S M S R & Co LLP Chartered Accountants

Registered Office A- 005, Ground Floor, Western Edge-II, Off Western Express Highway, Borivali East, Mumbai-400 066 Board Line: +91 22 4098 5400

Independent Auditor's Review Report on the Unaudited Standalone Financial Results for the quarter and nine months period ended December 31, 2023 of Keynote Financial Services Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To, The Board of Directors of Keynote Financial Services Limited

- 1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of Keynote Financial Services Limited (the "Company"), for the quarter and nine months period ended 31 December 2023 (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), including relevant circulars issued by the SEBI from time to time.
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 ("the Act"), as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India ('ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing prescribed under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Ind AS 34 prescribed under Section 133 of the Companies Act, 2013, as amended read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S M S R & Co LLP

Chartered Accountants Firm Registration No.110592W/W100094

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Ravi Kapoor *Partner* Membership No.: 040404

Place: Mumbai Date: 9 February 2024 UDIN: 24040404BKGXYS9730

KEYNOTE

	KEYN	OTE FINANCIAL SE CIN: L67120MH1993		D				
	Regd. Office : The Ruby,	9th floor, Senapati Bap	at Marg, Dadar (W					
	Statement of Standalone Unaudited Fina	ancial Results for the Q	uarter and Nine N	Ionths Ended 31st	December 2023		(INR in lakh	
-	·····	Quarter ended Nine Months ended						
		31 December 2023		31 December 2022		Year Ended 31 March 202		
Sr No	Particulars	(Refer note 4)	2023	(Refer note 4)	51 December 202.	31 December 2022	31 March 202	
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
	Revenue from operations							
	Sale of services	494.70	175.06	229.25	875.86	490.97	604.6	
	Net gain/(loss) on fair value changes	218.01	172.77	59.42	663.20	55.42	(13.8	
	Other operating income			0.75	0.75	1.42	1.5	
1	Total revenue from operations	712.71	347.83	289,42	1,539.81	547.81	592.2	
2	Other income	39.37	16.95	35.40	71.60	77 39	101.0	
3	Total income (1+2)	752.08	364.78	324.82	1,611.41	625.20	693.3	
	Expenses							
	Finance costs	0.10	0.10	0.12	0.31	0.35	0.4	
	Fess and Commission Expenses	4.49	4 04	2.10	13.22	8.12	9.0	
	Employee benefits expense	79.06	72.34	72.38	227.79	230.73	306.3	
	Depreciation and amortisation expense	5.15	5.36	5.12	15.84	15.30	20.5	
	Other expenses	75.24	62.84	75.17	202.42	213.90	281.5	
4	Total expenses	164.04	144.68	154.89	459.58	468.40	618.0	
5	Profit / (loss) before exceptional items and tax (3-4)	588.04	220.10	169.93	1,151.83	156.80	75.29	
	Exceptional items	-		And the second second			-	
7	Profit / (loss) before tax (5+6)	588.04	220.10	169.93	1,151.83	156.80	75.29	
8	Tax expenses							
	- Current tax	94,72	19.78	24.92	136.57	24.92	27.49	
	- Deferred tax charge / (credit)	49.62	38.03	(20.46)	153.55	(92.83)	. (3.14	
	Total tax expenses	144.35	57,81	4.46	290.12	(67.91)	24.35	
9	Profit/ (loss) for the period (7-8)	443.70	162.29	165.47	861.71	224.71	50.94	
10	Other Comprehensive Income							
10	(i) Items that will not be reclassified to profit or loss							
	(a) Re-measurements of net defined benefit plans						12.00	
	(b) Income tax related to items that will not be reclassified to profit or loss						12.06	
	· · · · · · · · · · · · · · · · · · ·							
	(ii) Items that will be reclassified to profit or loss Other Comprehensive Income (net of tax)					· · · ·	9.02	
							9.02	
11	Total Comprehensive Income for the period / year (net of tax) (9+10)	443.70	162.29	165.47	861.71	224.71	59.96	
12	Paid up Equity Share Capital (face value INR 10 per share)	701 83	701.83	701.83	701 83	701.83	701.83	
13	Other equity						5,469.65	
14	Earnings per equity share	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(annualised)	
	Basic (INR)	6.32	2.31	2.36	12.28	3.20	0.73	
. 1	Diluted (INR)	6.32	2.31	2.36	12.28	3.20	0.73	

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Keynote Financial Services Limited The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028 Tel.: 91 22 6826 6000 · Fax: 91 22 6826 6088 Email: info@keynoteindia.net • Website: www.keynoteindia.net CIN-L67120MH1993PLC072407

KEYNOTE

	KEYNOTE FINANCIAL SERVI	CES LIMITED	
	CIN: L67120MH1993PLC	072407	
Regd. Of	fice : The Ruby, 9th floor, Senapati Bapat M	arg, Dadar (W) Mumbai 400 028	
Notes to the Statement of Stand	dalone Unaudited Financial Results for th	e quarter and nine months ended 31st Dece	mber 2023
1 The above standalone financial results have been reviewed by th pursuant to Regulation 33 of the SEBI (Listing Obligations a Company.			
2 The Company prepares and publishes the unaudited consolidate Company has disclosed the segment information in the unaudite			
3 The unaudited standalone financial results for the quarter at <u>www.keynoteindia.net</u> and on the website of BSE Limited (www.			also available on the Company's website viz.
4 The figures for quarter ended 31 December 2023 & 31 Decemb & 30 September 2022 respectively.	per 2022 represents the balance between the	reviewed figures in respect of year to date figu	res and the half year ended 30 September 2023
5 The previous periods' / year's figures have been regrouped / rear	ranged wherever necessary, to conform to th	he current period / year classification.	*
		WANCIAL SEPT	For and on behalf of Board of Directors Keynote Financial Services Limited
		(b(MUMBAI))の)	Vineet Suchanti
lace: Mumbai		121 201	Managing Director
Date: 9th February 2024			DIN : 00004031

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Keynote Financial Services Limited

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028 Tel.: 91 22 6826 6000 · Fax: 91 22 6826 6088 Email: info@keynoteindia.net • Website: www.keynoteindia.net CIN-L67120MH1993PLC072407

S M S R & Co LLP

Independent Auditor's Review Report on the Unaudited Consolidated Financial Results for the quarter and nine months period ended December 31, 2023 of Keynote Financial Services Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To, The Board of Directors of Keynote Financial Services Limited

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Keynote Financial Services Limited** ("the Holding Company"), its subsidiaries, associate and a trust (the Holding Company, its subsidiaries and a trust together referred to as "the Group"), for the quarter and nine months period ended 31 December 2023 (the "Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), including relevant circulars issued by SEBI from time to time.
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India ('ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. We have also performed procedures in accordance with the Circular No. CIR/CFD/CMD/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Sr No.	Name of the Entity	Relationship		
1	Keynote Financial Services Limited	Holding Company		
2	Keynote Capitals Limited	Subsidiary Company		
3	Keynote Fincorp Limited	Subsidiary Company		
4	Maple Leaf Trading and Services Limited	Associate		
5	Keynote Trust	Trust		

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

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- 6. Based on our review conducted and procedures performed as stated above and based on the consideration of the review reports of the other auditors referred below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, SEBI circulars and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, as amended including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 7. We did not review the interim financial statements of 2 subsidiaries included in the Statement, whose interim financial results reflect total revenues (before consolidation adjustments) of INR 696.72 lakhs and INR 1843.21 lakhs for the quarter and nine months ended 31 December 2023 respectively, total net profit after tax (before consolidation adjustments) of INR 276.47 lakhs and INR 1008.84 lakhs for the quarter and nine months ended 31 December 2023 respectively, total net profit after tax (before consolidation adjustments) of INR 276.47 lakhs and INR 1008.84 lakhs for the quarter and nine months ended 31 December 2023 respectively and total comprehensive profit (net) (before consolidation adjustments) of INR 375.06 lakhs and INR 1008.84 lakhs for the quarter and nine months ended 31 December 2023 respectively, as considered in the Statement. This interim financial information has been reviewed by other auditors whose review reports have been furnished to us by the Holding Company's Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us, as stated above. Our conclusion on the Statement is not modified in respect of this matter.
- 8. We did not review the interim financial statements of 1 associate included in the Statement, whose share of net profit (before consolidation adjustment) for the quarter and nine months period ended 31 December 2023 included in these interim financial results is INR 259.29 lakhs and INR 666.93 lakhs respectively. The interim financial statements have been reviewed by other auditors whose review reports have been furnished to us by the Holding Company's Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on the reports of the other auditors and the procedures performed by us, as stated above. Our conclusion on the statement is not modified in respect of this matter.
- 9. The Statement includes the interim financial statements of a trust which has not been reviewed by its auditor, whose interim financial results reflect total revenues (before consolidation adjustments) of NIL, total net profit after tax (before consolidation adjustments) of NIL and total comprehensive income (net) (before consolidation adjustments) of NIL for the quarter and nine months ended 31 December 2023, as considered in the Statement. According to the information and explanations given to us by the Management, this interim financial result is not material to the Group. Our conclusion on the Statement is not modified in respect of our reliance on the interim financial results certified by the Management.

For S M S R & Co LLP

Chartered Accountants Firm Registration No.110592W/W100094

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Ravi Kapoor *Partner* Membership No.: 040404

Place: Mumbai Date: 9 February 2024 UDIN: 24040404BKGXYT2854

	Regd. Office	The Ruby, 9th flo	or, senapati babat	Width, Daudi (W)	viumbai 400 028		
_	Statement of Consolidated un					ecember 2023	
						1	(INR in lakh
			Quarter ended			thss Ended	Year Ended
Sr	Particulars	31 December30 September31 December202320232022			31 December 31 December 2023 2022		31 March 2023
No		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
-	Revenue from operations						
	Interest income Fees and commission income	21.91	27.37	6.51 66.52	79.27 327.49	34.57 228.53	46.3
	Net gain on fair value changes	550.10	409.56	137.46	1,641.37	(241.47)	294.8
	Sale of services	696.37	296.45	343.87	1,303.27	845.10	10164
	Sale of Stock	090.37	290.43	343.67	24.90	845.10	1,065.4
	Other operating income			0.75	0.75	1.42	1.5
1	Total revenue from operations	1,394.89	852.43	555.11	3,377.05	868.15	1,408.1
2		60.65	57.92	47.13	157.99	144.04	186.9
	Total income (1+2)	1,455,54	910.35	602.24	3,535.04	1,012.19	1,595.1
	Expenses						
	Finance costs	3.46	14.40	9.53	21.52	17.99	25.4
	Fees and commission expense	6.28	6.10	3.70	18.78	13.37	17.0
	Net Loss on fair Value changes		-	10.15	-		427.6
	Impairment on financial instruments	(0.06)	(0.09)			(3.32)	(2.4
	Changes in inventories of stock-in-trade Employee benefits expense	138.48	131.47	(7.93) 133.97	20.33 403.75	(9.10) 388.13	(4.9 540.6
		17.27	25.96	12.43	403.75	49.40	
	Depreciation and amortisation expense Other expenses	173.12	126.73	12.43	447.70	388.41	63.0 533 9
4	Total expenses	338.55	304.57	278,37	971.32	844.89	1,600.3
5	Profit / (loss) before exceptional items and tax (3-4)	1,116.99	605.78	323.87	2,563.72	167.28	(5.2)
6	Exceptional items						
	Profit / (loss) before tax (5+6)	1,116.99	605.78	323.87	2,563.72	167.28	(5.2)
8	Tax expenses						
	- Current tax	170.16	79.33	68.06	301.34	105.30	126.9
	- Deferred tax and Minimum alternate tax (MAT)	80.64	75.52	8.80	303.58	(80.66)	39.5
	- Taxation for earlier years	(1.14)	-	-	(1.14)	1	(0.5
	Total tax expenses	249.66	154,85	76.86	603,78	24.64	165.89
9	Profit/ (loss) for the period (7-8)	867.33	450.93	247,01	1,959,94	142.64	(171.09
10	Share of profit of associate	110.10	97.58	34.17	283.19	44.86	8.08
11	Profit / (loss) for the year after share of profit of associate (9+10)	977.43	548.51	281,18	2,243.13	187.50	(163.01
12	Other Comprehensive Income						
	(i) Items that will not be reclassified to profit or loss						
	(a) Re-measurements of net defined benefit plans	500 B			(H	-	17.0
	(b) Income tax related to items that will not be		3 - 3			-	(4,4
	reclassified to profit or loss						
	(ii) Items that will be reclassified to profit or loss Other Comprehensive Income (net of tax)						12.6
13	Total Comprehensive Income for the period / year (net of tax) (11+12)	977.43	548.51	281,18	2,243.13	187.50	(150.4)
14	Net profit / (loss) for the period / year attributable to :						
	- Owners of the Company	977.43	548.51	281.18	2,243.13	187.50	(163.01
15	- Non controlling interest Other Comprehensive Income / (loss) for the period / year attributable to :						
	- Owners of the Company						12.60
	- Non controlling interest		•	•	-	•	
16	Total Comprehensive Income / (loss) for the period / year attributable to :				_		
	- Owners of the Company	977.43	548.51	281.18	2,243.13	187.50	(150.41
	- Non controlling interest	-	*	·			
	Paid up equity share capital (face value INR 10 per share Other equity	556,66	556.66	556.66	556.66	556.66	556.66 9,255.08
19	Earnings per equity share	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(annualised)
1	Basic (INR)	15.58	8.10	4.44	35.21	2.56	(3.07
- 1	Diluted (INR)	15.58	8.10	4,44	35.21	2.56	(3.07

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Keynote Financial Services Limited

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CIN-L67120MH1993PLC072407

Regd. Office : The Ruby, 9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028. Notes to the Statement of Consolidated unaudited Financial Results for the quarter and nine months ended 31st December 2023

1 The above consolidated financial results have been reviewed by the Audit Committee and on its recommendation have been approved by the Board of Directors at their meeting held on 9th February 2024, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended The said results have been reviewed by the Statutory Auditors of the Company.

2 Consolidated segment results for the quarter and nine months ended 31st December 2023

	Quarter Ended			Nine monthss Ended		(INR in lakhs	
Particulars	31 December 2023 Unaudited	30 September 2023 Unaudited	31 December 2022	31 December 2023	31 December 2022	31 March 2023 Audited	
			Unaudited	Unaudited	Unaudited		
Segment Revenue							
(a) Advisory services	696 37	296.45	344.62	1,304.02	846.52	1,066.9	
(b) Broking & related activities	126.51	119.05	66 52	327 49	221.63	287 3	
(c) Trading in securities	550.10	409.57	137.46	1.666.27	(241.47)		
(d) Investment activities	33.38	33.97	14.88	104.44	66.59	84.9	
(e) Unallocable	61.27	51.31	59.83	145.53	144 03	192.0	
Total	1,467,63	910.35	623.31	3,547.75	1,037.30	1,631.2	
Less: Elimination	(12.09)		(21.07)	(12.71)	(25.11)	(36.1	
Total income from operations (net)	1,455.54	910.35	602.24	3,535.04	1,012.19	1,595.1	
Segment results before exceptional items							
(a) Advisory services	515.79	138.55	165.10	787.41	291.97		
(b) Broking & related activities	95.91	99.47	43.87	238.60		331.1	
(c) Trading in securities	500.06	373.21	131.40	1,508.69	131.06	175.2	
(d) Investment activities	31.89	31.49	14.92	98.48	(268.40)	(468.3	
(e) Unallocable	(44.23)	(46.03)			58.14	69.3	
Total	1,099.42	596.69	(43.76) 311.53	(112.75)	(95.73)	(156.7	
Less: Elimination	1,079.42	390.09	the second s	2,520.43	117.04	(49.3	
Add: Finance cost	17.57	9.09	12.34	12 20	-	(14.5	
Profit/ (Loss) before exceptional items and tax	1,116,99	605.78	the second s	43.29	50.24	58.6	
Exceptional items - Unallocated	1,110,33	005.78	323.87	2,563.72	167.28	(5.2	
Profit/ (Loss) before tax	1,116.99	605.78	323.87	2,563.72	167.28	(5.2	
				2000172	107.20	(3.2)	
Segment Assets	1			1			
(a) Income from Advisory Services	1,352.06	946.18	913.82	1,352.06	913.82	997.8	
(b) Broking & Related Activities	3,821.64	3,453.62	5,119.56	3,821.64	5,119.56	3,220.8	
(c) Trading in Securities	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	-	24.44		24.44	20 3	
(d) Investment Activities	1,111.08	913.81	253 86	1,111.08	253.86	716.0	
(e) Unallocated	7,084 98	7,391.88	6,523.18	7.084 98	6,523.18	6.024.64	
Total segment assets	13,369.76	12,705.49	12,834.86	13,369,76	12,834.86	10,979.8	
Segment liabilities							
a) Income from Advisory Services	176.58	151.65	189.88	176.58	189.88	216.20	
 b) Broking & Related Activities 	465.05	509 99	2,021,77	465.05	2,021,77	469.14	
c) Trading in Securities							
d) Investment Activities	15.87	323.64	159.94	15.87	159.94	44.20	
e) Unallocated	727.56	691.76	335.38	727.56	335.38	438.53	
Fotal segment liabilities	1,385.06	1,677.04	2,706.97	1,385.06	2,706.97	1,168.07	
Capital employed (Segment assets - Segment abilities)							
a) Income from Advisory Services	1,175.48	794 53	723.94	1,175.48	723.94	781.70	
b) Broking & Related Activities	3,356.59	2,943.63	3,097,79	3,356.59	3,097,79	781.69	
c) Trading in Securities		2,745.05	24.44	3,330.39	24 44	2,751.72	
d) Investment Activities	1,095.21	590.17	93.92	1,095,21	93.92	20.33 671.89	
e) Unallocated	6,357.42	6,700.12	6,187.80	6,357.42	6,187.80		
otal capital employed	11,984.70	11,028.45	10,127.89	11,984.70	10,127.89	5,586.11 9,811.74	

3 The unaudited standalone financial results for the quarter and nine months period ended on 31st December 2023, as submitted to the stock exchanges are also available on the Company's website viz. www.keynoteindia.net and on the website of BSE Limited (www.bseindia.com) and National Stock Exchange Of India Limited (www.nseindia.com)

4 The previous periods' / year's figures have been regrouped / rearranged wherever necessary, to conform to the current period / year classification,

For and on behalf of Board of Directors Keynote Financial Services Limited NCIAL hant. Vineet Suchanti Managing Director DIN : 00004031 MUMBAI

Place: Mumbai Date: 9th February 2024

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Keynote Financial Services Limited

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