit Loss. The Company had used practical expedient by computing expected credit loss allowance for trade receivable by taking into consideration historical credit loss experience and adjusted for forward looking information. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Statement of Profit and Loss.

Derecognition of financial assets

The Company derecognises an financial asset when (i) the contractual rights to receive cash flows from the asset expire, or (ii) the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Company has transferred substantially all the risks and rewards of ownership of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. On derecognition of the financial asset in its entirety, the difference between the assets carrying amount measured at the date of derecognition and the consideration received is recognised in the Statement of Profit and Loss.

ii) Financial liabilities and equity instruments

Classification as debt or equity

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

Equity instruments

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

Financial Liabilities

All financial liabilities that are not held-for-trading and are not designated as at FVTPL are subsequently measured at amortised cost using the effective interest method. The interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender or debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is current enforceable legal right to offset the recognised amounts and it is intended to either settle on a net basis or to realise the assets and settle the liabilities simultaneously.

iii) Derivative financial instruments

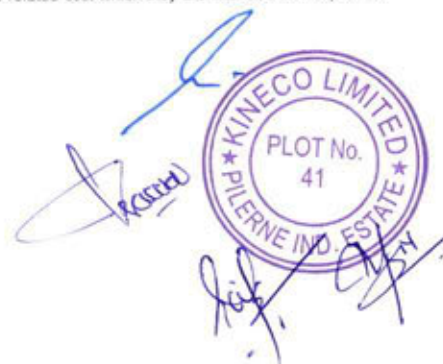
The Company enters into derivative financial instruments in the nature of forward exchange contracts to manage its exposure to foreign exchange rate risks on unexecuted firm commitments and highly probable forecast transactions. Such derivative financial instruments are marked to market and gain/ loss on such contracts is recognised in the Statement of Profit and Loss at the end of each reporting period. The derivatives are carried as financial assets when the fair value is positive and financial liabilities when the fair value is negative.

t Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and the Company will comply with the conditions attached to them.

Where the grant relates to an asset the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in the Statement of Profit and Loss over the period and in proportion in which depreciation is charged.

Revenue grants are recognised in the Statement of Profit and Loss in the same period as the related cost which they are intended to compensate are accounted for.



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

3 Property, plant and equipment and capital work-in-progress

Carrying amounts of:

Buildings
Plant and equipment
Electrical Fittings
Furniture and fixture
Vehicles
Office equipment
Computers
Laboratory Equipment
Composites, Tooling, Patterns & Dies

As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
1,706.78	1,728.07
484.25	498.32
54.66	57.67
64.83	69.03
30.77	10.96
24.24	25.47
37.22	54.07
2.97	4.02
761.25	790.35
3,166.96	3,237.95
-	258.31
3,166.96	3,496.25

Capital work-in-progress*

Particulars	Buildings	Plant and equipment	Electrical Fittings	Furniture and fixture	Vehicles	Office equipment	Computers	Laboratory Equipment	Composites Tooling, Patterns & Dies	Total
Gross carrying amount										
As at March 31, 2022	2,056.61	1,208.22	120.52	110.57	82.69	119.91	152.69	9.27	1,477.20	5,337.68
Additions	86.17	52.69	6.72	17.26	-	10.66	32.57	1.51	641.89	849.46
Disposal	-	-	-	-	28.32	-	-	-	-	28.32
As at March 31, 2023	2,142.78	1,260.91	127.24	127.82	64.37	130.58	185.26	10.78	2,119.09	6,158.82
Additions	46.01	39.97	6.43	6.95	25.83	9.64	6.45	-	306.34	447.61
Disposal	-	-	-	-	22.65	-	-	-	-	22.65
As at March 31, 2024	2,188.78	1,300.89	133.67	134.77	57.54	140.21	191.71	10.78	2,425.43	6,583.78
Accumulated depreciation										
As at March 31, 2022	350.29	710.91	60.81	48.80	48.31	92.65	110.43	6.91	1,120.72	2,548.84
Depreciation expenses	64.42	51.68	8.76	9.99	10.47	12.46	20.76	0.85	208.02	387.41
Elimination on disposal	-	-	-	-	15.37	-	-	-	-	15.37
As at March 31, 2023	414.71	762.60	69.57	58.79	43.41	105.11	131.19	6.76	1,328.74	2,920.88
Depreciation expenses	67.30	54.04	9.43	11.15	4.89	10.87	23.31	1.05	335.43	517.47
Elimination on disposal	-	-	-	-	21.52	-	-	-	-	21.52
As at March 31, 2024	482.01	816.63	79.00	69.94	26.77	115.98	154.49	7.82	1,664.18	3,416.83
Net carrying amount										
As at March 31, 2022	1,706.33	497.32	59.71	61.75	34.37	27.26	42.25	3.35	356.48	2,788.85
As at March 31, 2023	1,728.07	498.32	57.67	69.03	10.96	25.47	54.07	4.02	790.35	3,237.95
As at March 31, 2024	1,706.78	484.25	54.66	64.83	30.77	24.24	37.22	2.97	761.25	3,166.95

* Capital Work-in-progress ageing schedule

Particulars	As at March 31, 2024 Rupees in Lakhs		As at March 31, 2023 Rupees in Lakhs	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	-	-	258.31	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	-	-	258.31	-

A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text "KINECO LIMITED" at the top, "PLOT No. 41" in the center, and "PILERNE IND. ESTATE" at the bottom.

Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

4 Other intangible assets

	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
Carrying amounts of:		
Filament Winding Project	-	0.99
Sky Bus Coaches Project	12.43	21.75
Optical Telescopic Structures	101.02	115.46
Sonar Dome for R&DEE and BEL for Ships	0.00	0.00
TOT for R&DEE	81.17	97.40
Single & Double Leaf Door	121.26	-
Computer Software	18.35	10.31
	<u>334.23</u>	<u>245.92</u>

Intangible assets under development	289.22	-
	<u>623.46</u>	<u>245.92</u>

Particulars	Filament Winding Project	Sky Bus Coaches Project	Optical Telescopic Structures	Sonar Dome for R&DEE and BEL for Ships	TOT for R&DEE	Single & Double Leaf Door	Computer Software	Rupees in lakhs Total
Gross carrying amount								
As at March 31, 2022	59.10	186.47	288.67	99.46	161.10	-	97.01	891.81
Additions	-	-	-	-	-	-	3.90	3.90
Disposal	-	-	-	-	-	-	-	-
As at March 31, 2023	59.10	186.47	288.67	99.46	161.10	-	100.91	895.71
Additions	-	-	-	-	-	121.26	13.97	135.23
Disposal	-	-	-	-	-	-	-	-
As at March 31, 2024	59.10	186.47	288.67	99.46	161.10	121.26	114.89	1,030.94
Accumulated depreciation								
As at March 31, 2022	55.15	155.39	158.78	89.51	47.47	-	76.60	582.90
Depreciation expenses	2.95	9.32	14.44	9.95	16.23	-	14.00	66.89
Elimination on disposal	-	-	-	-	-	-	-	-
As at March 31, 2023	58.10	164.71	173.21	99.46	63.70	-	90.60	649.79
Depreciation expenses	0.99	9.32	14.44	-	16.23	-	5.94	46.92
Elimination on disposal	-	-	-	-	-	-	-	-
As at March 31, 2024	59.10	174.04	187.65	99.46	79.93	-	96.54	696.72
Net carrying amount								
As at March 31, 2022	3.95	31.08	129.90	9.95	113.63	-	20.41	308.91
As at March 31, 2023	0.99	21.75	115.46	0.00	97.40	-	10.31	245.92
As at March 31, 2024	-	12.43	101.02	0.00	81.17	121.26	18.35	334.23

* Intangible assets under development ageing schedule

Particulars	As at March 31, 2024 Rupees in Lakhs		As at March 31, 2023 Rupees in Lakhs	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	289.22	-	-	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	<u>289.22</u>	<u>-</u>	<u>-</u>	<u>-</u>



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
5 Right-of-use assets		
Right-of-use assets - Land (Refer Note No. 40)	112.62	120.34
Total	112.62	120.34
6 Non Current Investment		
a. Quoted - Investment carried at fair value through other comprehensive income		
Equity Instruments		
500 Equity Shares of Bank of Baroda of Rs. 2/- fully paid up (as at 31 March 2023, 500 Equity shares of Rs.2/- each)	1.32	0.84
b. Unquoted -Investment carried at cost		
i) Investments in Equity Instruments of Subsidiaries		
16,21,787 Equity Shares of Rs.10/- fully paid up of Kineco Alte Train Technologies Private Limited (as at 31 March 2023, 16,21,787 Equity shares of Rs. 10/- each)	162.18	162.18
58,73,350 Equity Shares of Rs.10/- fully paid up of Kineco Kaman Composites - India Private Limited (as at 31 March 2023, 58,73,350 Equity shares of Rs. 10/- each)	587.34	587.34
ii) Investments in Equity Instruments of Associate Company		
82,870 Equity Shares of Rs.100/- fully paid up of Kineco Exel Composites India Private Limited (as at 31 March 2023, 82,870 Equity shares of Rs. 100/- each)	82.87	82.87
Total	833.70	833.23
7 Other financial assets		
Security deposits	18.70	12.72
Total	18.70	12.72
8 Non-current tax assets (net)		
Income tax payments less liabilities	47.72	70.99
Total	47.72	70.99
9 Deferred tax assets (Net)		
Deferred tax liabilities:		
Depreciation allowance	250.51	240.05
	250.51	240.05
Deferred tax assets:		
Provision for employee benefits	67.82	55.56
Amount inadmissible u/s 40(a)(ia)	-	-
Unabsorbed depreciation and business losses	249.72	445.74
	317.54	501.30
Net deferred tax asset / (liability)	67.03	261.25



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
10 Other non-current assets (Unsecured, considered good, unless otherwise stated)		
Capital advances	10.77	0.37
Prepaid expenses	9.20	54.54
Total	19.98	54.91
11 Inventories (At the lower of cost and net realisable value)		
Raw materials (Including Goods-in-transit of Rs 146.39 lakhs (as at March 31, 2023 Rs 69.32 lakhs)	1,375.50	1,138.60
Work in progress	559.50	445.59
Consumables, stores and spares (Including Goods-in-transit of Rs 2.95 lakhs (as at March 31, 2023 Rs 1.81 lakhs)	106.52	113.68
Total	2,041.52	1,697.87



KINECO LIMITED
PLOT No. 41
PILERNE INDUSTRIAL ESTATE

Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
13 Cash and cash equivalents		
Cash on hand	0.42	0.18
Balances with banks In current accounts	0.10	421.38
Total	0.52	421.56
14 Other bank balances		
Margin money deposit (represents amounts pledged with banks as security for guarantees issued and letters of credit)	18.72	169.25
Total	18.72	169.25
15 Other current financial assets		
(Unsecured considered good unless otherwise stated)		
Interest accrued	1.40	1.69
Earnest Money Deposits	180.51	285.13
Total	181.91	286.82
16 Other current assets		
(Unsecured considered good unless otherwise stated)		
Advances to employees	2.52	2.93
Prepaid expenses	67.57	98.45
Advances to Suppliers	353.49	92.69
Advance to Kineco Exel	120.00	-
<u>Amounts with government authorities</u>		
GST Recoverable (Input Tax Credit)	411.97	1,200.77
GST Recoverable on Export	12.89	12.89
GST TDS Recoverable	41.61	12.25
Others	8.80	13.38
Total	1,018.86	1,433.36

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Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in Lakhs	As at March 31, 2023 Rupees in Lakhs
12 Trade receivables		
Trade receivables - unsecured		
(i) Considered good	7,477.46	8,194.17
(ii) Significant increase in credit risk	50.93	28.85
	7,528.39	8,223.02
Less: Allowance for bad and doubtful debts (expected credit loss allowance)*	(50.93)	(28.85)
Total	7,477.46	8,194.17

* Movement in the allowance for bad and doubtful debts (expected credit loss allowance)

Balance at March 31, 2022	26.29
Add: Created during the year	11.07
Less: Released during the year	8.50
Balance at March 31, 2023	28.85
Add: Created during the year	22.07
Less: Released during the year	-
Balance at March 31, 2024	50.93

Trade Receivables Ageing

As at March 31, 2024 (Rs in Lakhs)							
Particulars	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,291.44	1,169.82	25.30	29.98	-	-	7,516.53
(ii) Disputed Trade Receivables – credit impaired	-	-	-	-	-	11.85	11.85
Total	6,291.44	1,169.82	25.30	29.98	-	11.85	7,528.39

As at March 31, 2023 (Rs in Lakhs)							
Particulars	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,625.85	962.08	607.12	-	-	-	8,195.05
(ii) Disputed Trade Receivables – credit impaired	-	-	-	16.11	-	11.85	27.97
Total	6,625.85	962.08	607.12	16.11	-	11.85	8,223.02



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
17 Equity Share capital		
<u>Authorised</u>		
8,000,000 (as at March 31, 2023 8,000,000) equity shares of Rs.10 each	800.00	800.00
12,50,000 (as at March 31, 2023 12,50,000) Cumulative Redeemable Preference Shares of Rs. 100 each	1,250.00	1,250.00
	<u>2,050.00</u>	<u>2,050.00</u>
<u>Issued, subscribed and fully paid up</u>		
6,264,183 (as at March 31, 2023 6,264,183) Equity shares of Rs.10 each	626.42	626.42
Total	<u>626.42</u>	<u>626.42</u>

Footnotes:**a. Reconciliation of equity shares and amounts outstanding:**

Particulars	March 31, 2024		March 31, 2023	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	6,264,183	626.42	6,264,183	626.42
Add: Issued during the year	-	-	-	-
At the end of the year	<u>6,264,183</u>	<u>626.42</u>	<u>6,264,183</u>	<u>626.42</u>

b. Shareholding of Promoters:

Particulars	March 31, 2024			March 31, 2023		
	Number of Shares	% holding	% change	Number of Shares	% holding	% change
Shekhar Sardesai	2,558,605	41%	-	2,558,605	41%	-
Helios Strategic Systems Ltd	3,194,153	51%	-	3,194,153	51%	-

c. Rights, preferences and restrictions attached to equity shares:

The Company has 62,64,183 issued, Subscribed & Paid up equity shares having a par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share held. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after settlement of all preferential amounts. The distribution will be in proportion to equity shares held by the shareholders. The Dividend proposed by Board of Directors is subject to approval of shareholders at the ensuing Annual General Meeting except in case of interim dividend.

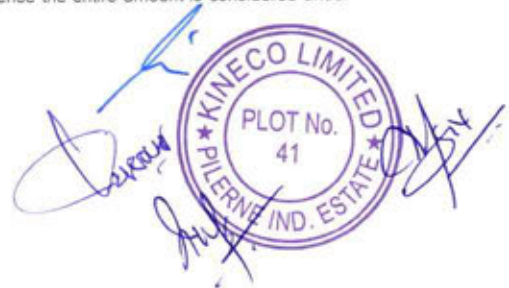
d. Details of shareholders holding more than 5% shares

Particulars	March 31, 2024		March 31, 2023	
	Number of Shares	% holding	Number of Shares	% holding
Shekhar Sardesai	2,558,605	41%	2,558,605	41%
Helios Strategic Systems Ltd	3,194,153	51%	3,194,153	51%

In 2015, the company entered into shareholders agreement with the promoter, Mr. Shekhar Sardesai and Helios Strategic Systems Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company.

e. Preference Shares

The Company had issued 8,00,000 1% Cumulative Optionally Convertible Preference Shares of Rs. 100/- each in financial year 2017 - 2018. The terms of contract require contractual payments in cash at the time of redemption at premium and 1% dividend on cumulative basis. The management is of the view that the equity component of these preference shares is 'NIL' since the returns to be paid on these instruments are equivalent to the prevalent rate on borrowings and hence the entire amount is considered under non current borrowings as liability component.



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

18 Other Equity						Rupees in lakhs
Particulars	Reserves and surplus			Other Comprehensive Income		Total
	Securities Premium	Capital Reserves	Retained earnings	Remeasurement of defined benefit obligations	Equity instruments through other comprehensive income	
Balance as at April 1, 2022	2,479.88	10.07	(717.10)	3.69	0.47	1,777.01
Add/ (Less)						
Profit/ (loss) for the year	-	-	(1,150.12)	-	-	(1,150.12)
Other comprehensive income for the year	-	-	-	(16.02)	0.29	(15.73)
Total Comprehensive Income for the year	-	-	(1,150.12)	(16.02)	0.29	(1,165.85)
As at March 31, 2023	2,479.88	10.07	(1,867.22)	(12.33)	0.76	611.16
Add/ (Less)						
Profit/ (loss) for the year	-	-	225.51	-	-	225.51
Other comprehensive income for the year	-	-	-	(7.67)	0.48	(7.20)
Total Comprehensive Income for the year	-	-	225.51	(7.67)	0.48	218.31
As at March 31, 2024	2,479.88	10.07	(1,641.71)	(20.00)	1.24	829.47



KINECO LIMITED
PLOT No. 41
PILERNE IND. ESTATE

Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
19 Non - current borrowings		
Working Capital Term Loan (Secured) From Banks (see footnote a below)	1,312.96	1,840.31
Liability Component of Preference Shares (see footnotes b, c, d below)	1,001.71	1,336.58
Term Loans from others (unsecured) (see footnotes e below)	490.00	490.00
Loans and advances from related party (Unsecured)		
From Helios (see footnotes e below)	-	735.00
From Mr Shekhar Sardesai (see footnotes e below)	-	75.00
Total	2,804.66	4,476.89

Footnotes:

- a. Working Capital Term Loans from Banks are Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai and Ultimate Holding Company, Indo National Limited.

- b. **Reconciliation of preference shares and amounts outstanding:**

Particulars	March 31, 2024		March 31, 2023	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	800,000	800.00	800,000	800.00
Add: Issued during the year	-	-	-	-
At the end of the year	800,000	800.00	800,000	800.00

- c. **Rights, preferences and restrictions attached to shares:**

The Company had issued 8,00,000 1% Cumulative Optionally Convertible Preference Shares of Rs. 100/- each at par for the financial year 2017 - 2018. The terms of contract require contractual payments in cash at the time of redemption at premium and 1% dividend on cumulative basis. The shares are cumulative, non-participating and optionally convertible with the conversion option being triggered if and upon the Company defaulting on redemption of the shares.

- d. **Details of shareholders holding more than 5% shares**

Particulars	March 31, 2024		March 31, 2023	
	Number of Shares	% holding	Number of Shares	% holding
Helios Strategic Systems Ltd	800,000	100%	800,000	100%

- e. Unsecured loan have been classified under non current borrowing based on renewal terms entered into with the lenders.



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
20 Non Current Lease Liabilities		
Lease liabilities (see note no 40)	46.29	60.63
Total	46.29	60.63
21 Non - Current Provisions		
Provision for employee benefits		
Provision for compensated absences benefits (see note no 41)	127.26	112.94
Gratuity (see note no 41)	60.93	46.56
Total	188.19	159.49
22 Current borrowings		
Loans repayable on demand		
From a bank (Secured)		
Cash credit (See footnote below)	5,829.14	6,562.11
Current maturities of long-term debt		
Term loans from bank (Secured) (See footnote a of note 19)	557.39	343.71
Term Loans from financial institution (Secured) (Pledge of Shareholding and Personal Guarantee of Mr. Shekhar Sardesai)	-	300.00
Loans and advances from related party		
From Helios	535.00	500.00
Liability Component of Preference Shares (see footnotes b, c, d of note 19)	430.88	-
Total	7,352.41	7,705.82

Footnotes:

Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai pledge on shares owned by Shekhar Sardesai (26% of paid up capital) and Ultimate Holding Company, Indo National Limited.

23 Lease Liabilities

Lease liabilities (see note no 40)	23.54	8.51
Total	23.54	8.51



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
25 Other financial liabilities		
Interest accrued but not due on borrowings	22.64	124.62
Payables on purchase of fixed assets	4.17	18.64
Total	26.81	143.26
26 Current Provisions		
Provision for employee benefits Compensated absences	17.71	13.69
Total	17.71	13.69
27 Other current liabilities		
Contract liabilities - Advances from customers (Of the opening contract liability an amount of Rs. 1.71 lakhs has been recognised as Revenue in the current year, Rs. 211.34 lakhs previous year)	143.76	1.71
Statutory remittances (Contributions to PF, ESIC and LWF, withholding taxes, GST etc.)	40.01	39.64
Total	183.77	41.35



KINECO LIMITED
PLOT No. 41
PILERNE IND. ESTATE

Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
24 Trade payables		
Total outstanding dues of micro enterprises and small enterprises	1.67	1.61
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,528.20	3,449.82
Total	3,529.87	3,451.43

A Trade Payables Ageing

Particulars	As at March 31, 2023 Rupees in lakhs					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro and Small	1.67	-	-	-	-	1.67
(ii) Others	2,844.10	684.11	-	-	-	3,528.20
Particulars	Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Micro and Small	1.61	-	-	-	-	1.61
(ii) Others	2,443.25	1,006.58	-	-	-	3,449.82

- B** The details relating to Micro and Small Enterprises in terms of the Micro, Small and Medium Enterprises Development Act, 2006 are as follows and have been made on the basis of confirmations received from suppliers regarding their status under the said act:

Particulars	As at March 31, 2024 Rupees in lakhs	As at March 31, 2023 Rupees in lakhs
Outstanding principal Amount and Interest as on March 31, 2024		
- Principal amount	1.67	1.61
- Interest due thereon	-	-
Amount of interest paid along with the amounts of payment made beyond the appointed day	-	-
Amount of interest due and payable (where the principal has already been paid but interest has not been paid)	-	0.13
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	0.13
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	-	-

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Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	Year ended March 31, 2024 Rupees in lakhs	Year ended March 31, 2023 Rupees in lakhs
28 Revenue from operations		
<u>Sale</u>	12,464.51	11,992.20
<u>Other operating income</u>		
Scrap sale	19.63	22.32
Total	12,484.14	12,014.52

The Company's current contract with customers for sale of Composite structures can be classified as (i) Manufacture and sale of parts as such and (ii) Sale of services.

- i) **Manufacture and sale of parts:** Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. In this case, the customer representative normally inspects and approves the part for despatch. This part is a specific part manufactured as per the design provided by the customer, such acceptance is considered to be indicative of the customer having obtained the ability to direct the use of and obtain substantially all of the remaining benefits from the part. The contract with the customers provides the part to be delivered to its specified location and hence the revenue is recognised once the parts are placed with the carrier at the origin destination.

Payments for these parts are received in accordance with the contract with the customer, which includes certain advance amount in some cases and balance payments on delivery of the parts as per the agreed credit terms. As the advance gets adjusted within the normal operating cycle of 12 months, the advance received is not considered to be towards a significant financing arrangement requiring adjustment to the transaction price.

- ii) **Sale of services:** Each installation and commissioning contract is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The customer representative normally inspects and approves the installed components and provides the installation completion certificate. On approval the revenue is recognised.

Payments for these services are received in accordance with the terms agreed in the contract with the customer.

<u>Sale</u>		
Manufacture and sale of parts as such	11,829.23	11,751.15
Sales of Services	635.28	241.04
	12,464.51	11,992.20
<u>Geographical markets</u>		
Export	772.88	371.14
Domestic market	11,691.63	11,621.06
	12,464.51	11,992.20

29 Other income

Interest Income

Margin Deposit & Fixed Deposit with Banks	6.91	6.65
Interest on Income Tax Refund	2.78	3.54
Interest Others	37.40	-
Interest on Loan to Related Party	10.61	-
	39.06	-
Custom incentives	-	255.00
Dividend	0.21	11.47
Sundry balances written back (net)	100.58	-
Vivad Se Vishwas Late Delivery Charges Recovered	-	0.04
Miscellaneous Income	2.09	3.53
Profit on sale of assets	62.48	62.48
Rent from sub-lease of plot no 61		
Total	262.12	342.71



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	Year ended March 31, 2024 Rupees in lakhs	Year ended March 31, 2023 Rupees in lakhs
30 Cost of materials consumed		
Stock at Commencement	1,252.28	1,324.48
Add: Purchases, Stores & Spares	6,663.32	7,736.08
Add: Goods in transit	149.34	71.14
Add: Freight Inward, Custom Duty & Clearance Charges	77.36	75.60
	<u>8,142.30</u>	<u>9,207.30</u>
Less: Stock at close	1,482.02	1,252.28
Total	<u>6,660.27</u>	<u>7,955.02</u>
31 Changes in inventories of finished goods work-in-progress and stock-in-trade		
Inventories at the end of the year	559.50	445.59
Work in Process	-	-
Finished Goods	<u>559.50</u>	<u>445.59</u>
Inventories at the beginning of the year	445.59	483.88
Work in Process	-	-
Finished Goods	<u>445.59</u>	<u>483.88</u>
Net (increase)/ decrease	<u>(113.91)</u>	<u>38.29</u>
32 Employee benefits expense		
Wages	780.71	678.00
Salaries	860.93	905.44
Remuneration to Directors	34.50	34.50
Contribution to PF, ESIC & Other Funds	105.18	105.22
Gratuity (see note no. 41)	28.45	24.56
Workmen Welfare Expenses	59.22	62.89
Total	<u>1,868.98</u>	<u>1,810.61</u>
33 Finance costs		
Interest on borrowings from banks	681.86	655.48
Interest on borrowings from related parties and others	91.14	122.04
Interest on others	130.98	89.98
Interest on Lease Liability	0.88	0.81
Other borrowings costs (processing fees, guarantee commission and LC processing fees)	44.30	45.11
Amortisation of premium on redemption of Preference Shares	96.00	96.00
Total	<u>1,045.16</u>	<u>1,009.42</u>



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2024

Particulars	Year ended March 31, 2024 Rupees in lakhs	Year ended March 31, 2023 Rupees in lakhs
34 Other expenses		
Outsourced Services	705.13	725.85
Consumption of Packing Material	31.30	76.81
Fuel, power and water	117.76	116.82
Repair & Maintenance:		
- Plant & Machinery	31.02	34.12
- Building	17.23	7.94
- Others	30.75	30.10
Insurance Charges	36.37	31.09
Rates & Taxes	15.12	25.24
Communication Charges	35.24	33.74
Travelling & Conveyance	131.57	131.79
Printing and stationery	11.17	14.60
Advertisement and business promotion Expenses	132.21	121.38
Inspection & Testing Charges	38.77	22.70
Rent	19.84	12.80
Professional Fees	213.19	130.08
Provision for Doubtful Debts	22.07	11.07
Auditor's Remuneration:		
- For Audit Matters	5.50	5.50
- For Taxation Matters	1.50	1.50
Internal Audit & Other Matters	12.94	10.07
Amortisation of right of use of leased assets (Refer Note 40)	7.72	7.72
Security Expenses	80.82	69.54
Design and Engineering Expenses	1.59	1.64
Sundry Debt Balances written off	0.02	0.62
Late Delivery Claims	167.69	473.03
Donation	4.95	1.20
Royalty	7.69	10.30
Scrap Disposal	11.77	17.02
Sales & Agents Commission	136.38	76.76
Freight Charges Outward	243.41	300.24
Miscellaneous Expenses	22.78	22.86
Loss on Foreign Currency Transactions	8.14	11.38
TOTAL	2,301.64	2,535.51
35 Tax expense		
a Income tax recognised in Statement of Profit and Loss		
Deferred tax	194.23	(295.80)
Total	194.23	(295.80)
b The reconciliation of estimated income tax expense at Indian Statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:		
Profit before tax	419.74	(1,445.92)
Indian statutory income tax rate	25.17%	25.17%
Income tax expense	105.64	(363.91)
Effect of expenses that are not deductible in determining taxable profit	27.27	27.55
Effect of expenses that were disallowed in the previous years, deductible in determining taxable profit	(15.01)	(13.97)
Effect of set off of brought forward losses against taxable profit and temporary difference relating to depreciation allowance including the sale of plant and machinery for which deferred tax liabilities have been recognised	75.07	54.23
Taxes of prior years	-	-
Permanent difference on expenses disallowed	1.25	0.30
Income tax expense recognised in Statement of Profit and Loss	194.23	(295.80)
c Income tax recognised in Other Comprehensive Income		
Deferred tax		
Arising on income and expenses recognised in other comprehensive income		
Remeasurement of defined obligations and equity instruments	1.81	3.96
Impact of Set-off of brought forward losses	(1.81)	(3.96)
Total income tax recognised in other comprehensive income	-	-
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will not be reclassified to profit or loss	1.81	3.96
Impact of Set-off of brought forward losses	(1.81)	(3.96)
Total	-	-



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

36 Financial instruments

i. Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 2(s).

ii. Financial assets and liabilities

The accounting classification of each category of financial instruments, and their carrying amounts and fair values, are set out below:

Financial Assets	Rupees in lakhs				
	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
As at 31st March 2023					
Non-Current Investments*	-	0.56	-	0.56	0.56
Trade receivables	-	-	8,194.17	8,194.17	8,194.17
Cash and cash equivalents	-	-	421.56	421.56	421.56
Other bank balances	-	-	169.25	169.25	169.25
Other current financial assets	-	-	286.82	286.82	286.82
Total	-	0.56	9,071.80	9,072.35	9,072.35
As at 31st March 2024					
Non-Current Investments*	-	1.32	-	1.32	1.32
Trade receivables	-	-	7,477.46	7,477.46	7,477.46
Cash and cash equivalents	-	-	0.52	0.52	0.52
Other bank balances	-	-	18.72	18.72	18.72
Other current financial assets	-	-	181.91	181.91	181.91
Total	-	1.32	7,678.60	7,679.92	7,679.92

* other than equity instruments of subsidiaries which are measured at cost

Financial Liabilities	Rupees in lakhs				
	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
As at 31st March 2023					
Non-current borrowings	-	-	4,476.89	4,476.89	4,476.89
Current borrowings	-	-	7,705.82	7,705.82	7,705.82
Non Current Lease Liabilities	-	-	60.63	60.63	60.63
Trade payables	-	-	3,451.43	3,451.43	3,451.43
Lease Liabilities	-	-	8.51	8.51	8.51
Other current financial liabilities	-	-	143.26	143.26	143.26
Total	-	-	15,846.53	15,846.53	15,846.53
As at 31st March 2024					
Non-current borrowings	-	-	2,804.66	2,804.66	2,804.66
Current borrowings	-	-	7,352.41	7,352.41	7,352.41
Non Current Lease Liabilities	-	-	46.29	46.29	46.29
Trade payables	-	-	3,529.87	3,529.87	3,529.87
Lease Liabilities	-	-	23.54	23.54	23.54
Other current financial liabilities	-	-	26.81	26.81	26.81
Total	-	-	13,783.58	13,783.58	13,783.58

iii. Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

	Rupees in lakhs	
	As at March 31, 2024	As at March 31, 2023
Financial assets - at fair value through other comprehensive income:		
Non-Current Investments (other than equity instruments of subsidiaries)	1.32	0.56
Total	1.32	0.56

A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text "KINECO LIMITED" at the top, "PLOT No. 41" in the center, and "PILERNE IND. ESTATE" at the bottom.

Kinenco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2024

a) Risk management

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. These risks include market risk, credit risk and liquidity risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risk and adherence to limits. The risk management process is regularly reviewed by the Company's board of directors.

b) Treasury management

The Company's treasury function provides services to the business, co-ordinates access to financial markets, monitors and manages the financial risks relating to the operations of the Company through internal reports which analyses exposures by degree and magnitude of risks. These risks include market risk (currency risk and interest rate risk), credit risk, liquidity risk and cash flow interest rate risk.

c) Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rate and interest rates.

(i) Foreign exchange risk

The Company's business activities include import of raw materials and exports which are linked to international price in dollar terms. As a result the Company is exposed to exchange rate fluctuation on its imports and exports.

d) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company's customers include government bodies/ public sector undertakings as well as private companies. The credit worthiness of the customers is evaluated based on publicly available information and the Company's historical experiences.

Credit period varies as per the contractual terms with the customers. No interest is generally charged on overdue trade receivables. Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables.

e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by continuously monitoring of forecasts and actual cash flows and by matching the maturity timelines of the financial assets and liabilities and utilising the its borrowing facilities appropriately to meet its financial obligations.

The following table provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

	Amounts in lakhs		
	Less than 1 year	1 to 5 years	Total
As at March 31, 2024			
Interest bearing liabilities	557.39	8,633.80	9,191.19
Trade payables	3,529.87	-	3,529.87
Other financial liabilities	26.81	46.29	73.10
As at March 31, 2023			
Interest bearing liabilities	343.71	11,038.99	11,382.71
Trade payables	3,451.43	-	3,451.43
Other financial liabilities	143.26	59.96	203.22

v Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The Company aims to maintain an optimal capital structure through combination of debt and equity in a manner so as to minimise the cost of capital.

The Company monitors its capital using Gearing Ratio, Net Debt (Short Term and Long Term Borrowings including Current maturities) divided by Total Equity (Capital plus net debt)

	As at March 31, 2024	As at March 31, 2023
Long term borrowings (Refer note 19)	2,804.66	4,476.89
Cash Credit facilities from Banks (Refer note 22)	5,829.14	6,562.11
Current maturities of long term debt (Refer note 22)	557.39	343.71
Net debt	9,191.19	11,382.71
Total equity	1,455.89	1,237.58
Total capital	10,647.08	12,620.29
Gearing ratio	86%	90%



Kinenco Limited

Notes forming part of the financial statements as on March 31, 2024

37 Contingent liabilities

(i) Bank Guarantees issued by the bank on behalf of the Company Rs 810.89 lakhs (Previous year: Rs. 1,335.68 lakhs)

(ii) Letter of Credit issued by the bank on behalf of the Company: Rs 73.85 lakhs (Previous year: Rs 179.97 lakhs)

(iii) Claims against the Company for pending cases Rs 817.98 lakhs (Previous year Rs. 817.98 lakhs)

Kinenco was awarded a Contract to supply 191 coaches by Modern Coach Factory, Raebareilly ('MCF'). However, during the course of execution of the Contract, due to various reasons including delays in receiving various approvals from MCF, the said Contract could not be completed within the delivery period.

MCF vide the impugned order dated 28.10.2022, cancelled the Contract and passed an order for recovery of amount i.e. Rs. 8,17,97,681.70 (Rupees Eight Crore Seventeen Lakhs Ninety Seven Thousand Six Hundred and Eighty One Seventy Paise Only) from Kinenco. Kinenco challenged the impugned order and invoked Arbitration. Upon appointment of the Arbitral Tribunal, Kinenco filed an Application under Section 17 of Arbitration Act 1996, seeking Interim relief until the final disposal of the arbitral proceedings.

The Hon' Arbitral Tribunal, after hearing both sides awarded Rs. 2,44,57,726/- (Rupees Two Crores Forty Four Lakhs Fifty Seven Thousand Seven Hundred and Twenty Six only) to the Company on 19.06.2023. In addition, an interest of 9.5% p.a shall be paid by MCF from 46th day from the date of publication in case MCF fails to make the payment within 45 days from the date of publication of the award.

Challenging the order of the Hon' Arbitration Tribunal, Modern Coach Factory have filed an appeal in the Hon' Commercial Court at Lucknow on 19.09.2023.

(iv) Corporate Guarantee on behalf of Joint venture Rs. 500.00 lakhs (Previous year Rs. 500.00 lakhs)

38 Commitments:

Estimated amount of contracts remaining to be executed on capital account: Rs 41.80 lakhs (Previous year: Rs. 65.02 lakhs)

39 Trade receivable, loans and advances and trade payable balances are subject to confirmation, reconciliation and consequent adjustments, if any.

40 Leases

The Company has entered into long term lease agreements with Goa Industrial Development Corporation for use of Industrial Land. This use of land as per the agreements has been identified as the right of use assets.

i. Right-of-use assets - Land

Particulars

Right-of-use assets as of April 1, 2022 - Land

Less: amortised during the year

Right-of-use assets as of April 1, 2023 - Land

Less: amortised during the year

Balance as at March 31, 2024

Amount in lakhs

128.05

7.71

120.34

7.72

112.62

ii. Lease liabilities

Particulars

Lease liabilities as of April 1, 2022

Add: Interest on Lease liabilities

Less: Payment during the year

Lease liabilities as of April 1, 2023

Add: Interest on Lease liabilities

Less: Payment during the year

Balance as at March 31, 2024

Amount in lakhs

68.47

0.81

0.14

69.14

0.88

0.19

69.83

iii. Maturity analysis of lease liabilities

Particulars

Amount in lakhs

Cash outflow

undiscounted

March 31, 2024 March 31, 2023

23.54 8.51

34.97 41.81

239.59 250.14

298.10 300.46

a. Not later than one year

b. Later than one year and not later than five years

c. Later than five years

1. The lease term is for a definite period with no unconditional right with the Company to extend the lease period.

2. The lease agreements provide for a 10% increase in lease rent every 3 years.

3. The agreements provide for a subleasing of the leased land with prior approval of the lessor. However, the Company has not sub leased the right-of-use assets.

4. The agreements provide for renewal option of the lease period. The option to be exercised within the time stipulated in the lease agreements.

41 Employee benefits obligations:

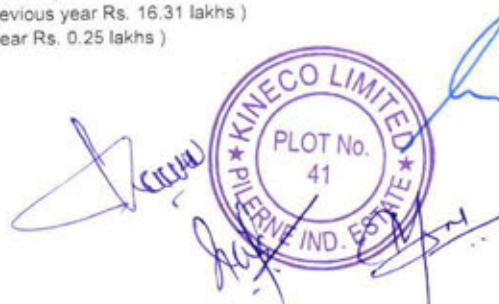
Defined contribution plans:

Contribution to Defined Contribution Plan, recognised as an expense and included under "Employee Benefits Expenses" - Note 32 to the Statement of Profit and Loss are as under:

- Employer's contribution to Provident Fund Rs. 91.37 lakhs; (Previous year Rs. 88.66 lakhs)

- Employer's contribution to Employees State Insurance Scheme Rs. 13.54 lakhs; (Previous year Rs. 16.31 lakhs)

- Employer's contribution to Labour Welfare Fund Scheme Rs. 0.27 lakhs; (Previous year Rs. 0.25 lakhs)



Kineco Limited

Notes forming part of the financial statements as on March 31, 2024

Defined benefit plans:

The Company offers benefits under a defined-benefit plan in the form of a gratuity scheme to its eligible employees. The gratuity scheme covers substantially all regular employees. The plan provides for a lump sum payment to its vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days/ one month salary drawn at the time of the incident occasioning such payment, as applicable, payable for each completed year of service or part thereof in excess of six months. Vesting occurs up on completion of five years of service calculated as per the Payment of Gratuity Act, 1972.

The employees' gratuity fund scheme is managed by Life Insurance Corporation of India (LIC). The Company makes annual contributions to the plan. Commitments are actuarially determined at year-end. Actuarial valuation is based on "Projected Unit Credit" method.

Details of defined benefit plan - As per Actuarial valuation are as follows:		Rupees in lakhs	
Particulars		March 31, 2024	March 31, 2023
I	Components of defined benefit cost		
i	Current service cost	25.88	23.21
ii	Past service cost	-	-
iii	Mortality charges and taxes	-	-
iv	Interest cost on benefit obligation (net)	2.56	1.36
	Total expense included in Statement of Profit and Loss (P&L)	28.45	24.56
v	Actuarial loss/ (gain) arising from financial assumptions	6.06	2.34
vi	Actuarial loss/ (gain) arising from experience adjustments	1.61	13.68
	Total expense recognised in Other Comprehensive Income (OCI)	7.67	16.02
	Total defined benefit cost recognised in P&L and OCI	36.12	40.58
II	Actual contribution and benefits payments for the year		
i	Actual contributions	14.91	-
ii	Actual benefits payments	-	5.12
III	Changes in present value of obligation during the year		
i	Present value of defined benefit obligation as at the beginning of the year	216.47	191.58
ii	Current service cost	25.88	23.21
iii	Past service cost	-	-
iv	Interest cost	15.02	12.92
v	Benefits paid	(14.91)	(25.78)
vi	Actuarial loss/ (gain) arising from financial assumptions	4.65	0.86
vi	Actuarial loss/ (gain) arising from experience adjustments	1.61	13.68
vii	Present value of defined benefit obligation as at the end of the year	248.72	216.47
IV	Changes in fair value of plan of assets during the year		
i	Fair value of plan of assets as at the beginning of the year	169.92	160.06
ii	Interest income	12.45	11.56
iii	Actual company contribution	21.75	9.85
iv	Mortality charges and taxes	-	-
v	Benefits paid	(14.91)	(10.08)
vi	Return on plan of assets (excluding interest income)	(1.43)	(1.48)
vii	Fair value of plan of assets as at the end of the year	187.78	169.92
V	Net asset/ (liability) recognised in the Balance Sheet		
i	Present value of defined benefit obligation	(248.72)	(241.35)
ii	Fair value of plan of assets	187.78	179.77
iii	Net asset/ (liability) recognised in the Balance Sheet	(60.93)	(61.58)
VI	Actuarial assumptions		
i	Discount rate	6.97%	7.19%
ii	Expected return on plan of assets	NA	NA
iii	Salary escalation rate	8.50%	8.50%
iv	Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table



Kineco Limited
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In the absence of detailed information regarding Plan assets which is funded with Life Insurance Corporation of India, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

VII Maturity profile of defined benefit obligation (rounded off to the nearest lakhs)

i	Year 1	19.85	17.58
ii	Year 2	27.35	7.31
iii	Year 3	23.12	26.27
iv	Year 4	10.40	20.72
v	Year 5	45.59	9.30
vi	Subsequent 5 years	64.37	89.88

The defined benefit plan is exposed to various actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- i. Investment risk- All plan assets are maintained in a trust fund managed by a public sector insurer viz: LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.
- ii. Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.
- iii. Longevity risk - The present value of the defined benefit obligation calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plans liability.
- iv. Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.
- V. Quantitative sensitivity analysis for significant assumptions is as below:

1% increase in discount rate	228.41	198.58
1% decrease in discount rate	272.49	237.29
1% increase in salary increment rate	268.40	233.25
1% decrease in salary increment rate	230.89	201.32

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The Company operates a leave encashment scheme, which is a unfunded scheme. The present value of obligation under this scheme is based on an actuarial valuation using the Projected Unit Credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Details of defined benefit plan - As per Actuarial valuation are as follows:

		Rupees in lakhs	
Particulars		March 31, 2024	March 31, 2023
I	Components of defined benefit cost		
i	Current service cost	41.21	37.23
ii	Past service cost	(5.04)	(1.94)
iii	Mortality charges and taxes	-	-
iv	Interest cost on benefit obligation (net)	8.16	7.22
	Total expense included in Statement of Profit and Loss (P&L)	44.34	42.52
v	Actuarial loss/ (gain) arising from financial assumptions	-	-
vi	Actuarial loss/ (gain) arising from experience adjustments	-	-
	Total expense recognised in Other Comprehensive Income (OCI)	-	-
	Total defined benefit cost recognised in P&L and OCI	44.34	42.52
II	Actual contribution and benefits payments for the year		
i	Actual contributions	-	-
ii	Actual benefits payments	26.00	31.62

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Kineco Limited
Notes forming part of the financial statements as on March 31, 2024

		Rupees in lakhs	
		March 31, 2024	March 31, 2023
III	Changes in present value of obligation during the year		
i	Present value of defined benefit obligation as at the beginning of the year	126.63	115.73
ii	Current service cost	41.21	37.23
iii	Past service cost	(5.04)	(1.94)
iv	Interest cost	8.16	7.22
v	Benefits paid	-	-
vi	Actuarial loss/ (gain) arising from financial assumptions	-	-
vi	Actuarial loss/ (gain) arising from experience adjustments	(26.00)	(31.62)
vii	Present value of defined benefit obligation as at the end of the year	144.97	126.63
IV	Changes in fair value of plan of assets during the year		
i	Fair value of plan of assets as at the beginning of the year	-	-
ii	Interest income	-	-
iii	Actual company contribution	-	-
iv	Mortality charges and taxes	-	-
v	Benefits paid	-	-
vi	Return on plan of assets (excluding interest income)	-	-
vii	Fair value of plan of assets as at the end of the year	-	-
V	Net asset/ (liability) recognised in the Balance Sheet		
i	Present value of defined benefit obligation	(144.97)	(126.63)
ii	Fair value of plan of assets	-	-
iii	Net asset/ (liability) recognised in the Balance Sheet	(144.97)	(126.63)
VI	Actuarial assumptions		
i	Discount rate	6.97%	7.19%
ii	Expected return on plan of assets	NA	NA
iii	Salary escalation rate	8.50%	8.50%
iv	Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table
VII	Maturity profile of defined benefit obligation (rounded off to the nearest thousand)		
i	Year 1	17.71	13.69
ii	Year 2	12.43	11.37
iii	Year 3	18.22	10.63
iv	Year 4	11.67	15.60
v	Year 5	26.49	10.45
vi	Subsequent 5 years	50.20	56.98

The defined benefit plan is exposed to various actuarial risks such as interest rate risk and salary risk.

- Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.
- Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.
- Quantitative sensitivity analysis for significant assumptions is as below:

1% increase in discount rate	135.35	115.73
1% decrease in discount rate	156.00	107.70
1% increase in salary increment rate	155.73	124.90
1% decrease in salary increment rate	135.39	124.69

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.



Kineco Limited

Notes forming part of the financial statements as on March 31, 2024

42 Related party information:

Related party information as required by Ind AS 24 is given below:

A. Names of the related parties and their relationships:

- i) Ultimate Holding Company
Indo National Limited
- ii) Holding Company
Helios Strategic Systems Limited.
- iii) Subsidiaries / Joint Venture
Kineco Kaman Composites India Private Limited
Kineco Alte Train Technologies Private Limited
Kineco Exel Composites India Private Limited
- iv) Key Management Personnel
Mr. Shekhar Sardesai - Executive Vice Chairman and Managing Director
Mr. Vinay Jagtap - Executive Director
Mr. Prashant Naik - Director
Mr. Aravindkumar S R - Chief Financial Officer (upto 23rd September 2023)
Mr. Vivekanand Pauskar - Chief Financial Officer (from 15th December 2023)
Mrs. Manisha Naik Shirgaonkar - Company Secretary

B Transactions with related parties:

- i) Details relating to parties referred to in items A (i), (ii) and (iii) above:

		Rupees in lakhs	
Particulars	Name of the Related Party	March 31, 2024	March 31, 2023
1) Income			
Sales of goods / services	Kineco Kaman Composite India Pvt Ltd	10.08	412.68
	Kineco Exel Composites India Private Limited	109.19	109.48
Finance Cost	Kineco Exel Composites India Private Limited	10.61	0.04
2) Expenses			
Finance Cost	Shekhar Sardesai	4.46	9.75
	Helios Strategic systems Limited - Loan	103.07	112.29
	Helios Strategic systems Limited - Preference shares	96.00	96.00
Expenses reimbursed	Kineco Kaman Composite India Pvt Ltd	12.59	25.24
	Kineco Exel Composites India Private Limited	5.78	5.22
Purchase of Service	Kineco Kaman Composite India Pvt Ltd	-	17.50
	Kineco Exel Composites India Private Limited	11.22	8.66
Recovery of expenses	Kineco Kaman Composite India Pvt Ltd	26.18	54.18
	Kineco Exel Composites India Private Limited	25.46	13.09
3) Interim dividend received	Kineco Kaman Composite India Pvt Ltd	-	255.00
4) Purchase of Property, Plant & Equipment	Kineco Kaman Composite India Pvt Ltd	-	11.80
5) Loan Received	Helios Strategic systems Limited	-	500.00
6) Loan Repaid	Helios Strategic systems Limited	500.00	-
7) Loan Given	Kineco Exel Composites India Private Limited	160.00	80.00
8) Loan Refunded	Kineco Exel Composites India Private Limited	40.00	80.00

Kineco Limited

Notes forming part of the financial statements as on March 31, 2024

		Rupees in lakhs	
Particulars	Name of the Related Party	March 31, 2024	March 31, 2023
9) Outstanding receivable / (payable) as at the end of the period	Kineco Kaman Composite India Pvt Ltd	-	(29.21)
	- Trade payables	0.56	4.79
	- Trade Receivables	-	-
	Kineco Exel Composites India Private Limited	25.54	8.80
	- Trade Receivables	121.17	-
	- Unsecured Loan receivable	-	-
	Helios Strategic systems Limited	(540.32)	(1,247.27)
	- Unsecured Loans	-	-
10) Corporate guarantee from Holding Company	Indo National Limited	2,782.00	2,782.00

ii) Details relating to persons referred to in item A (iv) above:

		Rupees in lakhs	
Remuneration to Key Management Personnel		March 31, 2024	March 31, 2023
Managerial remuneration paid to Shekhar Sardesai (Executive Vice Chairman & Managing Director)		34.50	34.50
Salaries and other employee benefits to whole-time directors and executive officers		146.65	137.01
		181.15	171.51
Outstanding receivable / (payable)		March 31, 2024	March 31, 2023
Shekhar Sardesai (Executive Vice Chairman & Managing Director)		(2.46)	(80.36)
		(2.46)	(80.36)

Personal Guarantee by pledge on shares owned by Mr. Shekhar Sardesai for NIL (previous year Rs 300 lakhs)

- 43 Moulds, Dies & Tools developed in house for specific customer application are classified as "Composite Tooling" based on technical consideration. (Refer note 3). These are reflected in the Balance Sheet based upon technical and economic evaluation (including wear and tear) carried out by independent valuers but not exceeding the cost thereof. Further in case of economic factors underlying the valuation undergoing material or adverse changes, appropriate impairment adjustment will be carried out in the year of such adverse change. Based on such policy the company has decided to write off an amount of Rs. 335.43 lakhs (previous year Rs 208.02 lakhs)

44 Earnings per share:

Particulars	March 31, 2024	March 31, 2023
Profit for the year (Rupees in lakhs)	218.31	(1,165.85)
Weighted average number of equity shares	6,264,183	6,264,183
Nominal value of each equity shares	10.00	10.00
Basic and diluted earnings per share (in Rupees)	3.49	(18.61)

A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text "KINECO LIMITED" at the top, "PLOT No. 41" in the center, and "PILERNE IND. ESTATE" at the bottom.

Kineco Limited
Notes forming part of the financial statements as on March 31, 2024

45 Foreign Currency Exposures:

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

i. Amount receivable in foreign currency on account of the following:-

Particulars	As at March 31, 2024		As at March 31, 2023	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade receivables and advances to Supplier				
- USD	70.57	0.85	-	-

ii. Amount payable in foreign currency on account of the following:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade payables and other current liabilities				
- EURO	5.19	0.06	20.74	0.42
- USD	6.56	0.08	17.44	0.21
- GBP	1.75	0.02	-	-

46 Details of Statements of current assets filed by the Company with banks which have been given as security against the borrowings from banks.

The monthly/quarterly returns filed with the bank are in agreement with the books of accounts.

47 Other disclosures

- A. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- B. The Company has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.
- C. The Company has utilised funds raised from borrowings from banks and financial institutions for the specific purposes for which they were issued/taken.
- D. The Company has not been declared as a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved.
- E. 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
- F. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- G. The provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are not applicable to the Company.
- H. The Company does not have any transactions with struck-off companies.
- I. The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- J. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- K. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- L. The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period except Rs 7 crores satisfaction pending in case of HDFC Bank.
- M. The Company does not have any Immovable Property whose title deeds are not held in the name of the Company.



Kinenco Limited

Notes forming part of the financial statements as on March 31, 2024

48 Development of Composite Technology, Products and Process Know-How:**(i) Development of Composite Filament Winding Technology, products and process know-how**

The company has completed and commercialized a project for Research and Development in the field of filament Winding using advanced technology at an aggregate cost of Rs.227.18 lacs. In association with Indian Institute of Technology, Mumbai and Technology Information Forecasting Assessment Council, a body constituted by Govt. of India under Ministry of Science and Technology. Research and product development under this has been funded by TIFAC for Rs. 99.50 Lakhs. Out of Rs. 227.18 lac, Rs. 33.31 lacs was expensed on Building and Rs.134.71 lacs represent capital expenditure on Research, which is capitalized under appropriate assets heads. Balance Rs. 59.10 lacs represent expenditure on personnel, consultancy fees to IIT Mumbai and other consultant, premium payable to bridge TIFAC as per agreement, travelling, depreciation, interest on finance etc. These being incurred for "Development of Composite development process, are classified as Intangible Asset under Technology, Products and process Know-How".

(ii) Development of Composite Sky bus Coaches Technology, products and process know-how

The company has completed R&D project for Development of composite sky bus coaches for Konkan Railway Corporation at an aggregate cost Rs. 186.47 lacs, in association with Indian Institute of Technology, Mumbai and TIFAC. TIFAC has committed financial assistance of Rs. 99.50 lacs of which Rs. 79.60 lacs has been disbursed till 31st March 2006. The Commercialisation of the sky bus Coaches Project for Konkan Railway Corporation is getting delayed due to decision of Konkan Railway to invite expression of interest from Private Enterprises for private participation in the project. However, during the year the Group has successfully leveraged this intangible asset in the form of Composite Technology, Products and Process Know-How Sky Bus Project. Using the technology developed under this project, the Group has manufactured and supplied substantial volume orders for seats, front end cab and interior train panelling for Indian Railways over the past 8 years.

(iii) The Development of Composite Technology, Products and Process Know-How for armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures.

The company has incurred capital expenditure for Research and Development of armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures at an aggregate cost of Rs. 288.67 lacs. The Group has received initial commercial order from customers for products developed from this research and development efforts and expects revenues over years arising out of the same.

(iv) The Development of Composite Technology, Products and Process Know-How for Sonar Dome

The company has incurred capital expenditure for Research and development of composites Sonar Dome for ships through R&DE(E),BEL at an aggregate cost of Rs.99.46 lacs. The company has received commercial order from R&DE(E), BEL orders for manufacture and supply of sonar domes from these domes from these research and development efforts and expects revenues over years arising out of the same.

(v) The Development of Composite Technology for fabrication of Composites Sonar Dome for P15A Class Ships

Kinenco in coordination with R&DEE, Pune, DRDO, Ministry of Defence, Govt. of India developed a unique technology for fabrication of Composites Sonar Dome for P15A Class Ships by vacuum assisted resin transfer moulding technical know-how process and testing method for quality assurance. With this know how process Kinenco have successfully manufactured SONAR DOME to DRDO. The Sonar Dome is a protective cover to sonar equipment of surface war ships. This technology will be utilised to manufacture sonar domes to MDL/INDIAN ARMED FORCES/BEL in consultation with DRDO. As per the TOT the licence to utilise the technology for manufacture in India and supply for 10 years.

(vi) The Development of Single and Double Leaf Door for Railway segment

The Company has successfully completed R&D for Modular Straight Door System for railway segment at an aggregate cost Rs.121.26 lakhs. This system has surpassed IR/RDSO endurance requirements. The door control system is especially designed for remote controlled door operation through train line by train personnel using guard panel. This system will be utilised for Tain18, Tejas, Metro Rail and Private Train Builders.

49 Kinenco Limited has the following investments in subsidiaries / associates

1. Kinenco Alte Train Technologies Pvt Ltd wherein the company holds 16,21,787 (as at March 31, 2023 - 16,21,787) fully paid up Equity shares of Rs. 10/- each
2. Kinenco Kaman Composites India Pvt. Ltd wherein company holds 58,73,350 (as at March 31, 2023 - 58,73,350) fully paid up Equity shares of Rs. 10/- each
3. Kinenco Exel Composites India Pvt. Ltd wherein company holds 82,880 (as at March 31, 2023 - 82,880) fully paid up Equity shares of Rs. 100/- each

50 The Code on Social Security, 2020 and Code of wages, 2019 relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Codes have been published in the Gazette of India. However, the dates on which the Codes will come into effect has not been notified. The Company will assess the impact of the Codes when it comes into effect and will record any related impact in the period the Codes become effective.

51 Previous year figures have been regrouped and/or rearranged, wherever considered necessary to make their classification comparable with that of the current year.



Kineco Limited

Notes forming part of the financial statements as on March 31, 2024

52 Details of Ratios are as under:

Ratios	2023-24	2022-23	% Variance	Reason for variance
i) Current Ratio	0.96	1.07	-10%	
ii) Debt Service Coverage ratio	0.74	0.01	10497%	Significant improvement in cash profit in FY 2023-24 compared to FY 2022-23
iii) Inventory Turnover Ratio	3.50	4.56	-23%	Slight increase in inventory level in FY 2023-24 compared to 2022-23 while material consumption is reduced.
iv) Trade Payable Turnover Ratio	1.91	2.56	-25%	Increase in trade payables in 2023-24 compared to 2022-23 due to better payment terms with suppliers
v) Net Profit Ratio	0.02	(0.10)	-119%	Company achieved positive net profit in 2023-24 due to higher gross margin and overall financial performance
vi) Return on Investment	0.01	(0.07)	-121%	Company achieved positive net profit in 2023-24 due to higher gross margin and overall financial performance
vii) Debt-Equity Ratio	6.98	9.84	-29%	Debt is reduced using cash generated from business and at the same time equity is improved due to positive financial result
viii) Trade Receivables Turnover Ratio	1.59	1.77	-10%	
ix) Net Capital Turnover Ratio	(31.60)	14.32	-321%	Net working capital in 2023-24 is slightly negative leading to adverse ratio
x) Return on Capital Employed	0.05	(0.20)	-125%	Due to overall improvement in financial performance of the company there is significant improvement in RoCE

Note

	2023-24	2022-23
i		
Current Assets (A)	10,738.99	12,203.03
Current Liabilities (B)	11,134.11	11,364.06
Current Ratio (A/B)	0.96	1.07
ii		
Earnings before Interest, Depreciation, and Tax (C)	2,021.14	6.42
Interest Expense (D)	1,045.16	1,009.41
Principal Repayments made during the period for long term loans and lease payments (E)	1,672.22	94.58
Debt Service Coverage ratio (C/(D+E))	0.74	0.01
iii		
Cost of Goods Sold (Cost of materials consumed + Changes in inventories of finished goods and work in progress) (F)	6,546.36	7,993.30
Average Inventories (G)	1,869.70	1,753.11
Inventory Turnover Ratio (F/G)	3.50	4.56
iv		
Purchases of Stock-in-Trade + Other Expenses (H)	6,663.32	7,736.08
Average Trade Payables (I)	3,490.65	3,019.85
Trade Payable Turnover Ratio (H/I)	1.91	2.56
v		
Profit After Tax (J)	225.51	(1,150.12)
Revenue from Operations (K)	12,484.14	12,014.52
Net Profit Ratio (J/K)	0.02	(0.10)
vi		
Net profit	218.31	(1,165.85)
Total Assets	15,629.14	17,298.64
Return on Investment (L/M)	0.01	(0.07)



Kineco Limited

Notes forming part of the financial statements as on March 31, 2024

vii	Total Debt (N)	10,157.07	12,182.71
	Total Equity (O)	1,455.89	1,237.57
	Debt-Equity Ratio (N/O)	6.98	9.84
viii	Revenue from Operations (P)	12,484.14	12,014.52
	Average Trade Receivables (Q)	7,835.81	6,802.66
	Trade Receivables Turnover Ratio (P/Q)	1.59	1.77
ix	Revenue from Operations (R)	12,484.14	12,014.52
	Average Working Capital (S)	(395.12)	838.97
	Net Capital Turnover Ratio (R/S)	(31.60)	14.32
x	Net Loss After Tax + Deferred Tax + Finance Cost	218.31	(1,165.85)
	(-) Other Income (T)		
	Average capital employed (U)	4,260.55	5,714.46
	Return on Capital Employed (T/U)	0.05	(0.20)

Formulae for computation of ratios are as under :

Sr. No.	Particulars	Formula
1	Current Ratio	$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt Service Coverage Ratio	$= \frac{\text{Earnings before Interest, Depreciation and Tax}}{\text{Interest Expense + Principal Repayments made during the period for long term loans and lease payments}}$
3	Inventory Turnover Ratio	$= \frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Stock-in-Trade}}$
4	Trade Payables Turnover Ratio	$= \frac{\text{Purchases of Stock in Trade + Other Expenses}}{\text{Average Trade Payables}}$
5	Net Profit Ratio %	$= \frac{\text{Profit After Tax}}{\text{Revenue from Operations}}$
6	Return on Investment	$= \frac{\text{Net profit}}{\text{Total Assets}}$
7	Debt-Equity Ratio	$= \frac{\text{Total Debt}}{\text{Total Equity}}$
8	Trade Receivables Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
9	Net Capital Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Net Worth}}$
10	Return on Capital Employed	$= \frac{\text{Capital Employed}}{\text{Net Profit After Tax + Deferred Tax + Finance Cost (-) Other Income}}$

As per our report of even date attached
For M/S ASHISH V. PRABHU VERLEKAR & CO
CHARTERED ACCOUNTANTS
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

Place: Panaji - Goa

Date: 08 JUN 2024



For and on behalf of the Board
Kineco Limited.,

Shekhar Sardesai
Executive Vice Chairman &
Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Place: Pilerne - Goa

Date:

28 MAY 2024

Prashant Naik
Director
DIN No. 01866113

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

