

**Independent Auditors' Report on Standalone Financial Results of Keynote Corporate Services Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015****To the Board of Directors of  
Keynote Corporate Services Limited**

We have audited the accompanying annual standalone financial results of **Keynote Corporate Services Limited** ('the Company') for the year ended 31 March, 2018 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended 31 March, 2018 and the corresponding quarter ended in the previous year as reported in these standalone financial results are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the end of the third quarter of the current and previous financial year respectively. Also the figures up to the end of the third quarter for the current and previous financial years had only been reviewed and not subjected to audit.

**Management's Responsibility for the Financial Statements**

These standalone financial results have been prepared on the basis of the audited annual standalone financial statements and reviewed quarterly standalone financial results upto the end of the third quarter, which are responsibility of the Company's management and have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This responsibility includes design, implementation and maintenance of adequate internal financial controls, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial results based on our audit of the annual standalone financial statements.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our audit opinion.



**Opinion**

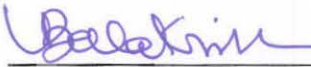
In our opinion and to the best of our information and according to the explanations given to us, these standalone financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended 31 March, 2018.

**For S M S R & Co LLP**

*Chartered Accountants*

Firm Registration No.110592W/W100094

  
**U Balakrishna Bhat**  
*Partner*  
Membership No.: 019216



Place : Mumbai  
Date: 28 May, 2018



**Independent Auditors' Report on Consolidated Financial Results of Keynote Corporate Services Limited pursuant to Regulation 33 of the Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To the Board of Directors of  
Keynote Corporate Services Limited**

We have audited the accompanying annual consolidated financial results of **Keynote Corporate Services Limited** ('the Company'), its subsidiaries and trust (collectively referred as 'the Group') for the year ended 31 March, 2018 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Management's Responsibility for the Financial Statements**

These consolidated financial results have been prepared on the basis of the audited annual consolidated financial statements, which are responsibility of the Company's management and have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This responsibility includes design, implementation and maintenance of adequate internal financial controls, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated financial statements.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our audit opinion.



**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of other auditors on standalone financial statements and other financial information of subsidiaries and trust, these consolidated financial results:

- (i) includes the results of the following entities :

Sr. No	Name of the Company	Relationship
1	Keynote Capitals Limited	Subsidiary
2	Keynote Commodities Limited	Subsidiary
3	Keynote Fincorp Limited	Subsidiary
4	Keynote Trust	Subsidiary

- (ii) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (iii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Group for the year ended 31 March, 2018.


**Other Matters**

We did not audit the financial statements and other financial information in respect of three subsidiaries and one trust included in the consolidated financial results, whose financial results reflect total assets of Rs. 796,357,907 as at 31 March, 2018, total revenues of Rs. 111,576,047 for the year ended 31 March 2018 and net profit after tax of Rs. 26,303,125 as considered in the consolidated financial statements. These financial statements and other financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and trust, is based solely on the reports of the other auditors. Our opinion is not modified in respect of this matter.

**For S M S R & Co LLP**

*Chartered Accountants*

Firm Registration No.110592W/W100094

  
**U Balakrishna Bhat**  
*Partner*  
Membership No.: 019216



Mumbai  
Date: May 28, 2018



# KEYNOTE

KEYNOTE CORPORATE SERVICES LTD.

Regd. Office : The Ruby, 9<sup>th</sup> floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.

## STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2018

(Rs. in lakhs)

Sr. No.	Particulars	Standalone					Consolidated	
		Quarter Ended on			Year Ended on		Year Ended on	
		31-Mar-18 (Audited) (1)	31-Dec-17 (Unaudited) (2)	31-Mar-17 (Audited) (3)	31-Mar-18 (Audited) (4)	31-Mar-17 (Audited) (5)	31-Mar-18 (Audited) (6)	31-Mar-17 (Audited) (7)
I	<b>Revenue</b>							
	a) Revenue from operations	386.40	94.79	266.48	826.16	500.20	1,524.25	1,183.44
	b) Other income	40.92	49.79	91.07	245.80	263.66	517.83	1,302.83
	<b>Total Revenue</b>	<b>427.32</b>	<b>144.58</b>	<b>357.55</b>	<b>1,071.96</b>	<b>763.86</b>	<b>2,042.08</b>	<b>2,486.27</b>
II	<b>Expenses</b>							
	a) Employee benefits expenses	101.38	59.33	42.85	293.69	231.59	521.97	438.35
	b) Finance costs	0.03	0.09	0.23	0.46	1.20	186.45	267.62
	c) Depreciation and amortisation expenses	9.55	9.75	9.84	38.63	41.24	71.35	436.61
	d) Other expenses	68.26	64.37	118.92	253.12	252.98	492.98	598.44
	<b>Total expenses</b>	<b>179.22</b>	<b>133.54</b>	<b>171.84</b>	<b>585.90</b>	<b>527.01</b>	<b>1,272.75</b>	<b>1,741.02</b>
III	<b>Profit/(Loss) before exceptional items &amp; tax (I-II)</b>	<b>248.10</b>	<b>11.04</b>	<b>185.71</b>	<b>486.06</b>	<b>236.85</b>	<b>769.33</b>	<b>745.25</b>
IV	<b>Exceptional items</b>	<b>(42.40)</b>	-	-	<b>(42.40)</b>	-	<b>(42.40)</b>	-
V	<b>Profit before tax (III+IV)</b>	<b>205.70</b>	<b>11.04</b>	<b>185.71</b>	<b>443.66</b>	<b>236.85</b>	<b>726.93</b>	<b>745.25</b>
	a) Current Tax	71.31	(8.58)	38.46	120.36	48.32	182.68	156.83
	b) Short/(Excess) provision for tax in respect of earlier years	(1.85)	-	0.00	(1.85)	3.08	(33.77)	2.84
	c) Deferred Tax charge / (credit)	0.75	6.69	(12.59)	2.43	(3.51)	6.79	9.07
VI	<b>Tax Expenses</b>	<b>70.21</b>	<b>(1.89)</b>	<b>25.87</b>	<b>120.94</b>	<b>47.89</b>	<b>155.70</b>	<b>168.74</b>
VII	<b>Profit / (Loss) for the period (V-VI)</b>	<b>135.49</b>	<b>12.93</b>	<b>159.84</b>	<b>322.72</b>	<b>188.96</b>	<b>571.23</b>	<b>576.51</b>
VIII	Paid-up equity share capital	701.83	701.83	701.83	701.83	701.83	556.66	556.66
IX	Reserves excluding Revaluation Reserves as per Balance sheet				4,700.57	4,462.33	7,156.14	6,654.87
X	Earnings Per Share (EPS) (of Rs.10/-each)	Not Annualised	Not Annualised	Not Annualised				
	(a) Basic	1.93	0.18	2.28	4.60	2.69	10.26	10.36
	(b) Diluted	1.93	0.18	2.28	4.60	2.69	10.26	10.36

## Standalone & Consolidated Statement of Assets & Liabilities

(Rs. in lakhs)

Sr.	Particulars	Standalone		Consolidated	
		As at 31-March -18 (Audited)	As at 31-March -17 (Audited)	As at 31-March -18 (Audited)	As at 31-March -17 (Audited)
I	<b>EQUITY AND LIABILITIES</b>				
1	<b>Shareholders' Funds</b>				
	(a) Share Capital	701.83	701.83	556.66	556.66
	(b) Reserves & Surplus	4,700.57	4,462.33	7,156.14	6,654.87
		<b>5,402.40</b>	<b>5,164.16</b>	<b>7,712.80</b>	<b>7,211.53</b>
2	<b>Non Current Liabilities</b>				
	(a) Long-term borrowings	-	-	6.88	8.71
	(b) Deferred tax Liability (net)	70.65	68.22	150.50	143.71
	(c) Other Long term liabilities	2.60	2.60	2.60	2.60
	(d) Long-term provisions	35.49	0.75	35.49	0.75
		<b>108.74</b>	<b>71.57</b>	<b>195.47</b>	<b>155.77</b>
3	<b>Current liabilities</b>				
	(a) Short Term Borrowings	-	0.51	1,340.64	1,321.11
	(b) Trade payables	13.58	9.73	648.66	5,468.53
	(c) Other current liabilities	107.49	195.62	559.12	851.04
	(d) Short-term provisions	48.30	11.36	44.80	35.43
		<b>169.37</b>	<b>217.22</b>	<b>2,593.22</b>	<b>7,676.11</b>
	<b>TOTAL</b>	<b>5,680.51</b>	<b>5,452.95</b>	<b>10,501.49</b>	<b>15,043.41</b>
II	<b>ASSETS</b>				
1	<b>Non Current assets</b>				
	(a) Property, plant & equipment	890.29	925.79	1,781.88	1,848.00
	(b) Goodwill on Consolidation	-	-	10.42	10.42
	(c) Non-current investments	2,388.68	2,431.20	1,398.04	1,712.24
	(d) Long-term loans and advances	22.61	6.55	715.96	777.49
	(e) Other non-current assets	-	-	102.50	60.00
		<b>3,301.58</b>	<b>3,363.54</b>	<b>4,008.80</b>	<b>4,408.15</b>
2	<b>Current assets</b>				
	(a) Current investments	2,067.52	692.65	2,068.86	704.78
	(b) Inventories	-	-	198.68	-
	(c) Trade receivables	26.40	91.90	630.35	4,766.40
	(d) Cash and bank balances	101.47	148.36	1,945.82	2,245.86
	(e) Short-term loans and advances	170.01	1,136.76	1,634.09	2,897.17
	(f) Other current assets	13.53	19.74	14.89	21.05
		<b>2,378.93</b>	<b>2,089.41</b>	<b>6,492.69</b>	<b>10,635.26</b>
	<b>TOTAL</b>	<b>5,680.51</b>	<b>5,452.95</b>	<b>10,501.49</b>	<b>15,043.41</b>

**Keynote Corporate Services Limited**

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400 028.

Tel.: 91 22 3026 6000 • Fax: 91 22 3026 6088 • Email: info@keynoteindia.net • Website: www.keynoteindia.net

CIN-L67120MH1993PLC072407

# KEYNOTE

## Notes:

- 1 The audited financial results for the financial year 2017-18, on standalone as well as consolidated basis, have been reviewed and recommended by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 28 May, 2018, in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2 The Consolidated Financial statements have been prepared in accordance with applicable Accounting Standards, based on the Audited Financial Statements of the Keynote Corporate Services Limited ('the Company') and its subsidiaries Keynote Capitals Limited, Keynote Fincorp Limited and its step-down subsidiary: Keynote Commodities Limited and Keynote Trust.
- 3 The Consolidated financial results as given above, have been prepared as per Accounting Standard - 21 "Consolidated Financial Statements".
- 4 As per para 4 of AS 17 "Segment Reporting", segment has been presented on the basis of Consolidated Financial Results.
- 5 During the financial year the Company has written off two of its long term equity investments in Centerac emarketplaces Pvt Ltd of INR 10 lakhs & Eagle eye & Research Pvt Ltd of INR 32.40 lakhs as both of these entities are in the process of winding up. Accordingly the entire value of the investment made in these entities have been charged off in the Statement of Profit & Loss and is disclosed separately as an "exceptional item".
- 6 The Company has written off the debts amounting to INR 33 lakhs pertaining to Binani Cement Ltd. The entire amount was already provided as doubtful debts by the end of the quarter ended 30 September, 2017.
- 7 The Board of Directors of the Company have recommended higher dividend of Rs.2.50 per equity share of Face Value Rs.10/- each (i.e 25%) (previous year Re.1 per share) (i.e 10%) on completion of 25 years of the Company and the same will be paid subject to the approval of the shareholders in the ensuing Annual General Meeting.
- 8 The figures for quarter ended 31 March, 2018 and 31 March, 2017 are balancing figures between the audited figures in respect of the full financial year and published year to date figures upto the third quarter of the relevant financial years which were subjected to limited review.
- 9 The results for the year ended 31 March, 2018 have been audited by the statutory auditors. The Audit Report does not contain any modification and will be filed with the Stock Exchanges and will be available on the Company's website-www.keynoteindia.net.
- 10 Figures for the previous quarter/period/year have been regrouped, reclassified and/or recasted wherever necessary to make them comparable with those of the current quarter/period/year.

For and on behalf of Board of Directors

Place : Mumbai  
Dated : 28 May 2018



Uday S. Patil  
Director & CFO  
DIN : 00003978

## Keynote Corporate Services Limited

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## CONSOLIDATED SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE YEAR ENDED 31st MARCH 2018

(Rs. in lakhs)

Sr. No.	Particulars	Year Ended on 31-Mar-18 (Audited)	Year Ended on 31-Mar-17 (Audited)
1	<b>Segment Revenue</b>		
	a Income from Advisory Services	946.42	621.96
	b Broking & Related Activities	305.60	305.55
	c Trading in Securities	375.90	1,005.84
	d Investment Activities	235.39	308.32
	e Unallocated	76.52	49.15
	<b>Total</b>	<b>1,939.84</b>	<b>2,290.82</b>
	Less : Inter segment revenue	(145.64)	(14.52)
	<b>Net sales/income from operations</b>	<b>1,794.21</b>	<b>2,276.30</b>
2	<b>Segment Results</b>		
	a Income from Advisory Services	300.53	(65.75)
	b Broking & Related Activities	11.70	(91.46)
	c Trading in Securities	206.93	840.75
	d Investment Activities	52.53	187.45
	e Unallocated (Net off unallocated expenditure)	7.77	(45.35)
	<b>Total</b>	<b>579.46</b>	<b>825.64</b>
	<b>Less:</b>		
	a Less: Interest expenses	(186.46)	(267.62)
	b Add: Interest Income	247.88	209.96
	c Less: Exceptional items	(42.40)	-
	d Less: Unallocated (Net off unallocated expenditure)	128.46	(22.73)
	<b>Total Profit Before Tax</b>	<b>726.93</b>	<b>745.25</b>
3	<b>Segment Assets</b>		
	a Advisory Services	1,035.26	1,179.08
	b Broking & Related Activities	3,532.59	7,760.95
	c Trading in Securities	2,267.61	704.84
	d Investment Activities	1,529.68	2,878.45
	e Unallocated	2,136.35	2,520.09
	<b>Total</b>	<b>10,501.49</b>	<b>15,043.41</b>
4	<b>Segment Liabilities</b>		
	a Advisory Services	111.92	196.91
	b Broking & Related Activities	1,769.29	6,688.29
	c Trading in Securities	-	-
	d Investment Activities	585.05	758.74
	e Unallocated	322.43	187.94
	<b>Total</b>	<b>2,788.69</b>	<b>7,831.88</b>

• Notes:

- Segment information is published in respect of consolidated financial results.

- Segment Revenue comprises of revenue from Advisory Services, Broking & Related Activities, Trading in Securities, Investment Activities and other income which have been identified taking into account the nature of activities & nature of risk.

Place : Mumbai  
Dated : 28 May 2018



for KEYNOTE CORPORATE SERVICES LTD.



Uday S. Patil  
Director & CFO  
DIN 00003978

### Keynote Corporate Services Limited

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