



KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./96/2023-24
February 12, 2024

To,
The Secretary,

BSE LTD.,

Stock Exchange Towers,
Floor 25, PJ Towers, Dalal Street,
Mumbai – 400 051

Scrip Code 533193; Scrip ID KIRELECT

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1, G-Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Symbol – KECL; Series – EQ

Dear Sir,

Sub: Outcome of Board meeting – Declaration of unaudited financial results;

Ref: Compliance with regulation 30 & 33 read with Schedule III of SEBI LODR Regulation, 2015;

Time of commencement of meeting : 11:30 AM

Time of conclusion of meeting : 12:37 PM

Pursuant to the regulation under subject, please find enclosed, Ind AS compliant unaudited standalone and consolidated financial results of the Company for the quarter & nine months ended December 31, 2023 as approved by the Board of directors at its meeting held today i.e., on February 12, 2024 and signed by Mr. Vijay Ravindra Kirloskar, Executive Chairman of the Company. The limited review report of the statutory auditors of the Company is also enclosed.

This is for your information and dissemination.

Thanking you

Yours faithfully

for **Kirloskar Electric Company Limited**

MAHABA
LESHWAR
BHAT

Digitally signed by
MAHABALESHWAR
BHAT
Date: 2024.02.12
12:40:02 +05'30'

Mahabaleshwar Bhat

Company Secretary and Compliance Officer

Encl: a/a

Regd. Office: No. 19, 2nd Main Road, Peenya 1st Stage, Phase -1, Peenya, Bengaluru, Karnataka, 560058

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Customer care No. : 1800 102 8268, website: www.kirloskarelectric.com

CIN: L31100KA1946PLC000415

KIRLOSKAR ELECTRIC COMPANY LIMITED

CIN:L31100KA1946PLC000415

REGD OFFICE: NO.19 2ND MAIN ROAD, PEENYA 1ST STAGE, PHASE-1, PEENYA, BENGALURU-560 058.

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2023



Sl No	Particulars	Standalone						Consolidated					
		Quarter ended			Nine Months Ended			Quarter ended			Nine Months Ended		
		December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023	December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Income from operations:												
II	Revenue from operations	12,607	14,518	11,575	38,882	32,850	47,355	12,607	14,518	11,575	38,882	32,850	47,355
	Other income	349	99	290	569	1,492	1,608	349	100	291	571	2,110	2,225
III	Total income (I+II)	12,956	14,617	11,865	39,451	34,342	48,963	12,956	14,618	11,866	39,453	34,960	49,580
IV	Expenses:												
a	Cost of materials consumed	8,941	10,354	7,760	27,454	22,568	32,367	8,941	10,354	7,760	27,454	22,568	32,367
b	Change in inventories of finished goods, work in progress and stock in trade	(316)	(357)	(74)	(632)	(214)	(296)	(316)	(357)	(74)	(632)	(214)	(296)
c	Employee benefit expenses	2,038	1,859	1,697	5,722	4,907	6,588	2,038	1,859	1,697	5,722	4,907	6,588
d	Finance costs	617	649	566	1,825	1,588	2,135	646	678	595	1,911	1,674	2,248
e	Depreciation and amortisation expenses	122	128	123	376	371	500	122	128	123	376	371	500
f	Other expenses	1,387	1,418	1,457	3,763	3,649	5,081	1,374	1,424	1,427	3,756	3,635	5,065
	Total expenses	12,789	14,051	11,529	38,508	32,869	46,375	12,805	14,086	11,528	38,587	32,941	46,472
V	Profit before tax (III-IV)	167	566	336	943	1,473	2,588	151	532	338	866	2,019	3,108
VI	Tax expense:												
a	Current Tax	-	-	-	-	-	-	-	-	-	-	-	-
b	Deferred tax	-	-	-	-	-	-	-	-	-	-	-	-
VII	Profit after tax (V-VI)	167	566	336	943	1,473	2,588	151	532	338	866	2,019	3,108
VIII	Other comprehensive income:												
(i)	Items that will not be reclassified to profit or loss												
a	Remeasurements of the defined benefit plans	-	-	-	-	-	32	-	-	-	-	-	32
b	Taxes on above	-	-	-	-	-	(9)	-	-	-	-	-	(9)
(ii)	Items that may be reclassified to profit or loss												
a	Mark to Market of Investments	3	1	2	7	10	12	3	1	2	7	10	12
b	Revaluation gain on land	-	-	(98)	-	(98)	(98)	-	-	(98)	-	(98)	(98)
c	Taxes on above	(1)	-	22	(2)	20	(1,459)	(1)	-	22	(2)	20	(1,459)
	Total other comprehensive income	2	1	(74)	5	(68)	(1,522)	2	1	(74)	5	(68)	(1,522)
IX	Total comprehensive income for the period (VII+VIII)	169	567	262	948	1,405	1,066	153	533	264	871	1,951	1,586
	Paid-up equity share capital (face value of ₹ 10/- each)	6,641	6,641	6,641	6,641	6,641	6,641	6,641	6,641	6,641	6,641	6,641	6,641
	Earnings per share (EPS) (face value of ₹ 10/- each)												
a	Basic EPS (not annualised)	0.25	0.85	0.51	1.42	2.22	3.90	0.23	0.80	0.51	1.30	3.04	4.68
b	Diluted EPS (not annualised)	0.25	0.85	0.51	1.42	2.22	3.90	0.23	0.80	0.51	1.30	3.04	4.68



REVENUES, RESULTS, ASSETS, LIABILITIES AND CAPITAL EMPLOYED FOR THE SEGMENTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2023

(₹ in Lakhs)

Sl No	Particulars	Standalone						Consolidated					
		Quarter ended			Nine Months Ended			Quarter ended			Nine Months Ended		
		December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023	December 31, 2023	September 30, 2023	December 31, 2022	December 31, 2023	December 31, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Segment Revenues												
	Power generation/ distribution	5,234	5,914	4,777	16,197	13,138	19,924	5,234	5,914	4,777	16,197	13,138	19,924
	Rotating machines	6,772	8,022	6,343	21,329	17,671	24,480	6,772	8,022	6,343	21,329	17,671	24,480
	Others	677	635	560	1,585	2,312	3,423	677	635	560	1,585	2,312	3,423
	Total	12,683	14,571	11,680	39,111	33,121	47,827	12,683	14,571	11,680	39,111	33,121	47,827
	Less: Inter segment revenues	76	53	105	229	271	472	76	53	105	229	271	472
	Revenue from operations	12,607	14,518	11,575	38,882	32,850	47,355	12,607	14,518	11,575	38,882	32,850	47,355
2	Segment Results												
	Profit before interest and tax expense												
	Power generation/ distribution	731	928	501	2,429	1,102	1,978	731	928	501	2,429	1,102	1,978
	Rotating machines	519	920	657	2,099	2,652	3,482	519	920	657	2,099	2,652	3,482
	Others	436	257	219	817	906	1,548	436	257	219	817	906	1,548
	Total	1,686	2,105	1,377	5,345	4,660	7,008	1,686	2,105	1,377	5,345	4,660	7,008
	Less: Interest	617	649	566	1,825	1,588	2,135	646	678	595	1,911	1,674	2,248
	Less: Other unallocable expenditure (net off unallocable income)	902	890	475	2,577	1,599	2,285	889	895	444	2,568	967	1,652
	Total profit before tax expense	167	566	336	943	1,473	2,588	151	532	338	866	2,019	3,108
3	Segment Assets												
	Power generation/ distribution	8,979	9,133	7,540	8,979	7,540	7,923	8,979	9,133	7,540	8,979	7,540	7,923
	Rotating machines	38,949	38,320	37,915	38,949	37,915	37,499	38,949	38,320	37,915	38,949	37,915	37,499
	Others	8,901	8,557	8,513	8,901	8,513	8,804	8,901	8,557	8,513	8,901	8,513	8,804
	Total	56,829	56,010	53,968	56,829	53,968	54,226	56,829	56,010	53,968	56,829	53,968	54,226
	Add: Unallocable assets	6,390	7,385	7,372	6,390	7,372	7,817	5,591	6,567	6,570	5,591	6,570	7,019
	Total segment assets	63,219	63,395	61,340	63,219	61,340	62,043	62,420	62,577	60,538	62,420	60,538	61,245
4	Segment Liabilities												
	Power generation/ distribution	9,598	9,855	8,487	9,598	8,487	9,180	9,598	9,855	8,487	9,598	8,487	9,180
	Rotating machines	11,309	11,316	11,135	11,309	11,135	10,635	11,309	11,316	11,135	11,309	11,135	10,635
	Others	1,583	1,513	1,383	1,583	1,383	1,435	1,583	1,513	1,383	1,583	1,383	1,435
	Total	22,490	22,684	21,005	22,490	21,005	21,250	22,490	22,684	21,005	22,490	21,005	21,250
	Add: Unallocable liabilities	28,401	28,552	28,617	28,401	28,617	29,413	29,871	29,988	29,982	29,871	29,982	30,808
	Total segment liabilities	50,891	51,236	49,622	50,891	49,622	50,663	52,361	52,672	50,987	52,361	50,987	52,058
5	Capital Employed (Segment Assets-Segment Liabilities)												
	Power generation/ distribution	(619)	(722)	(948)	(619)	(948)	(1,257)	(619)	(722)	(948)	(619)	(948)	(1,257)
	Rotating machines	27,641	27,004	26,780	27,641	26,780	26,864	27,641	27,004	26,780	27,641	26,780	26,864
	Others	7,317	7,043	7,130	7,317	7,130	7,367	7,317	7,043	7,130	7,317	7,130	7,367
	Total capital employed in segments	34,339	33,325	32,962	34,339	32,962	32,974	34,339	33,325	32,962	34,339	32,962	32,974
	Add: Unallocated	(22,011)	(21,166)	(21,244)	(22,011)	(21,244)	(21,594)	(24,280)	(23,420)	(23,411)	(24,280)	(23,411)	(23,787)
	Total capital employed	12,328	12,159	11,718	12,328	11,718	11,380	10,059	9,905	9,551	10,059	9,551	9,187



Notes:

- 1 The above unaudited standalone and consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on February 12, 2024.
- 2 The standalone and consolidated financial results of the Company for the quarter and nine months ended December 31, 2023 have been subject to limited review by its Statutory auditors.
- 3 The Company has prepared these Standalone and Consolidated financial results in accordance with Companies (Indian Accounting Standard) Rules, 2015 as amended as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the relevant rules issued thereunder as amended and the other accounting principles generally accepted in India.
- 4 As a measure of restructuring and with the consent of Lead Bank and other Lender banks under the Joint Lender Forum (JLF) mechanism, the Company had transferred in the year ended March 31, 2015 certain assets comprising of immovable properties, receivables and inventories to its subsidiaries - Kelbuzz Trading Private Limited, SKG Terra Promenade Private Limited and SLPKG Estate Holdings Private Limited, which will function as special purpose vehicles to hold such assets, dispose off the same and pay off certain debts (bank dues) transferred by the Company. The amounts outstanding and due from the subsidiaries as at December 31, 2023 in respect of the transfer of the assets as mentioned above, other expenses incurred by the subsidiaries reimbursed by the Company and interest charged totally amounts to ₹11,184.61 lakhs (₹11,384.28 lakhs as at March 31, 2023) after considering Ind AS adjustments. As on date, the majority of the immovable properties in these subsidiaries have been disposed off and the debts including the interest thereon have been paid. All the Banks (Financial liabilities) in these subsidiaries have been paid off. The Company is in the process of taking necessary steps for disposing the remaining immovable properties and inventories and realisation of receivables in these subsidiaries. The Board of Directors are confident of disposing the remaining assets in these subsidiaries and repaying the pending dues to the Company. However, based on expected credit losses as prescribed under Ind AS as against the incurred loss model envisaged under earlier GAAP, a sum of ₹8,400.77 lakhs has been provided upto December 31, 2023 (₹8,400.77 lakhs provided upto March 31, 2023).
- 5 In case of Consolidated unaudited financial results - Confirmation of balances from customers are awaited in certain cases. Accounts with certain parties are under review and reconciliation. Provision has been made to the extent required and further adjustments if any, will be made on completion of review/reconciliation. The debts exceeding two years and considered good of recovery by the management is estimated at ₹ 2,250 lakhs.
- 6 The net worth (after excluding revaluation reserve) of the group in terms of the consolidated financial statements as at December 31, 2023 consisting of the Company, its subsidiaries and its associate is eroded. The company has repaid all term loans which were restructured under JLF mechanism. Also the company is in advance stage of negotiation for monetization/disposal of assets which will improve the working capital and in turn improve the performance in the forthcoming periods. The company is confident that this funding will have a positive impact on the performance and net worth. Accordingly your directors have prepared these financial results of the company on the basis that it is a going concern and that no adjustments are considered necessary to the carrying value of assets and liabilities.
- 7 The Company has filed before the honorable Supreme Court, special leave petition (SLP) in respect of resale tax penalty demand of ₹527 lakhs on its erstwhile subsidiary Kaytee Switchgear Limited (since merged with the parent company) and confirmed by the honorable High Court of Karnataka. This SLP has been admitted by the honorable Supreme Court. The Company believes based on legal advice / internal assessment that the outcome of the contingency will be favorable, that loss is not probable and no provision is required to be recognized in this respect.
- 8 Other Income for the year ended March 31, 2023 in standalone Financial results includes ₹199.08 lakhs profit on sale of properties of the Company situated at Gudimangalam.



- 9 Other Income for the year ended March 31, 2023 in Consolidated Financial results includes ₹467.16 lakhs profit on sale of properties of the Company situated at Nehru place, Delhi.
- 10 The outstanding loan of Union Bank of India has been paid during the year ended March 31, 2023 and settled as per the mutual consent.
- 11 On October 03, 2022, the Company has entered into an Agreement to Sell, its immovable property, situated at Gokul Road, Hubballi admeasuring 31 Acres 24 Guntas for a consideration of ₹ 9,512 lakhs, on such terms and conditions as set out in the Agreement to sell. Currently the Company is in the process of completing the required legal compliance, post which the sale will be completed.
- 12 During the quarter Company has closed its branch situated at Kuala Lumpur, Malaysia. Effective date of closure is September 30, 2023. Closure of Branch has no impact on the operations of the Company.
- 13 Company has discontinued the component machining activity at the unit – 15 situated at Bhudiha, Bangalore Rural District with effect from January 22, 2024. Discontinuation has no impact on the operations of the Company.
- 14 Details of Secured Redeemable Non-Convertible Debentures - NIL
- 15 Previous period figures have been regrouped wherever necessary to confirm with the current period presentation.


(Vijay R Kirloskar)
Executive Chairman
DIN: 00031253



Place: Bengaluru
Date: February 12, 2024



K.N. PRABHASHANKAR & CO.

CHARTERED ACCOUNTANTS

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Bangalore - 560 027, India

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e-mail: knp@akpco.com

Independent Auditor's Review Report on Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
Kirloskar Electric Company Limited
Bengaluru.

1. We have reviewed the accompanying Statement of Unaudited Standalone financial results of Kirloskar Electric Company Limited ('the Company') for the quarter and nine months ended December 31, 2023 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulation') read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the company's management and approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (Ind AS 34) - Interim Financial Reporting, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder as applicable and other accounting principles generally accepted in India, read with the Circular. Our responsibility is to express an opinion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. **Basis of Qualified Opinion:**
Attention of the Directors is invited to note 4 to the unaudited financial results regarding the amounts due to the Company from certain subsidiaries towards part consideration receivable on sale/assignment of certain immovable properties, receivables, interest charged and expenses reimbursed. We have relied on the management's representations that it is confident of realization of amounts due to the said subsidiaries aggregating to ₹11,184.61 lakhs (₹11,384.28 lakhs as at March 31, 2023) against which provision is recognized for an amount of ₹8,400.77 lakhs as at December 31, 2023. Pending disposals/realization of assets by the subsidiaries, shortfall in realization of the amount outstanding (net of provision), if any, could not be ascertained.
5. Based on our review conducted and procedures performed as per paragraph 3 above except for the effects in respect of the matter stated in the paragraph on "Basis of Qualified Opinion" and read with note 4 to the unaudited financial results, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with



relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Key Audit Matters:

- a) Note 6 of the unaudited financial results - The directors have detailed the reasons for preparing these unaudited financial results on a going concern basis, though the Company/Group (consisting of the Company, its subsidiaries and associate) has accumulated losses and their net worth (after excluding Revaluation Reserve) is eroded. There are certain overdue payments to creditors.
- We have relied on the representations made by the Company and the appraisal of the restructuring plan including monetization of few non-core assets, projection of increase in turnover and infusion of funds in the near future. The appropriateness of the said basis of Going Concern is subject to the Company adhering to the restructuring plan and infusion of requisite funds. Hence, we are of the opinion that there is no existence of material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

7. Emphasis of Matter:


Without modifying our opinion, we invite the attention of the directors to:

Note 7 of the unaudited financial results, which states that the Company has filed Special Leave Petition in respect of demands of resale tax penalty of ₹527 lakhs before the honorable Supreme Court of India. The Management has represented to us that it is not probable that there will be an outflow of economic benefits and hence no provision is required to be recognized in this regard. We have relied on this representation. Our opinion is not modified in respect of this matter.

Place: Bengaluru
Date: February 12, 2024



for K N Prabhaskar & Co.
Chartered Accountants
Firm Regn. No. 004982S


A. Umesh Patwardhan
Partner

M. No. 222945
UDIN: 24222945BKFALC3051

K.N. PRABHASHANKAR & CO.

CHARTERED ACCOUNTANTS

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Independent Auditor's Review Report on Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
Kirloskar Electric Company Limited
Bengaluru.

1. We have reviewed the accompanying Statement of Unaudited Consolidated financial results of Kirloskar Electric Company Limited ("the Parent") and its subsidiaries and associates (the Parent and its subsidiaries and associates collectively referred as "Group"), and its share of net profit/(loss) after tax and total comprehensive income for the quarter and nine month ended December 31, 2023, attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Regulation") read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ("the Circular").
2. This Statement, which is the responsibility of the Parent's management and approved by the Parent's Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (Ind AS 34) - Interim Financial Reporting, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder as applicable and other accounting principles generally accepted in India, read with the Circular. Our responsibility is to express an opinion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. Basis of Qualified Opinion:

Attention of the Directors is invited to note 5 to the unaudited financial results regarding trade receivables/book debts exceeding two years and considered good by the management estimated at ₹2,250 lakhs. The relevant accounts subject to adjustments, if required after management completes review, reconciliation and identification of doubtful debts. We are unable to express an independent opinion on the extent of shortfall in the recovery of the same.



5. The Statement includes the Unaudited financial results of the following entities:

- a. Kirsons B V
- b. Kelbuzz Trading Private Limited
- c. Luxquisite Parkland Private Limited
- d. SKG Terra Promonede Private Limited
- e. SLPKG Estate Holding Private Limited

6. Based on our review conducted and procedures performed as stated in paragraph 3 above except for the effects in respect of the matter stated in the paragraph on "Basis of Qualified Opinion" and read with note 5 to the unaudited financial results, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

7. Key Audit Matters:

a) Note 6 of the unaudited financial results - The directors have detailed the reasons for preparing these unaudited financial results on a going concern basis, though the Company/Group (consisting of the Company, its subsidiaries and associate) has accumulated losses and their net worth (after excluding Revaluation Reserve) is eroded. There are certain overdue payments to creditors.

- We have relied on the representations made by the Company and the appraisal of the restructuring plan including monetization of few non-core assets, projection of increase in turnover and infusion of funds in the near future. The appropriateness of the said basis of Going Concern is subject to the Company adhering to the restructuring plan and infusion of requisite funds. Hence, we are of the opinion that there is no existence of material uncertainty that may cast a significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

8. Emphasis of Matter:

Without modifying our opinion, we invite the attention of the directors to:

- a) Note 7 of the unaudited financial results, which states that the Company has filed Special Leave Petition in respect of demands of resale tax penalty of ₹527 lakhs before the honorable Supreme Court of India. The Management has represented to us that it is not probable that there will be an outflow of economic benefits and hence no provision is required to be recognized in this regard. We have relied on this representation. Our opinion is not modified in respect of this matter.

9. One of these subsidiaries is located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in its respective country by the Subsidiary management and the Parent's management has converted the financial results from accounting principles generally accepted in its respective country to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the information and conversion adjustments prepared by the management of the Parent and reviewed by us.



10. The accompanying unaudited consolidated financial results includes the unaudited interim financial results of 4 subsidiaries which have not been reviewed by their auditors, whose interim financial results reflect total revenues of ₹Nil, total net loss after tax and total comprehensive loss of ₹(17) lakhs and ₹(78) lakhs for the quarter and nine months ended December 31, 2023 respectively, as considered in the consolidated unaudited financial results. These interim unaudited financial results have been approved and furnished to us by the management. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on such unaudited financial results and other unaudited financial information of these subsidiaries provided by the management. Our conclusion on the Statement is not modified in respect of the above matter.

Place: Bengaluru
Date: February 12, 2024



for K N Prabhashankar & Co.
Chartered Accountants
Firm Regn. No. 004982S


A. Umesh Patwardhan
Partner

M. No. 222945
UDIN: 24222945BKFD8385