

KEYNOTE

25
— YEARS —
OF CREATING
VALUE
THROUGH
RELATIONSHIPS
AND
TRUST

DIRECTOR'S REPORT

To,
The Members Keynote Capitals Limited

Dear Shareholders,

Your Directors have pleasure in presenting the 26th Annual Report together with the Audited Statement of Accounts for the year ended 31st March 2021.

1. FINANCIAL SUMMARY OF THE COMPANY:

(In Rs.)

Particulars	2020-2021	2019-20
Total Revenue	7,41,37,462	5,65,37,010
Total Expenses	4,07,76,611	8,19,01,716
Profit before Tax	3,33,60,851	(2,53,64,705)
Provision for Taxation:		
- Current Tax	29,60,990	15,29,252
- Short / (Excess) provision of Taxation for Earlier	-	-
- MAT Credit	(14,68,424)	(786,786)
- Deferred tax	(57,35,658)	529,677
Profit for the year	3,76,03,942	(2,66,36,848)
Item not reclassified to P & L A/C	4,99,053	(4,809)
Total Comprehensive Income	3,81,02,995	(2,66,41,657)
Earning per share (Basic and Diluted)	3.34	(2.36)

2. REVIEW OF OPERATIONS/PERFORMANCE:

During the financial year, the Company has earned Total Revenue of Rs. 7,41,37,462 as compared to Rs. 5,65,37,010 for the previous year. Profit after Tax stood at Rs. 3,76,03,942 as compared to loss of Rs. (26,636,848) for the previous year.

3. TRANSFER TO RESERVES:

The Board of Directors of your company has decided not to transfer any amount to the General Reserve for the year under review.

4. DIVIDEND:

Due to insufficient Funds, the Company does not recommend providing Dividend.

Keynote Capitals Limited

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028
Tel.: 91 22 6826 6000 · Fax: 91 22 6826 6088 · Email: kcl@keynoteindia.net • Website: www.keynoteindia.net
CIN-U67120MH1995PLC088172

5. CHANGE IN NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business of the Company during the year.

6. STATE OF THE COMPANY'S AFFAIRS:

During the year under review, your Company enjoyed cordial relationship with employees at all levels.

7. MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the company have occurred between the end of the financial year of the company to which the financial statement relate and the date of the report.

8. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL:

There are no significant and material orders issued against the Company by any regulating authority or court or tribunal affecting the going concern status and Company's operation in future.

8. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

There were no frauds reported by the Auditors under section 143(12) during the Financial Year under review.

9. COMPLIANCE WITH THE APPLICABLE SECRETARIAL STANDARDS:

Your Board informs you that during the financial year under review, the Company has complied with the provisions of the Board Meetings and the General Meetings as stated in Secretarial Standard-1 (SS-1) and Secretarial Standard- 2 (SS-2) respectively, issued by the Institute of Company Secretaries of India (ICSI), constituted under Section 3 of Company Secretaries Act, 1980.

10. HOLDING, SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

- Your Company is a wholly owned subsidiary of "Keynote Financial Services Limited (Formerly Keynote Corporate Services Limited).

➤ Your Company has the following as its Subsidiary and Associate Companies at the year end.

Sr. No.	Name of the Company	Holding/ Subsidiary	Joint Venture/ Associate	No. of shares held in%
1.	Keynote Commodities Limited (CIN: U72900MH2000PLC127047)	Wholly Owned Subsidiary	---	100%
2.	Keynote Fincorp Limited (CIN: U67120MH1995PLC084814)	----	Associate	42.86%

➤ Your Company has does not have any Joint Venture Company at the year end.

11. HIGHLIGHTS OF PERFORMANCE OF SUBSIDIARIES, ASSOCIATE AND JV AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY:

Your Company has the following as its Subsidiary and Associate Companies at the year end.

Sr. No.	Name of the Company	Holding/ Subsidiary	Joint Venture/ Associate	No. of shares held in%
1.	Keynote Commodities Limited (CIN: U72900MH2000PLC127047)	Wholly Owned Subsidiary	---	100
2.	Keynote Fincorp Limited (CIN: U67120MH1995PLC084814)	----	Associate	42.86

Further, the report on the performance and financial position of the Wholly Owned subsidiary and Associate company and salient features of their financial statements are provided in the prescribed Form AOC-1 which is annexed to this report.

12. PUBLIC DEPOSIT:

Your Company has neither accepted nor renewed any deposit within the meaning of Section 73 and other applicable provisions, if any, of the Companies Act, 2013 and the necessary rules made thereunder during the year ended 31st March 2021.

13. STATUTORY AUDITORS:

M/s. R.K. Khandelwal & Co., Chartered Accountants, having (Firm Registration Number: 105054W) were appointed as the Statutory Auditors of the Company for a period of 5 years commencing from the financial year 2017-18 to hold office upto the conclusion of the Annual General Meeting to be held for the Financial Year 2021-22 subject to ratification by shareholders every year, as may be applicable.

However, the Ministry of Corporate Affairs (MCA) in its notification dated 7 May 2018 has omitted the requirement under the first proviso to Section 139 of the Companies Act, 2013 and Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, regarding ratification of appointment of statutory auditors by shareholders at every subsequent AGM. Consequently, M/s. R.K. Khandelwal & Co., Chartered Accountants, having (Firm Registration Number: 105054W) continue to be the statutory auditors of the company till the conclusion of 27th Annual General Meeting to be held in the Financial Year 2022.

There were no qualifications, reservations, adverse remarks or comment made by the Auditors in their report for the year 2020-21. The Auditors have referred to certain routine matters in their report and the respective notes to the accounts are self-explanatory.

14. SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation no. 24A, of SEBI Listing Obligations and Disclosure requirement (LODR) 2015, your Company being a Material Unlisted Subsidiary of Keynote Financial Services Limited for the Financial Year 2020-2021. Board has appointed M/s. Uma Lodha & Co., Practicing Company Secretaries to conduct the Secretarial Audit of your Company for the financial year ended 31st March 2021.

There were no qualifications, reservations, adverse remarks or comment made by the Secretarial Auditor in their report.

The secretarial audit report in form MR-3 is attached as Annexure III.

15. SHARE CAPITAL:

a. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

The company has not made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees as per Rule 16(4) of Companies (share capital and debentures) Rules, 2014.

b. Issue of Sweat Equity Shares:

The Company has not issued any sweat equity share during the financial year under review.

c. Issue of Equity Shares With/Without Differential Rights:

The Company has not issued any Equity Shares with/without differential voting rights during the financial year as per Rule 4(4) of Companies (Share capital and debentures) Rules, 2014.

d. Issue of Employee Stock Option:

The company has not issued any employee stock option during the financial year as per Rule 12 of Companies (Share Capital and Debentures) Rules, 2014.

e. Issue of Equity Shares Without Differential Rights:

The Company has not issued any Equity Shares without Differential Rights during the financial year as per Rule 12 of Companies (Share Capital and Debentures) Rules, 2014.

16. EXTRACT OF THE ANNUAL RETURN:

The extracts of the Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 in Form No. MGT - 9 is enclosed herewith in **Annexure-I**.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:**(A) Conservation of energy:**

Considering the nature of business activities carried out by the Company, your Directors have nothing to report with regard to conservation of energy as required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

(B) Technology absorption:

The management keeps itself abreast of the technological advancements in the industry and has adopted the state-of-the-art transaction, billing and accounting systems and also risk management solutions.

(C) Foreign exchange earnings and Outgo (figures in Rs.):

- a) The foreign exchange earnings - Rs. 40,94,741
- b) The foreign exchange expenditure - NIL

18. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable to the Company.

19. DIRECTOR & KEY MANAGERIAL PERSONNEL (KMP):

There was no change in the composition of Board of Directors during the year under review, the composition of the Board of Directors comprising as follows:

Sr. No.	Name of the Director	DIN	Designation
1.	Vineet Suchanti	00004031	Non-Executive Director
2.	Uday S. Patil	00003978	Non-Executive Director
3.	Manish Chandrakant Desai	02925757	Independent Director
4.	Kamlesh Kharade	03589665	Independent Director

Key Managerial Personnel (KMP):

There was no change in the composition of KMP during the year under review. The composition of the Key Managerial Personnel is as follows:

Sr. No.	Name of the Key Managerial Personnel	DIN/MEMBERSHIP NO.	Designation
1.	Rakesh Choudhari	00009093	Managing Director
2.	Devin Joshi	--	CFO
3.	Sujeet Krishna More	A49744	Company Secretary

All the Independent Directors have confirmed and declared that they have met the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

20. DIRECTOR LIABLE TO RETIRE BY ROTATION:

In accordance with the provision of Section 152(6)(a) of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Rakesh Choudhari (DIN: 00009093), being a Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers, himself for reappointment. Your Board recommends his re-appointment.

21. BOARD COMMITTEES:

(a) Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee:

Your company being wholly owned subsidiary of Keynote Financial Services Limited, provisions for constituting Audit Committee and Nomination and Remuneration Committee are not applicable to the Company as per Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions for constituting Stakeholder Relationship Committee are not applicable to the Company under the Companies Act, 2013 and the necessary rules made thereunder.

(b) Management Committee:

As per the provisions of Section 179 of the Companies Act, 2013, the Management Committee is formed to authorize the committee to approve intercorporate loans, investments or guarantee or security made by the company and borrowing facilities availed by the company from time to time by the Banks, Financial Institution and other entities and execution of documents for these facilities.

The Composition of Management Committee comprises the following:

Sr. No.	Name of the Director	Designation in the Committee
1.	Rakesh Choudhari	Chairman
2.	Vineet Suchanti	Member
3.	Devin Joshi	Member

22. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL YEAR:

Your Board of Directors has duly met Ten (10) times during the financial year under review, i.e. on 03rd April, 2020, 23rd June, 2020, 27th June, 2020, 07th July, 2020, 13th August, 2020, 15th September, 2020, 19th October, 2020, 02nd November, 2020, 14th January, 2021 and 08th February, 2021 respectively in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minute Book maintained for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Particulars of Loans, Investment, Guarantees or Security made by the company under Section 186 of Companies Act, 2013 during the year have been disclosed in the notes to accounts to the financial statements.

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

During the year, no contracts/arrangements were entered into by the company with its related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

25. MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013, IF ANY:

As such, the provision for maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.

26. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

As such, the provision for establishing "Vigil Mechanism/Whistleblower Policy" is not applicable to the Company.

27. RISK MANAGEMENT:

The Company has developed and implemented "Risk management Policy". At present the company has not identified any element of risk which may threaten the existence of the company.

28. DEMATERIALIZATION:

As per the Rule 9A sub rule 11 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the company being wholly owned subsidiary of Keynote Financial Services Limited, the requirement of Issuing the securities only in dematerialised form and facilitate dematerialisation of all its existing securities is not applicable to the Company.

If the Company desires, the Equity shares of the Company can be held in dematerialized form. The Company has signed the tripartite agreement with Central Depository Services (India) Limited and Bigshare Services Private Limited, Registrar & Transfer Agent for dematerialization of existing holding of the shareholders.

Presently 99.99% of equity capital of the company is in dematerialized mode. The International Securities Identification Number (ISIN), allotted to the Company is INE04NP01012.

29. PREVENTION OF SEXUAL HARASSMENT (POSH) AT WORKPLACE:

During the year under review, there were no complaints reported to the Board relating to the Prevention of Sexual Harassment (POSH) as per Rule 8 of the Companies (Accounts) Rules, 2014 of the Companies Act, 2013 and constitution of Internal Complaints Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [14 of 2013]".

30. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits 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 true and fair view of the state of affairs of the company at the end of 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,

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. ACKNOWLEDGMENT:

We take this opportunity to express our deep sense of gratitude to Securities and Exchange Board of India (SEBI), BSE Limited (BSE), National Stock Exchange of India Limited (NSE), Registrar of Companies (ROC), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL), M/s. R.K. Khandelwal & Co. Statutory Auditors, our Clients, Bankers and other Government Agencies for their continued support.

**By order of the Board
For Keynote Capitals Limited**

Uday
Shankarrao
Patil

Digitally signed by
Uday Shankarrao Patil
Date: 2021.07.01
14:56:28 +05'30'

Uday Patil
Director
(DIN: 00003978)
Place: Mumbai
Date: 01/07/2021

Rakesh
Shriram
Choudhari

Digitally signed by
Rakesh Shriram
Choudhari
Date: 2021.07.01
14:17:18 +05'30'

Rakesh Choudhari
Managing Director
(DIN: 00009093)

ANNEXURE – I TO THE DIRECTORS' REPORT

Form No. MGT-9

Extract of Annual Return

As on the financial year ended on 31st March 2021

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

I. REGISTRATION AND OTHER DETAILS:

1.	Corporate Identity Number (CIN)	:	U67120MH1995PLC088172
2.	Registration Date	:	08-05-1995
3.	Name of the Company	:	KEYNOTE CAPITALS LIMITED
4.	Category/Sub-Category of the Company	:	Indian Non-Government Company
5.	Address of the Registered Office and contact details	:	The Ruby, 9 th Floor, Senapati Bapat Marg, Dadar (West), Mumbai-400 028
6.	Whether listed Company (Yes/No)	:	Unlisted
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Bigshare Services Private Limited 1st Floor, Bharat Teen Works building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri-400059. Phone: 022 6263 8200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main products/services	NIC Code of the product /service	% to the total turnover of the Company
1.	Financial Intermediation (Financial Market, Stock Broking and related activities, securities brokerage etc.)	6612	81.83%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary of the Company	% of Shares held	Applicable Section
1.	Keynote Financial Services Limited (Formerly Keynote Corporate Services Limited) The Ruby, 9 th Floor, Senapati Bapat Marg, Dadar (West), Mumbai-400028	L67120MH1993PLC072407	Holding Company	100	2(46)
2.	Keynote Commodities Limited The Ruby, 9 th Floor, Senapati Bapat Marg, Dadar (West), Mumbai-400028	U72900MH2000PLC127047	Wholly Owned Subsidiary Company	100	2(87)(i)(ii)
3.	Keynote Fincorp Limited The Ruby, 9 th Floor, Senapati Bapat Marg, Dadar (West), Mumbai-400028	U67120MH1995PLC084814	Associate Company	42.86	2(6)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2.. Non-Institutions									
a).. Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i).. Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b).. Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i). Individual shareholders holding nominal share capital upto Rs.1 lakh.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii). Individual shareholders holding nominal share capital in excess of Rs.1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c).. Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total (B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	1,12,66,657	10	1,12,66,667	100	1,12,66,657	10	1,12,66,667	100	Nil

*Shareholders who are mentioned in Individual promoter category are holding shares as a nominee of Keynote Financial Services Limited and on its behalf.

II). SHAREHOLDING OF PROMOTERS:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1.	Keynote Financial Services Limited	1,12,66,607	100	Nil	1,12,66,607	100	Nil	Nil
2.	Mr. Rajguru Undage (Nominee of Keynote Financial Services Limited)	10	0.00	Nil	10	0.00	Nil	Nil
3.	Mr. Vivek Suchanti (Nominee of Keynote	10	0.00	Nil	10	0.00	Nil	Nil

	Financial Services Limited)							
4.	Mr. Rakesh Choudhari (Nominee of Keynote Financial Services Limited)	10	0.00	Nil	10	0.00	Nil	Nil
5.	Mr. Uday S. Patil (Nominee of Keynote Financial Services Limited)	10	0.00	Nil	10	0.00	Nil	Nil
6.	Mr. Nirmal Suchanti (Nominee of Keynote Financial Services Limited)	10	0.00	Nil	10	0.00	Nil	Nil
7.	Mrs. Pushpa Suchanti (Nominee of Keynote Financial Services Limited)	10	0.00	Nil	10	0.00	Nil	Nil

III) CHANGE IN PROMOTERS' SHAREHOLDING: There is no change during the year.

Sr. No.	For Each Promoters	Shareholding at the beginning of the Year		Remarks			Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	Date	Increase/Decrease	Reason	No. of Shares	% of total shares of the company
1	Keynote Financial Services Limited	1,12,66,607	100		No change		1,12,66,607	100
2	Mr. Rajguru Undage (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00
3	Mr. Vivek Suchanti (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00
4	Mr. Rakesh Choudhari (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00
5	Mr. Uday S. Patil (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00
6	Mr. Nirmal Suchanti (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00
7	Mrs. Pushpa Suchanti (Nominee of Keynote Financial Services Limited)	10	0.00		No change		10	0.00

IV.) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS): NOT APPLICABLE

V.) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: NIL

Sr. No.	For Each Directors & KMP	Shareholding at the beginning of the Year		Remarks			Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	Date	Increase/Decrease	Reason	No. of Shares	% of total shares of the company
1	Uday Patil*	10	0.00		No change		10	0.00
2	Vineet Suchanti	NIL	NIL		No change		NIL	NIL
3	Rakesh Choudhari*	10	0.00		No change		10	0.00
4	Manish Desai	NIL	NIL		No change		NIL	NIL
5	Kamlesh Kharade	NIL	NIL		No change		NIL	NIL
6	Devin Joshi	NIL	NIL		No change		NIL	NIL
7	Sujeet More	NIL	NIL		No change		NIL	NIL

Note: Mr. Uday Patil and Mr. Rakesh Choudhari are holding shares 10 equity shares each as a nominee of Keynote Financial Services Limited and on its behalf.

VI). DETAILS OF INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment: (Figures in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01-04-2020				
i). Principal Amount	48,93,145	4,35,20,563	-	4,84,13,708
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	48,93,145	4,35,20,563		4,84,13,708
Change in Indebtedness during the financial year				
• Addition	5,91,84,014	-	-	5,91,84,014
• Reduction	23,54,622	2,39,88,936	-	2,63,43,558
Net Change	5,68,29,392	(2,39,88,936)	-	3,28,40,456
Indebtedness at the end of the financial year - 31-03-2021				
i). Principal Amount	6,17,22,537	195,31,627	-	8,12,54,164
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,17,22,537	195,31,627	-	8,12,54,164

VII). REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

(a) Remuneration to Managing Director, Whole-Time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rs. In lakhs)
1.	Rakesh Choudhari		
1.	Gross Salary		
	(a). Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	27.30	27.30
	(b). Value of perquisites u/s17(2) Income-tax Act, 1961		
	(c). Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission		
	- As % of Profit		
5.	- Others specify (Bonus)		
	Ceiling as per the Act	As per section 197 and schedule V of the Companies Act, 2013 (As amended from to time)	
	Total	27.30	27.30

B. Remuneration of other Directors:**I. Independent Directors: NIL**

Particulars of Remuneration	Name of Directors		Amount (Rs. In lakhs)
Fees for attending board committee meetings	Nil	Nil	Nil
Commission	Nil	Nil	Nil
Others	Nil	Nil	Nil
Total (1)	Nil	Nil	Nil

II. Other Non-Executive Directors: NIL

Other Non-Executive Directors	Amount (Rs. In lakhs)
Fees for attending board committee meetings	Nil
Commission	Nil
Others	Nil
Total (2)	Nil
Total B = (1+2)	Nil
Ceiling as per the Act	Nil

C. Remuneration to Key Managerial Personnel (KMP) other than MD/Manager/WTD:**(Rs. In lakhs)**

Sr. No.	Particulars of Remuneration	KEY MANAGERIAL PERSONNEL			
		CEO	Company Secretary (Sujeet More)	CFO (Devin Joshi)	Total Amount
1.	Gross Salary				
	(a). Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NA	Nil	9.74	9.74
	(b). Value of perquisites u/s17(2) Income-tax Act, 1961	NA	Nil	Nil	Nil
	(c). Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	Nil	Nil	Nil
2.	Stock Option	NA	Nil	Nil	Nil
3.	Sweat Equity	NA	Nil	Nil	Nil
4.	Commission - As % of Profit - Others specify	NA	Nil	Nil	Nil
5.	Others, please specify (Bonus)	NA	Nil	Nil	Nil
	Total	NA	Nil	9.74	9.74

VIII). PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT /Court)	Appeal made if any (give details)
A. COMPANY					
Penalty			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

For Keynote Capitals Limited

Uday
Shankarrao Patil
Digitally signed by Uday Shankarrao Patil
Date: 2021.07.01 14:57:58 +05'30'

Uday Patil
Director
(DIN: 00003978)

Rakesh Shriram Choudhari
Digitally signed by Rakesh Shriram Choudhari
Date: 2021.07.01 14:18:10 +05'30'

Rakesh Choudhari
Managing Director
(DIN: 00009093)

Place: Mumbai
Date: 01/07/2021

ANNEXURE - II TO THE DIRECTORS' REPORT

Form AOC-I

(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.)

Name of the Subsidiary	Keynote Commodities Limited (CIN: U72900MH2000PLC127047)
The date since when subsidiary was acquired	18 th August, 2008
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2020 to 31/03/2021
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign	Not Applicable
Share Capital	95,00,000
Reserves & surplus	4,34,24,343
Total assets	12,18,09,866
Total Liabilities	6,88,85,523
Investments	10,60,73,261
Turnover	2,87,86,473
Profit before taxation	2,69,86,068
Tax expenses	7,65,608
Profit after Taxation	2,62,20,460
Proposed Dividend	Nil
% of shareholding	100%

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

- Names of subsidiaries which are yet to commence operations: None
- Names of subsidiaries which have been liquidated or sold during the year: None

For Keynote Capitals Limited

Uday
Shankarrao
Patil

Digitally signed by
Uday Shankarrao
Patil
Date: 2021.07.01
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Uday Patil
Director
(DIN: 00003978)

Rakesh
Shriram
Choudhari

Digitally signed by
Rakesh Shriram
Choudhari
Date: 2021.07.01
14:19:02 +05'30'

Rakesh Choudhari
Managing Director
(DIN: 00009093)


Devin Joshi
CFO

Place: Mumbai
Date: 01/07/2021

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 Venture	Keynote Fincorp Limited (Associate Concern) (CIN: U67120MH1995PLC084814)
Latest Audited Balance Sheet Date	31 st . March 2021
Shares of Associate / Joint Ventures held by the Company on the year end	15,00,000 Equity shares of Rs.10/- each.
Amount of Investment in Associates / Joint Venture	Rs. 150,00,000/-
Extent of Holding in %	42.86%
Description of how there is significant influence	Common Directors & Shareholders
Reason why the associate / Joint venture is not consolidated	Not Applicable
Networth attributable to Shareholding as per latest audited Balance Sheet	Rs.4,74,32,292
6. Profit / Loss for the year	
i. Considered in Consolidation	NA
i. Not Considered in Consolidation	
Names of associates or joint ventures which are yet to commence operations.	None
Names of associates or joint ventures which have been liquidated or sold during the year.	None

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For Keynote Capitals Limited

Uday
Shankarrao
Patil

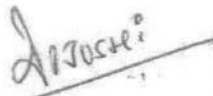
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Uday Shankarrao
Patil
Date: 2021.07.01
15:01:23 +05'30'

Uday Patil
Director
(DIN: 00003978)

Rakesh
Shriram
Choudhari

Digitally signed by
Rakesh Shriram
Choudhari
Date: 2021.07.01
14:19:32 +05'30'

Rakesh Choudhari
Managing Director
(DIN: 00009093)



Devin Joshi
CFO

Place: Mumbai
Date: 01/07/2021

R. K. KHANDELWAL & CO.
CHARTERED ACCOUNTANTS



107/110, Trinity, S.S. Gaikwad Marg,
(A.P. Market), Dhobi Talao,
Mumbai – 400 002.
Tel: 2207 7101 / 02 Telefax: 2207 7101
Email: rkkhandelwal@hotmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of
KEYNOTE CAPITALS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **KEYNOTE CAPITALS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the Standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its Profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs), as 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 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2021. We have determined that there are no key audit matters to communicate in our report.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Standalone Financial Statements and our auditors' 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 such other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

Responsibility of Management for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters

related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the 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 judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements for the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "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.
- c) The Balance Sheet, the Statement of Profit and Loss including the statement of Other Comprehensive Income, the Cash Flow Statement and the 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 Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Standalone Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
- g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has no pending litigations as on 31st March, 2021.
- ii. The Company has long-term contracts including derivative contracts as on the Balance Sheet Date and the company has provided for material foreseeable losses thereon.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2021.

Place: Mumbai
Date: 11/06/2021

For R. K. KHANDELWAL & CO.
Chartered Accountants,
Firm Registration No. 105054W

Ramkrishan Khandelwal
Digitally signed by
Ramkrishan Khandelwal
Date: 2021.06.11
22:38:12 +05'30'

(R. K. KHANDELWAL)
Partner

Membership No. 030054
UDIN :- 21030054AAAAAQ2888



“Annexure A”

To the Independent Auditors’ Report of even date on the Standalone Financial Statements of Keynote Capitals Limited

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

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b) The Company has a regular programme for physical verification in a phased periodic manner, which, in our opinion, is reasonable having regards to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds/lease deeds of immovable properties included in the property, plant and equipment are held in the name of the Company.
- ii. The Company is having stock of shares and securities which have been physically verified by the management at reasonable intervals during the year and there were no material discrepancies noticed on such verifications.
- iii. The Company has granted unsecured loan to bodies corporate of Rs. 33,87,761/- covered in the register maintained under section 189 of the Companies Act, 2013.
 - a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the bodies corporate listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
 - b) In the case of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act, the borrowers have been regular in the

payment of the principal and interest as stipulated.

- c) There are no overdue amounts in respect of the loan granted to the bodies corporate listed in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185. The Company has also complied with the Section 186 of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under Section 186 of the Act.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- vi. As informed to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Good and Service tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and Statutory due applicable to it. However, interest liability of Rs 475/- for TDS remained to be paid by the Company and provision for the same has been made.

b) According to the information and explanations given to us no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income-tax, Sales Tax, Goods and Service tax, Duty of custom, Duty of excise, Value added tax, Cess and Other Statutory Dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations provided by the management, the Company has not defaulted in repayment of loans or borrowing to financial institutions, banks or Government.
- ix. In our opinion and according to the information and explanations provided by the management, the Company has not raised monies by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations

provided by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

- xi. According to the information and explanations provided by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations provided by the management, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations provided by the management to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and, not commented upon.
- xv. According to the information and explanations provided by the management, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Act.
- xvi. According to the information and explanations provide to us, the provisions of the Section 45-IA of the Reserve Bank of India Act 1934 are not applicable to the company.

Place: Mumbai
Date: 11/06/2021

For R. K. KHANDELWAL & CO.
Chartered Accountants,
Firm Registration No. 105054W

Digitally signed by
Ramkrishan
Khandelwal
Date: 2021.06.11
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(R. K. KHANDELWAL)
Partner
Membership No. 030054
UDIN :- 21030054AAAAAQ2888

R. K. KHANDELWAL & CO.
CHARTERED ACCOUNTANTS



107/110, Trinity, S.S. Gaikwad Marg,
(A.P. Market), Dhobi Talao,
Mumbai – 400 002.
Tel: 2207 7101 / 02 Telefax: 2207 7101
Email: rkkhandelwal@hotmail.com

“Annexure B”

To the Independent Auditor’s Report of even date on the Standalone Financial Statements of Keynote Capitals Limited

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

We have audited the internal financial controls over financial reporting of KEYNOTE CAPITALS LIMITED ('the Company') as of 31st March, 2021 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 (the “Guidance Note”) 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 Act.

Auditor’s Responsibility

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

Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting with reference to these Standalone Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to these Standalone Financial Statements

A company's internal financial control over financial reporting with reference to these Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these Standalone Financial Statements includes those policies and procedures that:

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipt and expenditure of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Standalone Financial Statements and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, 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.

Place: Mumbai
Date: 11/06/2021

For R. K. KHANDELWAL & CO.
Chartered Accountants,
Firm Registration No. 105054W

Digitally signed by
Ramkrishan
Khandelwal
Date: 2021.06.11
22:39:01 +05'30'

(R. K. KHANDELWAL)
Partner
Membership No. 030054
UDIN :- 21030054AAAAAQ2888

KEYNOTE CAPITALS LIMITED
Audited Balance Sheet as at 31st.Mar. 2021

(Amount in Rs.)

	Note	As at 31st Mar. 2021	As at 31st Mar. 2020
ASSETS			
Financial Assets			
Cash & Cash Equivalent	1	4,14,185	4,69,027
Bank Balance	2	19,81,03,027	29,14,65,317
Trade Receivable	3	78,16,864	3,26,95,109
Loans	4	1,06,75,751	5,82,58,397
Investments	5	14,43,10,035	7,76,34,942
Other Financial Assets	6	2,06,63,000	2,06,63,000
Non Financial Assets			
Current Tax Asset (Net)	7	-	9,17,809
Property, Plant & Equipment	8	8,67,03,948	9,05,59,259
Right To Use Asset	9	2,82,823	2,82,823
Total Assets		46,89,69,633	57,29,45,683
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Payables			
Trade Payables			
(i) Total Outstanding dues other than MSME	10	73,59,325	16,06,73,790
Borrowings	11	8,12,54,164	4,84,13,708
Other Financial Liabilities	12	91,93,016	2,64,95,424
Non Financial Liabilities			
Provisions	13	37,60,854	32,72,526
Deferred Tax Liabilities	14	37,22,921	94,58,579
Current Tax Liabilities (Net)	15	14,43,754	-
EQUITY			
Equity Share Capital	16	11,26,66,670	11,26,66,670
Other Equity	17	24,95,68,929	21,19,64,987
Total Liabilities		46,89,69,633	57,29,45,683

For **R.K.KHANDELWAL & CO.**
Chartered Accountants,
Firm Registration No. 105054W

Ramkrishan Khandelwal
Digitally signed by Ramkrishan Khandelwal
Date: 2021.06.11 22:30:47 +05'30'

(R.K.KHANDELWAL)

Partner

Membership No. 030054

Place : Mumbai

Date : 11.06.2021

UDIN : 21030054AAAAAQ2888

For **KEYNOTE CAPITALS LIMITED**

Rakesh Shriram Choudhari
Digitally signed by Rakesh Shriram Choudhari
Date: 2021.06.11 21:55:39 +05'30'

RAKESH CHOUDHARI
Managing Director
(DIN 00009093)

Uday Shankar rao Patil
Digitally signed by Uday Shankar rao Patil
Date: 2021.06.11 22:08:16 +05'30'

UDAY PATIL
Director
(DIN 00003978)

DEVIN JOSHI
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Date: 2021.06.11 20:49:10 +05'30'

DEVIN JOSHI
CFO

SUJEET KRISHNA MORE
Digitally signed by SUJEET KRISHNA MORE
Date: 2021.06.11 20:49:10 +05'30'

SUJEET MORE
Company Secretary

KEYNOTE CAPITALS LIMITED
Cash Flow Statement For The Period Ended 31st. March. 2021

	(Amount in Rs.)	
	Period Ended 31st. March 2021	Period Ended 31st. March 2020
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax as per Statement of Profit & Loss	3,33,60,851	(2,53,64,705)
Adjustments For :		
Depreciation / Amortization	40,85,903	41,27,530
(Profit) / Loss on Sale & Revaluation. of Invest.	-	32,23,937
Finance Cost	34,37,644	73,49,004
Dividend Income	(19,99,055)	(8,79,073)
Interest Income	(1,14,70,430)	(1,33,40,211)
Operating profit before working capital changes	2,74,14,913	(2,48,83,518)
Adjustment For :		
(Increase) / Decrease in Trade Receivables	2,48,78,245	(6,07,814)
(Increase) / Decrease in Inventories	-	4,00,000
(Increase) / Decrease in Other Financial Assets	-	4,18,00,000
(Increase) / Decrease in Loans	4,75,82,646	(5,25,66,551)
Increase / (Decrease) in Provisions	4,88,328	2,03,623
Adj. for Provision for Amortisation	(94,274)	(94,274)
Current Tax Provision	8,68,997	(16,60,276)
Increase / (Decrease) in Other Financial Liabilities	(1,73,02,408)	(2,79,20,922)
Increase / (Decrease) in Trade Payables.	(15,33,14,465)	15,62,46,575
NET CASH FROM OPERATING ACTIVITIES	(6,94,78,018)	9,09,16,843
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	(1,36,318)	(60,511)
Sale / (Purchase) of Investments	(6,66,75,093)	2,22,54,135
Profit on Sale of Investment	-	(32,23,937)
Interest Income	1,14,70,430	1,33,40,211
Dividend Income	19,99,055	8,79,073
NET CASH FROM INVESTING ACTIVITIES	(5,33,41,927)	3,31,88,972
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Interest paid	(34,37,644)	(73,49,004)
Increase / (Decrease) in Borrowing	3,28,40,456	2,24,26,506
NET CASH FROM FINANCING ACTIVITIES	2,94,02,812	1,50,77,502
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(9,34,17,133)	13,91,83,316
Cash and Cash Equivalents at the beginning of the year (Refer Note 1)	29,19,34,344	15,27,51,028
Cash and Cash Equivalents at the end of the period (Refer Note 1)	19,85,17,212	29,19,34,346

"As per our report of even date attached"

For **R.K.KHANDELWAL & CO.**
Chartered Accountants,
Firm Registration No. 105054W

Digitally signed by
Ramkrishan
Khandelwal
Date: 2021.06.11
22:32:37 +05'30'

(R.K.KHANDELWAL)

Partner

Membership No. 030054

Place : Mumbai

Date : 11.06.2021

UDIN : 21030054AAAAAQ2888

For **KEYNOTE CAPITALS LIMITED**

Digitally signed by
Rakesh Shiram
Choudhari
Date: 2021.06.11
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RAKESH CHOUDHARI
Managing Director
(DIN 00009093)

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Uday Shankarrao
Patil
Date: 2021.06.11
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UDAY PATIL
Director
(DIN 00003978)

Digitally signed by
Devin Joshi
Date: 2021.06.11
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DEVIN JOSHI
CFO

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SUJEET
KRISHNA
MORE
Date: 2021.06.11
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SUJEET MORE
Company Secretary

KEYNOTE CAPITALS LIMITED
Audited Statement of Profit and Loss for the year ended 31st. Mar. 2021

(Amount in Rs.)

	Note	For the Year ended 31st. Mar. 2021	For the year ended 31st Mar. 2020
INCOME FROM OPERATIONS			
Advisory Income	18	1,14,94,742	1,43,59,943
Brokerage & Allied Income	19	2,44,41,616	1,90,03,858
Income From Investment in Mutual Fund	20	2,77,607	7,12,607
Profit from F&O & Currency Trading	21	3,26,099	81,20,924
Profit from Trading in Securities	22	2,74,802	-
Profit on A/c. of Fair Value Changes	23	2,37,93,147	-
Profit on Sale of Investments	24	59,965	-
Total Revenue from Operations		6,06,67,978	4,21,97,331
Dividend Income	25	19,99,055	8,79,073
Income from Rent	26	-	1,00,000
Interest Income	27	1,14,70,430	1,33,40,211
Miscellaneous Income	28	-	20,395
Other Income		1,34,69,485	1,43,39,679
Total Revenue		7,41,37,462	5,65,37,010
EXPENSES			
Finance Cost	29	34,37,644	73,49,004
Net Loss Fair Value Changes	30	-	3,03,22,109
Loss From Sale of Investment	31	-	32,23,937
Loss from Trading in Securities	32	-	5,16,509
Employee Benefit Expenses	33	1,53,64,422	1,95,91,766
Depreciation and Amortization Expenses	34	40,85,903	41,27,530
Other Expenses	35	1,78,88,642	1,67,70,860
Total Expenses		4,07,76,611	8,19,01,716
Profit Before Tax		3,33,60,851	(2,53,64,705)
Tax expense:			
Current tax		29,60,990	15,29,252
Short / (Excess) provision of Taxation for Earlier		-	-
MAT Credit		(14,68,424)	(7,86,786)
Deferred tax		-57,35,658	5,29,677
Profit for the year		3,76,03,942	(2,66,36,848)
Item not reclassified to P & L A/C.		4,99,053	(4,809)
Total Comprehensive Income		3,81,02,995	-2,66,41,657
Earnings per Equity Share of Face value of Rs.10 each			
Basic and Diluted		3.34	(2.36)
Notes on Financial Statements	1-51		

For **R.K.KHANDELWAL & CO.**

Chartered Accountants,

Firm Registration No. 105054W

Ramkrishan Khandelwal
Digitally signed by Ramkrishan Khandelwal
Date: 2021.06.11 22:34:11 +05'30'

(R.K.KHANDELWAL)

Partner

Membership No. 030054

Place : Mumbai

Date : 11.06.2021

UDIN : 21030054AAAAAQ2888

Rakesh Shiram Choudhari
Digitally signed by Rakesh Shiram Choudhari
Date: 2021.06.11 22:00:00 +05'30'

RAKESH CHOUDHARI
Managing Director
(DIN 00009093)

Uday Shankarrao Patil
Digitally signed by Uday Shankarrao Patil
Date: 2021.06.11 22:10:32 +05'30'

UDAY PATIL
Director
(DIN 00003978)

For **KEYNOTE CAPITALS LIMITED**

SUJEET KRISHNA MORE
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Date: 2021.06.11 20:05:54 +05'30'

DEVIN JOSHI
C F O
SUJEET MORE
Company Secretary

KEYNOTE CAPITALS LIMITED
As on 31 March 2021

(Amt. in Rs.)

A. Equity Share capital

Particulars	31 March 2021		31 March 2020	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	1,12,66,667	11,26,66,670	1,12,66,667	11,26,66,670
Changes in equity share capital during the year	-	-	-	-
At the end of the year	1,12,66,667	11,26,66,670	1,12,66,667	11,26,66,670

B. Other Equity

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
Balance as at 1 April 2019	6,28,33,340	17,57,68,495	23,86,01,835
Adjustments on account of transition to Ind AS	-	-	-
Opening reinstated balance as on 1 April 2019	6,28,33,340	17,57,68,495	23,86,01,835
Add: Profit during the year	-	(2,66,36,848)	(2,66,36,848)
Balance as at 31 March 2020	6,28,33,340	14,91,31,647	21,19,64,987
Add: Profit during the year	-	3,76,03,942	3,76,03,942
Balance as at 31 March 2021	6,28,33,340	18,67,35,589	24,95,68,929

Notes:

- 1 Retained earnings represent the accumulated earnings net of losses if any made by the company over the years.
- 2 Securities premium is created in issue of shares during previous financial years

The accompanying notes referred above form an integral part of the standalone Ind AS financial statements

As per our report of even date attached

For **R.K.KHANDELWAL & CO.**

Chartered Accountants.

Firm Registration No. 105054W

Digitally signed by
Ramkrishan
Khandelwal
Date: 2021.06.11
22:55:45 +05'30'

(R.K.KHANDELWAL)

Partner

Membership No. 030054

Place Mumbai

Date 11.06.2021

UDIN : 21030054AAAAAQ2888

For **KEYNOTE CAPITALS LIMITED**

Digitally signed by
Rakesh
Shriram
Choudhari
Date: 2021.06.11
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RAKESH CHOUDHARI

Managing Director

(DIN 00008093)

Digitally signed by
Uday
Shankarrao
Patil
Date: 2021.06.11
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UDAY PATIL

Director

(DIN 00003978)

Digitally signed by
SUJEET
KRISHNA
MORE
Date: 2021.06.11
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**SUJEET
KRISHNA
MORE**

SUJEET MORE

Company Secretary

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the year ended 31 Mar. 2021

NOTE 1. CASH AND CASH EQUIVALENTS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Cash on Hand	4,14,185	4,69,027
Total	4,14,185	4,69,027

NOTE 2. BANK BALANCE

In Current Accounts	1,28,80,758	10,82,97,584
In Fixed Deposits*	18,52,22,269	18,31,67,733
Total	19,81,03,027	29,14,65,317

NOTE 3. TRADE RECEIVABLES

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Over Six Months	33,41,726	2,81,33,032
Others	44,75,138	45,62,077
Total	78,16,864	3,26,95,109

NOTE 4. LOANS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Advances		
Advances Recoverable in Cash or Kind	13,70,497	5,23,14,173
Income Tax (Net of Provision)	47,61,656	23,75,422
Loans to Related Parties		
Subsidiary (Keynote Commodities)	33,87,761	29,14,757
Prepaid Expenses	11,07,709	3,47,419
Advances to Staff	48,128	3,06,626
Total	1,06,75,751	5,82,58,397

NOTE 5. INVESTMENTS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Trade (Quoted)		
Investments in Equity Shares & Mutual Fund	10,60,72,847	3,93,97,754
Others (Unquoted)		
Investments in Equity Shares of Subsidiaries & Others	3,35,00,000	3,35,00,000
Debentures of SRH Lifestyle	47,37,188	47,37,188
Total	14,43,10,035	7,76,34,942

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
5.1 Trade (Quoted)		
Investments in Mutual Fund / Liquid Fund	1,16,207	10,64,537
10,000 (10,000) Equity Shares of Ashapura Minechem Ltd. LTD.of Rs.2/- each Fully Paid	10,41,500	2,04,500
1777 (1777) Equity Shares of Aegis Logistics Ltd.of Rs.1/-each Fully Paid	5,36,832	2,47,536
1600 (1600) Equity Shares of Affordable Robotics Ltd.of Rs.10/-each Fully Paid	-	36,320
309 (309) Equity Shares of AIA Engineering Ltd. of Rs.2/-each Fully Paid	6,30,051	4,27,069
124 (178) Equity Shares of Alkem Laboratory Ltd. of Rs.2/-each Fully Paid	3,44,100	4,14,535
1107 (NIL) Equity Shares of Antony Waste Handling Cell Ltd. of Rs.10/-each Fully Paid	2,67,008	-
566 (NIL) Equity Shares of ABB Power & System Ltd. of Rs.10/-each Fully Paid	8,02,248	
3320 (3320) Equity Shares of Aptech Ltd. of Rs.10/-each Fully Paid	6,11,378	2,88,001

272 (288) Equity Shares of AU Small Finance Bank Ltd.of Rs.2/-each Fully Paid	-	1,38,407
1203 (1034) Equity Shares of Auribindo Pharma Ltd. of Rs.1/-each Fully Paid	10,60,505	4,27,094
56 (136) Equity Shares of Bajaj Finance Ltd. of Rs.2/-each Fully Paid (Bonus Shares)	-	1,24,099
43200 (NIL) Equity Shares of Bharat Wires Ltd. of Rs.10/-each Fully Paid	14,99,040	
45 (45) Equity Shares of Bayer Crop Science Ltd. of Rs.10/-each Fully Paid	2,37,488	1,55,644
364 (478) Equity Shares of Bharat Forge Ltd.of Rs.2/-each Fully Paid	2,16,999	1,11,900
810 (NIL) Equity Shares of Bharti Airtel Ltd.of Rs.10/-each Fully Paid	-	3,56,886
364 (291) Equity Shares of Birla Corporation Ltd.of Rs.10/-each Fully Paid	3,45,964	1,21,347
177(177) Equity Shares of Blue Star Ltd.of Rs.2/-each Fully Paid	1,65,929	81,535
20 (20) Equity Shares of Bosch Ltd.of Rs.10/-each Fully Paid	2,81,000	1,88,195
349 (350) Equity Shares of Canfin Homes Ltd.of Rs.2/-each Fully Paid	2,13,885	97,615
3810 (3816) Equity Shares of Chambal Fertilisers Ltd. of Rs.10/-each Fully Paid	8,74,776	4,12,510
3000 (NIL) Equity Shares of Coral Labs Ltd.of Rs.10/-each Fully Paid	9,66,750	
67 (NIL) Equity Shares of Cipla Ltd.of Rs.2/-each Fully Paid	54,622	
1913 (2325) Equity Shares of City Union Bank Ltd.of Rs.1/-each Fully Paid	-	2,48,020
12489 (12489) Equity Shares of Cochin Shipyard Ltd.of Rs.10/-each Fully Paid	46,63,393	33,00,218
170 (170) Equity Shares of Colgate Palmolive Ltd.of Rs.1/-each Fully Paid	2,65,132	2,13,002
442 (442) Equity Shares of Container Corpn. Ltd.of Rs.5/-each Fully Paid	2,64,095	1,46,501
902 (2075) Equity Shares of Coromandel International Ltd.of Rs.1/-each Fully Paid	6,98,148	11,28,593
285 (285) Equity Shares of Cummins India Ltdof Rs.2/-each Fully Paid	2,62,086	92,768
1372 (1440) Equity Shares of DCB Bank Ltd.of Rs.10/-each Fully Paid	-	1,30,340
105 (117) Equity Shares of Dhanuka Agri Tech Ltd.of Rs.2/-each Fully Paid	72,450	37,861
98 (107) Equity Shares of Dr. Lal Path Laboratories Ltd.of Rs.10/-each Fully Paid	-	1,37,337
190 (190) Equity Shares of Eicher Motors Ltd.of Rs.10/-each Fully Paid	4,94,884	2,48,657
683 (514) Equity Shares of Emami Ltd.of Rs.1/-each Fully Paid	3,29,889	87,380
517 (710) Equity Shares of Engineers India Ltd.of Rs.5/-each Fully Paid	39,835	42,636
975 (975) Equity Shares of Escorts Inida Ltd.of Rs.10/-each Fully Paid	-	6,46,376
2225 (2225) Equity Shares of Federal Bank Ltd.of Rs.2/-each Fully Paid	-	91,336
1150 (1150) Equity Shares of Gabriel Inida Ltd.of Rs.1/-each Fully Paid	1,19,025	61,525
93 (NIL) Equity Shares of Gland Pharma Ltd.of Rs.10/-each Fully Paid	2,30,259	
34 (34) Equity Shares of Glaxosmithkline Ltd.of Rs.10/-each Fully Paid	-	3,39,765
601 (601) Equity Shares of Godrej Industries Ltd.of Rs.1/-each Fully Paid	3,26,043	1,70,384
2518 (2684) Equity Shares of Greaves Cotton Ltd. of Rs.2/-each Fully Paid	3,22,304	1,86,940
2853 (NIL) Equity Shares of G S P L of Rs.10/-each Fully Paid	7,84,575	-
737 (NIL) Equity Shares of HCL Technologies Ltd.of Rs.2/-each Fully Paid	7,24,803	
880 (880) Equity Shares of Hindustan Petroleum Ltd.of Rs.10/-each Fully Paid (Bonus Share)	2,06,404	1,67,332

228334 (103334) Equity Shares of HUDCO Ltd.of Rs.10/-each Fully Paid	99,32,529	20,61,514
1816 (NIL) Equity Shares of HINDALCO .of Rs.1/-each Fully Paid	5,93,560	
20400(20400) Equity Shares of India Bull Hsg. Fin. Ltd.of Rs.2/-each Fully Paid	40,08,600	19,69,620
1049 (1049) Equity Shares of I C I C I Bank Ltd. of Rs.2/-each Fully Paid	6,09,731	3,40,401
349 (90) Equity Shares of I C I C I Securities Ltd. of Rs.10/-each Fully Paid	1,33,161	24,939
119 (119) Equity Shares of IIFL Holdings Ltd.of Rs.10/-each Fully Paid	-	8,854
119 (NIL) Equity Shares of IIFL Securities Ltd.of Rs.10/-each Fully Paid	-	3,695
111 (103) Equity Shares of Indiamart Intermesh Ltd.of Rs.10/-each Fully Paid	8,62,470	1,99,398
4220 (3718) Equity Shares of Indian Energy Exchange Ltd.of Rs.10/-each Fully Paid	14,04,838	4,75,532
10 (10) Equity Shares of IDFC Ltd.of Rs.10/-each Fully Paid	473	149
10 (10) Equity Shares of IDFC Bank Ltd. of Rs.10/-each Fully Paid	557	211
224 (292) Equity Shares of Ipca Laboratories Ltd.of Rs.2/-each Fully Paid	4,26,082	4,05,325
955 (NIL) Equity Shares of ITC Ltd.of Rs.1/-each Fully Paid	2,08,668	
600 (600) Equity Shares of ITD Cementation Ltd.of Rs.1/-each Fully Paid	46,620	17,790
1210 (1210) Equity Shares of J & K Bank Ltd.of Rs.1/-each Fully Paid	-	15,004
2885 (NIL) Equity Shares of Jindal Steel & Power Ltd. of Rs.1/-each Fully Paid	-	2,37,147
4053 (8897) Equity Shares of JSW Energy Ltd. of Rs.10/-each Fully Paid	3,56,461	3,79,012
15000 (NIL) Equity Shares of Kisan Moulding Ltd. of Rs.10/-each Fully Paid	2,50,500	
476 (476) Equity Shares of KSB Pumps Ltd.of Rs.2/-each Fully Paid	4,26,187	2,01,919
356 (240) Equity Shares of Kajaria Ceramics Ltd.of Rs.1/-each Fully Paid	3,28,980	90,372
1401 (1339) Equity Shares of Kaveri Seeds Ltd.of Rs.2/-each Fully Paid	7,19,484	4,56,331
1175 (1175) Equity Shares of KEI Industries Ltd. of Rs.2/-each Fully Paid	6,17,874	3,14,606
633 (692) Equity Shares of Kotak Mahindra Bank Ltd.of Rs.5/-each Fully Paid	11,10,282	8,97,074
100 (NIL)Equity Shares of L & T Ltd.of Rs.2/-each Fully Paid	1,41,835	-
75 (NIL)Equity Shares of L & T Infotech Ltd.of Rs.10/-each Fully Paid	3,04,294	
243(243)Equity Shares of L & T Technologies Ltd.of Rs.10/-each Fully Paid	6,45,116	2,82,463
442750(1750)Equity Shares of LKP Securities Ltd.of Rs.2/-each Fully Paid	29,88,563	6,335
154 (154) Equity Shares of Mahanagar Gas Ltd.of Rs.10/-each Fully Paid	1,79,749	1,25,964
139000 (NIL) Equity Shares of Man Industries Ltd.of Rs.10/-each Fully Paid	1,10,78,300	
913 (768) Equity Shares of Max Financial Services Ltd.of Rs.2/-each Fully Paid	7,84,130	2,95,987
5663 (5663) Equity Shares of Nagarjuna Const. Co. Ltd. of Rs.2/-each Fully Paid	-	1,06,464
102000 (102000) Equity Shares of Mitcon Consultancy Ltd.of Rs.10/-each Fully Paid	41,82,000	40,64,700
100000 (NIL) Equity Shares of Network 18 Ltd.of Rs.5/-each Fully Paid	36,50,000	

100 (NIL) Equity Shares of NMDC Ltd of Rs.10/-each Fully Paid	13,525	
71189 (71189) Equity Shares of O K Play Ltd.of Rs.10/-each Fully Paid	17,61,928	14,09,542
17 (32) Equity Shares of Page Industries Ltd.of Rs.10/-each Fully Paid	5,13,400	5,41,690
66000 (66000) Equity Shares of Perfect Infraengineers Ltd.of Rs.10/-each Fully Paid	6,86,400	8,25,000
1779 (NIL) Equity Shares of Petronet LNG Ltd.of Rs.10/-each Fully Paid	-	3,55,533
1000 (1000) Equity Shares of Powermech Projects Ltd.of Rs.10/-each Fully Paid	-	3,36,100
152 (152) Equity Shares of Quess Corp. Ltd.of Rs.10/-each Fully Paid	1,04,166	32,156
1282 (1282) Equity Shares of Radico Khaitan Ltd. of Rs.2/-each Fully Paid	7,11,446	3,42,486
813 (813) Equity Shares of Ramkrishna Forging Ltd. of Rs.10/-each Fully Paid	4,25,890	1,23,576
4363 (NIL) Equity Shares of Redington India Ltd.of Rs.10/-each Fully Paid	8,27,661	
400 (NIL) Equity Shares of Reliance Ltd.of Rs.10/-each Fully Paid	8,01,280	
5215 (325) Equity Shares of S H Kelkar Ltd.of Rs.10/-each Fully Paid	5,80,169	16,684
67 (162) Equity Shares of SRF Ltd.of Rs.10/-each Fully Paid	3,62,236	4,50,247
120000 (NIL) Equity Shares of Sadhana Nitro Ltd.of Rs.1/-each Fully Paid	30,78,000	
2,96,000 (3,15,200) Equity Shares of Sarveshwar Foods Ltd. of Rs.10/-each Fully Paid	65,86,000	32,30,800
62 (1099) Equity Shares of Shakti Pumps Ltd. of Rs.10/-each Fully Paid	-	7,322
224 (224) Equity Shares of Suprajit Engineers Ltd. of Rs.10/-each Fully Paid	61,734	24,819
1263 (914) Equity Shares of Syngene International Ltd. of Rs.10/-each Fully Paid	6,87,388	2,20,777
4650 (4650) Equity Shares of Shree Pushkar Chemicals Ltd.of Rs.10/-each Fully Paid	6,32,400	3,43,635
490000 (490000) Equity Shares of Siddha Real Estates Ltd.of Rs.1/-each Fully Paid	-	-
246275 (NIL) Equity Shares of STI India Ltd.of Rs.1/-each Fully Paid	1,84,637	
727 (NIL) Equity Shares of State Bank of India Ltd.of Rs.1/-each Fully Paid	2,64,882	
158000 (158000) Equity Shares of Steel City Securities Ltd.of Rs.10/-each Fully Paid	55,53,700	28,36,100
700 (NIL) Equity Shares of Tanla Platform Ltd. of Rs.1/-each Fully Paid	5,66,160	-
180 (NIL) Equity Shares of TCS td.of Rs.10/-each Fully Paid	4,91,974	
13 (28) Equity Shares of TTK Prestige Ltd.of Rs.10/-each Fully Paid	94,721	1,37,150
10498 (NIL) Equity Shares of TD Power Sys Ltd.of Rs.10/-each Fully Paid	15,52,654	
50000(NIL) Equity Shares of TFCIL of Rs.10/-each Fully Paid	30,72,500	
363 (363) Equity Shares of Tech Mahindra Ltd. of Rs.1/-each Fully Paid	3,59,824	2,05,077
140000(NIL) Equity Shares of THOMAS Cook Ltd.of Rs.10/-each Fully Paid	69,16,000	
1747 (5400) Equity Shares of UPL of Rs.2/-each Fully Paid	11,21,923	17,62,560
1780 (1780) Equity Shares of Va Tech Wabag Ltd. of Rs.2/-each Fully Paid	4,47,136	1,47,295
433(100) Equity Shares of VIP Industries Ltd. of Rs.2/-each Fully Paid	1,53,174	24,005
9 (9) Equity Shares of V Mart Ltd. of Rs.10/-each Fully Paid	24,756	12,713
1372 (1372) Equity Shares of Voltas Ltd.of Rs.1/-each Fully Paid	13,74,538	6,56,982

10,60,72,847	3,93,97,754
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5.2 Others (Unquoted) Investment in Equity Shares of Subsidiaries & Others (at cost)

15,00,000 (15,00,000) Equity Shares of Keynote Fincorp Ltd. of Rs.10/- each.	3,00,00,000	3,00,00,000
350,000 (350,000) Equity Shares of Keynote Commodities Ltd.of Rs.10/- each.	35,00,000	35,00,000
	3,35,00,000	3,35,00,000

Particulars	31st. Mar. 2021	31st. Mar. 2020
Aggregate amount of Quoted Investments (At Cost)	12,90,80,102	8,52,49,811
Market Value of Quoted Investments	10,60,72,847	3,93,97,754
Aggregate amount of Unquoted Investments	3,35,00,000	3,35,00,000
Aggregate provision for Diminution in Value of Investment	-	-

NOTE 6. OTHER FINANCIAL ASSETS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Unsecured Considered good		
Deposit for Premises	1,00,50,000	1,00,50,000
Deposit with Corporates & Other Bodies	1,06,13,000	1,06,13,000
Total	2,06,63,000	2,06,63,000

NOTE 7. CURRENT TAX ASSETS (Net)

	As at 30th. Sept. 2020	As at 30th. Sept. 2019
Current Tax Asset (Net)	-	9,17,809
	-	9,17,809

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
NOTE 9. RIGHT TO USE ASSET		
Right to Use Asset	2,82,823	2,82,823
	2,82,823	2,82,823

NOTE 10. TRADE PAYABLES

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Trade Payables	73,59,325	16,06,73,790
Total	73,59,325	16,06,73,790

NOTE 11. BORROWINGS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Secured		
Car Loan from HDFC Bank Ltd. (Secured By Hypothecation of Mercedes Benz)	22,85,082	37,38,789
Car Loan from Yes Bank Ltd. (Secured By Hypothecation of Skoda Car)	1,57,716	10,58,630
Axis Bank O/D Against FD Account	5,92,79,739	95,725
Loan From Related Parties		
Associate (Keynote Fincorp Ltd.)	1,85,79,731	4,30,32,702
Parent Company (Keynote Financial Ser. Ltd.)	9,51,896	4,87,861
Total	8,12,54,164	4,84,13,708

NOTE 12. OTHER FINANCIAL LIABILITIES

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Deposit / Advance From Clients/ Parties*	34,66,124	30,67,776
Interest Payable	475	22,895
Employee Benefits Payable	1,05,270	1,13,511
Statutory Dues Payable	5,09,540	17,12,853
Office Deposit	33,79,855	1,85,77,265
Other Payables	9,53,288	27,47,281
	7,78,465	
Outstanding Expenses Payable		2,53,844
Total	91,93,016	2,64,95,424

*All the above Deposits/Advances are payable as and when demanded by the party.

NOTE 13. PROVISIONS

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Provision for Gratuity (Non Current)	19,63,837	19,63,837
Provision for Bonus	1,00,000	1,00,000
Provision for Gratuity (Current)	6,38,065	9,41,542
Provision for Leave Encashment	8,46,835	1,49,304
Provision for Amortisation	2,12,117	1,17,843
Profit on F & O Open Position	-	-
	37,60,854	32,72,526

NOTE 14. DEFERRED TAX LIABILITY (Net)

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Deferred tax Liability as on 1st April, 2020	94,58,579	89,28,902
Difference between book and Tax Depreciation	5,40,269	7,33,959
Unrealised Profit on FMP	-60,12,100	-
Total deferred Tax liability	39,86,747	96,62,862
Expenses Disallowed as per section 43B of Income Tax Act	2,63,826	2,04,282
	-	-
Total deferred Tax Assets	2,63,826	2,04,282
Net Deferred Tax Liability	37,22,921	94,58,579

NOTE 15. CURRENT TAX LIABILITY (Net)

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Current Tax Liability (Net)	14,43,754	-
	14,43,754	-

NOTE 16. EQUITY SHARE CAPITAL

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Authorized Share Capital		
1,50,00,000 (31st March 2020:1,50,00,000) Equity Shares of Rs.10/- each	15,00,00,000	15,00,00,000
Total	15,00,00,000	15,00,00,000
Issued, Subscribed and Fully Paid Up Shares		
1,12,66,667 (31st March 2019: 1,12,66,667) Equity Shares of Rs.10/- each	11,26,66,670	11,26,66,670
Total	11,26,66,670	11,26,66,670

16.1) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

	As at 31st. Mar 2021		As at 31st. Mar 2020	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	1,12,66,667	11,26,66,670	1,12,66,667	11,26,66,670
Add: Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,12,66,667	11,26,66,670	1,12,66,667	11,26,66,670

16.2) Details of shareholders holding more than 5% shares in the company

	As at 31st. Mar 2021		As at 31st. Mar 2020	
	No of Shares	% Holding	No of Shares	% Holding
Keynote Financial Services Ltd. (Formerly Keynote Corporate Services Ltd.)	1,12,66,667	100	1,12,66,667	100
	1,12,66,667	100	1,12,66,667	100

NOTE 17. OTHER EQUITY

	As at 31st. Mar. 2021	As at 31st. Mar. 2020
Securities Premium Account		
As per last Balance Sheet	6,28,33,340	6,28,33,340
Add : Issue of Shares	-	-
	6,28,33,340	6,28,33,340
Profit and Loss Account		
As per last Balance Sheet	14,91,31,647	17,57,68,495
Add: Profit for the year	3,76,03,942	-2,66,36,848
Add: Revaluation of Investment Stock as per IND AS.		
	18,67,35,589	14,91,31,647
Total	24,95,68,929	21,19,64,987

NOTE 18. ADVISORY INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Advisory Income	1,14,94,742	1,43,59,943
	1,14,94,742	1,43,59,943

NOTE 19. BROKERAGE & ALLIED INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Brokerage Income	2,36,64,600	1,80,39,809
Depository & Late Payment Charges Income	7,77,016	9,64,048
	2,44,41,616	1,90,03,858

NOTE 20. INCOME FROM MUTUAL FUND

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Income From Mutual Fund	2,77,607	7,12,607
	2,77,607	7,12,607

NOTE 21. PROFIT FROM F&O AND CURRENCY TRADING

Profit from F&O & Currency Trading	3,26,099	81,20,924
Total	3,26,099	81,20,924

NOTE 22. PROFIT FROM TRDING IN SECURITIES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Profit from Trading in Securities	2,74,802	
Total	2,74,802	-

NOTE 23. PROFIT ON ACCOUNT OF FAIR VALUE CHANGES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Profit ON Account of Fair Value Changes	2,37,93,147	
Total	2,37,93,147	-

NOTE 24. PROFIT ON SALE OF INVESTMENTS

PROFIT ON SALE OF INVESTMENT - LONG TERM	19,18,705	-
PROFIT ON SALE OF INVESTMENT - SHORT TERM	54,80,867	-
LOSS ON SALE OF INVESTMENT - LONG TERM	-72,81,589	-
LOSS ON SALE OF INVESTMENT - SHORT TERM	-58,018	-
	59,965	-

NOTE 25. DIVIDEND INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Dividend Income	19,99,055	8,79,073
	19,99,055	8,79,073

NOTE 26. RENTAL INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Income from Rent	-	1,00,000
	-	1,00,000

NOTE 27. INTEREST INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Interest Income	-	4,943
Interest on Fixed Deposits	1,14,70,430	1,33,35,268
	1,14,70,430	1,33,40,211

NOTE 28. MISCELLANEOUS INCOME

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Miscellaneous Income	-	20,395
	-	20,395

NOTE 29. FINANCE COST

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Bank Charges	77,196	13,722
Interest expense	30,26,203	67,92,704
Other borrowing costs (Interest on Car Loan)	3,34,245	5,42,578
Total	34,37,644	73,49,004

NOTE 30. NET LOSS ON FAIR VALUE CHANGES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Loss on A/c.of Revaluation & Sale as per IND AS	-	3,03,22,109
	-	3,03,22,109

NOTE 31. LOSS FROM SALE OF INVESTMENTS

LOSS ON SALE OF INVESTMENT - LONG TERM	-	30,29,846
LOSS ON SALE OF INVESTMENT - SHORT TERM	-	1,94,091
	-	32,23,937

NOTE 32. LOSS FROM TRADING IN SECURITIES

Loss from Trading in Securities	-	5,16,509
	-	5,16,509

NOTE 33. EMPLOYEE BENEFIT EXPENSES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Bonus	-	8,20,155
Company's Contributions to P F & ESIC	13,53,124	14,42,271
Gratuity	67,881	5,36,597
Leave Encashment	6,97,531	2,86,442
Salaries and incentives	1,32,34,462	1,63,94,125
Staff welfare expenses	11,425	1,12,176
Total	1,53,64,422	1,95,91,766

NOTE 34 . DEPRECIATION AND AMORTIZATION EXPENSES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Depreciation of tangible assets	40,85,903	41,27,530
Total	40,85,903	41,27,530

NOTE 35. OTHER EXPENSES

	For year ended 31st. Mar. 2021	For year ended 31st. Mar. 2020
Annual Maintenance Charges	16,345	27,148
Auditor Remuneration	3,75,000	3,75,000
Books & Periodicals	-	13,299
Business Promotion Expenses	8,58,067	5,77,886
Computer Expenses	6,82,599	3,08,670
Conveyance Expenses	2,16,545	6,02,735
Donation	-	45,000
General Expenses	2,500	58,668
Insurance Charges	3,84,633	4,15,787
Legal & Professional Charges	89,01,611	69,67,317
Loss on Foreign Exchange Fluctuation	91,464	-
Membership & Subscription	2,78,174	3,01,619
Miscellaneous Expenses	6,90,582	1,77,609
Motor Car Expenses	2,07,678	5,46,302
Portfolio Management Fees	5,53,124	5,24,042
Postage & Telegraph	768	18,280
Printing & Stationery	42,279	69,659
Professional Tax	4,170	4,170
Rent, Rates & taxes & License Fees	18,72,519	14,67,593
Repairs & Renewal	8,28,691	52,452
Security Transaction Tax	1,24,402	1,14,627
Stamp Duty & Stamp Expenses	18,948	22,250
Stock Exchange Related Expenses	5,57,469	7,01,262
Sundry Balances Written off.	37,154	96,023
Telephone & Communication Expenses	5,00,179	3,39,285
Travelling Expenses	4,61,742	29,44,177
Website Designing & Development Expenses	1,82,000	-
Total	1,78,88,642	1,67,70,860

NOTE 36. SIGNIFICANT ACCOUNTING POLICIES:

36.1 BASIS OF PREPARATION AND PRESENTATION :

These financial statements are prepared on the historical cost basis except for certain Financial Assets & Liabilities (Including Derivative Instruments) which have been measured at Fair Value amount. The Financial Statements of the Company have been prepared to comply with the Indian Accounting Standards (IND AS), including the rules notified under relevant provisions of the Companies Act, 2013.

36.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Property, Plant & Equipment

Property, Plant & Equipment are stated at Cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use. Depreciation on Property, Plant & Equipment is provided on Straight Line method and in the manner specified in Schedule II of the Companies Act, 2013. Assets costing less than Rs.5,000/ are fully depreciated in the year of purchase itself.

(b) Leases

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

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the company has substantially all of the economic benefits from the use of the asset and has right to direct the use of the identified asset.

The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of the asset.

The Company has adopted Ind AS 116 using the prospective approach. The application of Ind AS 116 has resulted into recognition of 'Right-of-Use' asset with a corresponding Lease Liability in the Balance Sheet.

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.

(c) Cash and Cash Equivalent

Cash and Cash Equivalent comprise of Cash in Hand, Cash at Bank, Short Term Deposit and Short Term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(d) Finance Cost

Borrowing costs that are attributable to the acquisition or construction of qualifying asset are capitalised as part of the cost of such assets. All other borrowing costs are recognized as an expense in the period in which they are incurred.

(e) Inventories

The securities held as Inventories are valued at market value.

(f) Impairment of Non-Financial Assets

Assets are reviewed for impairment at each balance sheet date. In case, events and circumstances indicate any impairment, the recoverable amount of these assets is determined. An asset is impaired when the carrying amount of the asset exceeds its recoverable amount. An impairment loss is charged to the statement of profit and loss in the period in which an asset is defined as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimates of the recoverable amount and such loss either no longer exists or has decreased.

(g) Provisions

Provisions are recognised when the company has a present obligation as a result of past events. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

(h) Contingent Liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(i) Employee Benefits:

- i. Provident Fund is a defined contribution scheme and the contributions as required by the Statute are charged to the statement of Profit and Loss as incurred.
- ii. Gratuity Liability is a defined benefit plan. The amount of Gratuity payable as per the actuarial valuation is deposited with the Group Gratuity Assurance Scheme of Life Insurance Corporation of India. The liability of gratuity is provided in the accounts on the basis of actuarial valuation as at the year end.
- iii. The employees of the company are entitled to compensated absences and leave encashment as per the policy of the Company. The liability of compensated absences and leave encashment is provided in the accounts on the basis of actuarial valuation as at the year end.

(j) Taxation

Tax Expenses comprise current tax and deferred tax

Current Tax

Current Tax is calculated as per the provisions of Income tax Act, 1961.

Deferred tax

Deferred tax is recognized on timing differences being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities related to the taxes on income levied by some governing taxation laws. Deferred tax assets, subject to the consideration of prudence are recognized and carried forward only to the extent that there is a reasonable certainty that the sufficient future taxable income will be available against such deferred tax assets can be realized. The tax effect of deferred tax liability/ Assets is calculated as per the current rate of taxation applicable to the company. However, the opening deferred tax liability / Assets has been calculated as per the rate of the tax which was prevalent in the relevant year.

(k) Foreign Currency Transaction:

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transaction. Exchange differences, if any arising out of transactions settled during the year are recognised in the statement of profit and loss.

(I) Revenue Recognition:

- i. Brokerage income is recognised on trade date basis and is exclusive of service tax and Securities Transaction Tax (STT) wherever applicable.
- ii. Advisory and transactional processing fees income is accounted for on accrual basis in accordance with the terms of contracts entered into between the company and the counter party.
- iii. Income from investment in Mutual Fund is booked as and when the same is distributed by the Fund. Return of capital contribution is reduced from the original cost of investments.
- iv. Profit/loss on sale of securities is determined based on first in first out basis.
- v. Profit/loss on equity derivative transactions is accounted for as explained below:-
 - (a) Initial and additional margin paid over and above initial margin, for entering into contracts for Equity Index/Stock Futures or equity Index/stock options which are released on final settlement/squaring-up of underlying contracts are disclosed under Current Assets, Loans and advances. "Mark-to-market margin- Equity Index/Stock Futures" representing the amounts paid in respect of mark to market margin is disclosed under Loans and Advances and amount received is shown under Current Liabilities.
 - (b) "Equity Index/Stock Option Premium Account" represents premium paid or received for buying or selling the options, respectively.
 - (c) On final settlement or squaring-up of contracts for equity index / stock futures, the realized profit or loss is recognized in the statement of Profit and Loss. On settlement or squaring-up of equity index / stock options before expiry, the premium prevailing in "Equity Index/Stock Option Premium Account" on that date is recognized in the statement of Profit and Loss. When more than one contract in respect of the relevant series of equity index / stock futures or equity index/stock options contract to which the squared-up contract pertains is outstanding at the time of the squaring-up of the contract, the contract price of the contract so squared-up is determined using the weighted average cost method for calculating the profit/loss on squaring-up.
 - (d) As at the balance sheet date, the mark to market / Unrealized Profit / (Loss) on all outstanding hedged transactions comprising of Securities and Equity Derivatives positions is determined on a Portfolio basis with net unrealized losses being recognized in the

statement of Profit and Loss. Unrealized gains (on overall portfolio basis) are not recognized in the statement of Profit and Loss on grounds of prudence as enunciated in Accounting Standard - 1, Disclosure of Accounting Policies. In respect of other transactions, the unrealized losses on equity derivatives determined on script basis are recognized in statement of Profit and Loss and unrealized gains are ignored; and in case of securities (shares, etc.) the net unrealized losses are recognized in statement of Profit and Loss and net unrealized gains are ignored.

- vi. In respect of other heads of income, income from depository operations etc., the Company accounts the same on accrual basis.
- vii. Dividend Income is recognized when the right to receive the payment is established.
- viii. Interest Income is recognized on accrual basis.
- ix. Account opening charges are recognized on accrual basis.

(m) Financial Instruments:

(I) Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognised at cost. Transaction cost that are directly attributable to the acquisition of financial assets, which are not at fair value through profit and loss, are adjusted to the fair value. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent Measurement

- a. Financial Assets measured at Amortised Cost (AC) A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest on the principal amount outstanding.
- b. Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI) A Financial Asset is measured at FVTOCI 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 represents solely payments of principal and interest on the principal amount outstanding.
- c. Financial Assets measured at Fair Value Through Profit or Loss (FVTPL) A Financial Asset which is not classified in any of the

above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Investment in Subsidiaries, Associates and Joint Ventures

The company has accounted for its investments in subsidiaries, associates and joint venture at cost less impairment loss if any.

D. Other Equity Instruments

All other equity instruments are measured at fair value, with changes in value recognised in Profit and loss. However, dividend on such equity instruments are recognised in profit and loss when the company's right to receive the payment is established.

E. Impairment of Financial Assets

Assets are reviewed for impairment at each balance sheet date. In case, events and circumstances indicate any impairment, the recoverable amount of these assets is determined. An asset is impaired when the carrying amount of the asset exceeds its recoverable amount. An impairment loss is charged to the statement of profit and loss in the period in which an asset is defined as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimates of the recoverable amount and such loss either no longer exists or has decreased.

(II) Financial Liabilities

i. Initial Recognition and Measurement

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the profit and loss as finance cost.

ii. Subsequent Measurement

Financial Liabilities are carried at amortised cost using the effective interest method. For trade and other payable maturing within one year from the balance sheet date, the carrying amount approximate fair value due to the short maturity of these instruments.

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

NOTE 37.

Sundry Debtors, Creditors and Loans and Advances are subject to confirmation by the parties. No dues payable to micro, small and Medium Enterprises. The Status about these enterprises is based on the available information with the management.

NOTE 38.

In the opinion of the Company, the Current Assets, Loans and Advances are not less than the value stated, if realised in the ordinary course of the business. The provision for depreciation and all known liabilities are adequate and not in excess of amount considered necessary.

NOTE 39. FOREIGN CURRENCY TRANSACTION:

(Rs. in Lakhs)

Particulars	2020-2021	2019-2020
Service Income in Foreign Currency	40.95	37.60
Expenditure in Foreign Currency	-	20.84

NOTE 40. AUDITORS REMUNERATION (Excluding GST):

(Rs. in Lakhs)

		Year ended 31 st March, 2021	Year ended 31 st March, 2020
(i)	Statutory Audit Fees	3.75	3.75
(ii)	Others	0.25	0.25
	Total	4.00	4.00

NOTE 41. EARNINGS PER SHARE

The disclosure requirements with respect to Indian Accounting Standard (AS) - 33 "Earnings Per Share" are as follows:

Particulars	31 st March 2021	31 st March 2020
Net Profit attributable to equity shareholders (A)	3,76,06,942	(2,66,36,848)
Weighted Average Number of equity shares issued (B) (face value of Rs. 10 each)	1,12,66,667	1,12,66,667
Basic Earnings per share (A/B)	3.34	(2.36)
Weighted Number of equity shares outstanding for Diluted EPS (C)	1,12,66,667	1,12,66,667
Diluted Earnings per share (A/C)	3.34	(2.36)

B. OTHER DISCLOSURES

1. Types of Products and Services in each Business Segment:

<u>Business Segment</u>	<u>Types of Products and Services</u>
Primary Segment	1. Advisory Services 2. Broking Related Activities 3. Trading in Securities

2. The Segment Revenues, Results, Assets and Liabilities include the respective amounts identifiable to each of the Segment and amounts allocated on a reasonable basis.

3. Secondary Segment information – Geographical Segment: The Operations of the Company are, at present, only in India within a single Geographical Segment.

NOTE 43. RELATED PARTY DISCLOSURE:

Disclosure of related party transactions pursuant to IND AS 24 “Related Party Disclosure”.

- a) Disclosure of Related Parties and relationship between the parties:
- i) **Holding Company:**
Keynote Financial Services Ltd. (*Formerly Keynote Corporate Services Ltd.*)
 - ii) **Subsidiary Companies:**
Keynote Commodities Limited
 - iii) **Key Management Personnel:**
Mr. Rakesh Choudhari - Managing Director
Mr. Devin Joshi - Chief Financial Officer
 - iv) **Relatives of Key Management Personnel:**
Nirmal Suchanti
Vivek Suchanti
 - v) **Other related parties:**
(Associates of the Company / Enterprises over which key management personnel and / or their relatives exercise significant influence)
Rakesh Choudhari (HUF)
Keynote Fincorp Ltd.

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

b) Description of the nature of transactions with the Related Parties during the year 2020-2021:

(Rs. in Lacs)					
Particulars	Holding Company	Subsidiary Company	Key Management Personnel	Related to Key Management Personnel	Other Related Parties
Brokerage					
Keynote Fincorp Ltd.	-	-	-	-	-
Keynote Commodities Ltd.	-	-	-	-	-
Rakesh Choudhari (HUF)					-
Vineet Suchanti			-		
B Madhuprasad			-		
Rakesh Choudhari	-	-	-	-	-
Director Remuneration (Rakesh Choudhari) (Remuneration)	-	-	27.30	-	-
Chief Financial Officer (Devin Joshi) (Remuneration)	-	-	9.74	-	-
Outstanding Balances (Loans & Advances)	-	-	-	-	-
Keynote Financial Services Ltd.	(9.52)	-	-	-	-
Keynote Fincorp Ltd.	-	-	-	-	(185.80)
Keynote Commodities Ltd.	-	33.88	-	-	-

Details of Transactions during the year

Name of the company	Open. Debit	Open. Credit	Debits	Credits	Closing Debit	Closing Credit
Keynote Commodities Ltd.	29,14,457	-	5,73,004	1,00,000	33,87,761	-
Keynote Fincorp Ltd.	-	4,30,32,702	11,12,08,451	8,67,55,480	-	1,85,79,731
Keynote Financial Services Ltd.		4,89,858	19,46,507	24,08,545	-	9,51,896

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

NOTE 44. EMPLOYEE BENEFITS:

Disclosure required under Accounting Standard - 15 for "Employee Benefits" are as under:

A. Defined Benefit Plans

1. Gratuity

Retirement Benefits in the form of Gratuity for the eligible employees are considered as Defined Benefit Plan. The Company has implemented Group Gratuity Assurance Scheme of Life Insurance Corporation of India dated 5th July 2005 which is effective from 1st June 2005 and has paid Rs.3,71,358 as a total contribution during the year (Previous Year 3,36,574/-).

During the year the company has made a provision of gratuity based on actuarial valuation.

(Current Year 2020-21)

1.	Assumption	As On 31/03/2021
	Discount Rate (Previous Year)	6.24%
	Rate of Return on Plan Assest (Previous)	6.24%
	Salary Escalation (Previous)	8.00%
	Attrition Rate (Previous)	13.00%
	Discount Rate (Current)	6.06%
	Rate of Return on Plan Assets (Current)	6.06%
	Salary Escalation (Current)	8.00%
	Attrition Rate (Current)	13.00%
2.	Table Showing changes in present value of Defined benefit obligation	
	Present value of benefit obligations as at beginning of year	78,55,520
	Interest cost	4,90,184
	Current Service Cost	3,85,639
	Transitional Liability incurred during the period	-
	Past Service Cost (NonVested Benefit) incurred during the period	-
	Past Service Cost (Vested Benefit) incurred during the period	-
	Liability Transferred in	-
	Liability Transferred out	-
	(Benefit Paid Directly by Employer)	-
	(Benefit Paid from the fund)	(8,33,142)-
	Actuarial(Gains) / Losses on obligations	(4,61,533)
3.	Present Value of Benefit Obligation as at the end of the current period	74,36,668
	Fair value of plan assets at beginning of year	49,50,141
	Expected return on plan assets	3,08,889
	Contributions	3,71,358

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

	Transfer from Other Company		
	Transfer to Other Company		-
	Benefits Paid from the fund		(8,33,142)
	Actuarial gains/(losses) on Plan assets		37,520
	Fair value of plan assets at the end of period		48,34,766
4.	Amount Recognised in the Balance Sheet		
	(Present Value of Benefit Obligation at the end of the period)		(74,36,668)
	Fair Value of Plan Assets at the end of the period		48,34,766
	Funded Status		(26,01,902)
	Unrecognised past service cost at the end of the period		-
	Unrecognised transitional liability at the end of the period		-
	Net (Liability) / Asset recognized in the Balance Sheet		(26,01,902)
5.	Net Interest Cost for the Current Period		
	Present Value of Benefit Obligation at the beginning of the period		78,55,520
	(Fair Value of Plan Assets at the beginning of the period)		(49,50,141)
	Net Liability / (Asset) at the beginning		29,05,379
	Interest Cost		4,90,184
	(Expected Return on Plan Assets)		(3,08,889)
	Net Interest cost for Current Period		1,81,295
6.	Expenses recognized in the Income Statement		
	Current Service Cost		3,85,639
	Interest Cost		1,81,295
	Actuarial (Gains) / losses		
	Past Service Cost (Non Vested Benefit) recognized during the period		-
	Past Service Cost (Vested Benefit) recognized during the period		-
	Transitional Liability recognized during the period		
	Expense Recognised in P & L		5,66,934
7.	Expenses Recognised in OCI for Current Period		
	Actuarial (Gains) / Losses on obligation for the period		(4,61,533)
	Return on Plan Assets Excluding Interest Income		(37,520)
	Change in Asset Ceiling		-
	Net (Income) / Expense for the period in OCI		(4,99,053)

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

8.	Balance Sheet Reconciliation		
	Opening Net Liability		29,05,379
	Expense recognized in statement of Profit or Loss		67,881
	Net Transfer in		-
	(Net Transfer Out)		-
	(Benefit Directly paid by Employer)		-
	(Employers Contribution)		(3,71,358)
	Net Liability / (Asset) recognized in Balance Sheet		26,01,902
9.	Other Details		
	No of Members		20
	Salary PM		8,33,918
	Weighted Average Duration of the Projected Benefit Obligation		6
	Average Expected Future Service		5
	Projected Benefit Obligation (PBO)		74,36,668
	Prescribed Contribution for Next year (12 months)		8,33,918
10.	Category of Assets		
	Government of India Assets		-
	Corporate Bonds		-
	Special Deposit Scheme		-
	Equity Shares of Listed Companies		-
	Property		-
	Insurer Managed Funds		48,34,766
	Total		48,34,766
11.	Net Interest Cost for the Next Year		
	Present Value of Benefit Obligation at end of period		74,36,668
	(Fair Value of Plan Assets at the end of period)		(48,34,766)
	Net Liability / (Assets) at the end of period		26,01,902
	Interest Cost		4,50,662
	(Interest Income)		(2,92,987)
	Net Interest Cost for the Next Year		1,57,675
12.	Expenses Recognised in P& L for Next Year		
	Current Service Cost		3,36,971
	Net Interest Cost		1,57,675
	(Expected Contributions by Employees)		-
	Expenses Recognised		4,94,646
13.	Maturity Analysis of the Benefit Payments		
	Projected Benefits payable in Future Years from Date of Reporting		
	1 st . Following Year		9,90,051
	2 nd . Following Year		9,10,051
	3 rd . Following Year		8,37,200
	4 th . Following Year		7,70,724

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

	5 th .Following Year		7,09,962
	Sum of Years 6 to 10		47,92,677
	Sum of 11 Years & above		11,11,548
14.	Sensitivity Analysis		
	Projected Benefit Obligation on Current Assumptions		74,36,668
	Delta Effect of +1% Change in Discounting Rate		(3,22,315)
	Delta Effect of -1% Change in Discounting Rate		3,50,153
	Delta Effect of +1% Change in Salary Increase Rate		2,56,891
	Delta Effect of -1% Change in Salary Increase Rate		(2,65,125)
	Delta Effect of +1% Change in Employee Turnover Rate		(8,798)
	Delta Effect of -1% Change in Employee Turnover Rate		9,882

(Previous Year 2019-20)

1.	Assumption	As On 31/03/2020
	Discount Rate (Previous Year)	7.07%
	Rate of Return on Plan Assest (Previous)	7.07%
	Salary Escalation (Previous)	8.00%
	Attrition Rate (Previous)	13.00%
	Discount Rate (Current)	6.24%
	Rate of Return on Plan Assets (Current)	6.24%
	Salary Escalation (Current)	8.00%
	Attrition Rate (Current)	13.00%
2.	Table Showing changes in present value of Defined benefit obligation	
	Present value of benefit obligations as at beginning of year	69,97,046
	Interest cost	4,94,691
	Current Service Cost	3,40,519
	Transitional Liability incurred during the period	-
	Past Service Cost (NonVested Benefit) incurred during the period	-
	Past Service Cost (Vested Benefit) incurred during the period	-
	Liability Transferred in	-
	Liability Transferred out	-
	(Benefit Paid Directly by Employer)	-
	(Benefit Paid from the fund)	-
	Actuarial(Gains) / Losses on obligations	23,264

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

3.	Present Value of Benefit Obligation as at the end of the current period		78,55,520
	Fair value of plan assets at beginning of year		42,91,690
	Expected return on plan assets		3,03,422
	Contributions		3,36,574
	Transfer from Other Company		
	Transfer to Other Company		-
	Benefits Paid from the fund		-
	Actuarial gains/(losses) on Plan assets		18,455
	Fair value of plan assets at the end of period		49,50,141
4.	Amount Recognised in the Balance Sheet		
	(Present Value of Benefit Obligation at the end of the period)		(78,55,520)
	Fair Value of Plan Assets at the end of the period		49,50,141
	Funded Status		(29,05,379)
	Unrecognised past service cost at the end of the period		-
	Unrecognised transitional liability at the end of the period		-
	Net (Liability) / Asset recognized in the Balance Sheet		(29,05,379)
5.	Net Interest Cost for the Current Period		
	Present Value of Benefit Obligation at the beginning of the period		69,97,046
	(Fair Value of Plan Assets at the beginning of the period)		(42,91,690)
	Net Liability / (Asset) at the beginning		27,05,356
	Interest Cost		4,94,691
	(Expected Return on Plan Assets)		(3,03,422)
	Net Interest cost for Current Period		1,91,269
6.	Expenses recognized in the Income Statement		
	Current Service Cost		3,40,519
	Interest Cost		1,91,269
	Actuarial (Gains) / losses		
	Past Service Cost (Non Vested Benefit) recognized during the period		-
	Past Service Cost (Vested Benefit) recognized during the period		-
	Transitional Liability recognized during the period		
	Expense Recognised in P & L		5,31,788
7.	Expenses Recognised in OCI for Current Period		

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

	Actuarial (Gains) / Losses on obligation for the period		23,264
	Return on Plan Assets Excluding Interest Income		(18,455)
	Change in Asset Ceiling		-
	Net (Income) / Expense for the period in OCI		4,089
8.	Balance Sheet Reconciliation		
	Opening Net Liability		27,05,356
	Expense recognized in statement of Profit or Loss		5,36,597
	Net Transfer in		-
	(Net Transfer Out)		-
	(Benefit Directly paid by Employer)		-
	(Employers Contribution)		(3,36,574)
	Net Liability / (Asset) recognized in Balance Sheet		29,05,379
9.	Other Details		
	No of Members		21
	Salary PM		9,41,542
	Weighted Average Duration of the Projected Benefit Obligation		6
	Average Expected Future Service		5
	Projected Benefit Obligation (PBO)		78,55,520
	Prescribed Contribution for Next year (12 months)		9,41,542
10.	Category of Assets		
	Government of India Assets		-
	Corporate Bonds		-
	Special Deposit Scheme		-
	Equity Shares of Listed Companies		-
	Property		-
	Insurer Managed Funds		49,50,141
	Total		49,50,141
11.	Net Interest Cost for the Next Year		
	Present Value of Benefit Obligation at end of period		78,55,520
	(Fair Value of Plan Assets at the end of period)		(49,50,141)
	Net Liability / (Assets) at the end of period		29,05,379
	Interest Cost		4,90,184
	(Interest Income)		(3,08,889)
	Net Interest Cost for the Next Year		1,81,295
12.	Expenses Recognised in P& L for Next Year		
	Current Service Cost		3,85,639
	Net Interest Cost		1,81,295
	(Expected Contributions by Employees)		-
	Expenses Recognised		5,66,934

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

13. Maturity Analysis of the Benefit Payments		
Projected Benefits payable in Future Years from Date of Reporting		
1 st . Following Year		10,50,917
2 nd . Following Year		9,71,296
3 rd . Following Year		15,13,486
4 th . Following Year		7,30,424
5 th . Following Year		6,74,789
Sum of Years 6 to 10		39,42,566
Sum of 11 Years & above		18,39,437
14. Sensitivity Analysis		
Projected Benefit Obligation on Current Assumptions		78,55,520
Delta Effect of +1% Change in Discounting Rate		(3,28,138)
Delta Effect of -1% Change in Discounting Rate		3,57,179
Delta Effect of +1% Change in Salary Increase Rate		2,57,904
Delta Effect of -1% Change in Salary Increase Rate		(2,63,453)
Delta Effect of +1% Change in Employee Turnover Rate		(5,355)
Delta Effect of -1% Change in Employee Turnover Rate		6,179

2. Compensated Absences:

As per the Company's Policy, a sum of Rs.NIL (Previous Year Rs. 3,77,116/-) has been paid towards compensated absences calculated on the basis of unutilised leave.

B. Defined Contribution Plans

Company's Contribution Paid / Payable during the year to Provident fund and ESIC Contribution are recognized as an Expense and included in **Note 33** of the Statement of Profit and Loss are as under:

(Figures in Rs.)

Particulars	2020-21	2019-20
1) Contribution to Employees Provident Fund	13,25,632	14,13,063
2) Employees State Insurance Scheme	27,492	29,208
Total	13,53,124	14,42,271

NOTE 45.

The Company does not have any financing activities which affect the capital and asset structure of the Company without the use of cash and cash equivalents.

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

NOTE 46.

There have been no events after the reporting date that require adjustment/disclosure in these Ind AS financial statements.

NOTE 47.

The Covid -19 Pandemic has resulted in significant decrease in economic activities across the country, on account of lockdown that started on 24 March 2020. The lockdown also affected the Company's business operations in the last week of March 2020.

Further in accordance with the RBI guidelines relating to 'Covid -19 Regulatory Package' dated 27 March 2020. The Company has not taken loan from any financial institution. Hence no need to opt for EMI Moratorium.

Estimates and associated assumptions applied in preparing these financial results, especially for determining the impairment allowance for the Company's financial assets (Loans), are based on historical experience and other emerging/forward looking factors on account of the pandemic. The Company believes that the factors considered are reasonable under the current circumstances.

Given the dynamic nature of the pandemic situation, these estimates are subject to uncertainty and may be affected by the severity and duration of the pandemic. In the event the impacts are more severe or prolonged than anticipated, this will have a corresponding impact on the carrying value of financial assets, the financial position and performance of the company.

Due to Covid-19 Pandemic it was not possible to send physical letters for balance confirmations to borrowers. However, the Company has a procedure of sending the outstanding balance confirmations to the borrowers on yearly basis via email and the same has been relied upon by auditors.

NOTE 48.

The changes in the carrying value of ROU assets for the year ended 31 March 2021 are as follows:

Particulars	Office Premises	Total
Gross carrying value		
Balance as at 1 April 2019	282823	282823
Additions on adoption of Ind AS 116	-	-
Terminations/modifications	-	-
Balance as at 31 March 2020	282823	282823
Balance as at 1 April 2020	282823	282823
Additions	-	-
Terminations/modifications	-	-
Balance as at 31 March 2021	282823	282823
Accumulated depreciation		
Balance as at 1 April 2019	23569	23569
Additions on adoption of Ind AS 116	94274	94274
Terminations/modifications	-	-

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

Balance as at 31 March 2020	117843	117843
Balance as at 1 April 2020	117843	117843
Additions	94274	94274
Terminations/modifications	-	-
Balance as at 31 March 2021	212117	212117
Net carrying value as at 31 March 2021	70706	70706
Net carrying value as at 31 March 2020	164980	164980

The weighted average incremental borrowing rate applied to lease liabilities as at 1 April 2020 is 12% (P.Y 12%)

The following is the movement in lease liabilities during the year ended 31 March 2021.

	Amount
Balance as at 1 April 2019	2,65,205
Additions on adoption of Ind AS 116	-
Terminations/modifications	-
Finance expense	26,305
Payment of lease liabilities	(1,04,550)
Balance as at 31 March 2020	1,86,963
Balance as at 1 April 2019	1,86,963
Additions	-
Terminations/modifications	-
Finance expense	16,364
Payment of lease liabilities	(1,15,005)
Balance as at 31 March 2021	88,322

NOTE 49.
Capital Management

Objective

"The Company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital."

Planning

The Company's assessment of capital requirement is aligned to its planned growth which forms part of an annual operating plan which is approved by the Board and also a long range strategy. These growth plans are aligned to assessment of risks– which include credit, liquidity and interest rate. The Company endeavours to maintain a higher capital base than the mandated regulatory capital at all times.

The Company monitors its capital by using gearing ratio, which is net debt to total equity. Net debt includes non-current borrowings net of cash and bank balances and total equity comprises of Equity share capital, security premium, share options

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

outstanding account and retained earnings. Further, the Company also manages its capital and return to shareholders by adequately investing in mutual funds.

NOTE 50.

Fair value measurement

(I) Accounting classification and fair values

Particulars	Carrying amount		FV Hierarchy	Fair value	
	31 March 21	31 March 20		31 March 21	31 March 20
Financials assets					
Cash and cash equivalents	4,14,185	4,69,027	Level 1	4,14,185	4,69,027
Bank balance other than cash and cash equivalents above	19,81,03,027	29,14,65,317	Level 3	19,81,03,027	29,14,65,317
Receivables	78,16,864	3,26,95,109	Level 3	78,16,864	3,26,95,109
Loans	1,06,75,751	5,82,58,397	Level 3	1,06,75,751	5,82,58,397
Investments	16,25,80,102	11,87,49,811	Level 1	14,43,10,035	7,76,34,942
Other financial assets	2,06,63,000	2,06,63,000	Level 3	2,06,63,000	2,06,63,000
Total financial assets	40,02,52,929	52,23,00,661		38,19,82,862	48,11,85,792
Financials liabilities					
Payables					
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	73,59,325	16,06,73,790	Level 3	73,59,325	16,06,73,790
Debt securities			Level 3		
Borrowings (Other than debt securities)	8,12,54,164	4,84,13,708	Level 3	8,12,54,164	4,84,13,708
Other financial liabilities	91,93,016	2,64,95,424	Level 3	91,93,016	2,64,95,424
Total financials liabilities	9,78,06,505	23,55,82,922	Level 3	9,78,06,505	23,55,82,922

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. The main items in this category are available-for-sale financial assets, measured at fair value.

KEYNOTE CAPITALS LIMITED
Notes on Financial Statements for the Year ended 31st March, 2021

(II) Financial Instruments not measured at Fair Value

Financial assets not measured at fair value includes cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

NOTE 51.

Previous year's figures have been regrouped and / or rearranged wherever considered necessary.

For **R.K.KHANDELWAL & CO.**
Firm Registration No. 105054W
Chartered Accountants,

Ramkrishan
Khandelwal

Digitally signed by
Ramkrishan
Khandelwal
Date: 2021.06.11
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(R.K.KHANDELWAL)
Partner
Membership No. 030054

Rakesh
Shriram
Choudhari

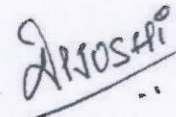
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Rakesh Shriram
Choudhari
Date: 2021.06.11
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RAKESH CHOUDHARI
Managing Director
(DIN 00009093)

Uday
Shankarrao
Patil

Digitally signed
by Uday
Shankarrao Patil
Date: 2021.06.11
22:06:47 +05'30'

UDAY PATIL
Director
(DIN 00003978)



DEVIN JOSHI
C F O

SUJEET
KRISHNA
A MORE

Digitally signed
by SUJEET
KRISHNA MORE
Date: 2021.06.11
20:50:51 +05'30'

SUJEET MORE
Company Secretary

Place : Mumbai
Date : 11.06.2021
UDIN : 21030054AAAAAQ2888