

KEI

Wires & Cables

KEI INDUSTRIES LIMITED
ANNUAL REPORT
2022-23

GROWTH IS OUR
AMBITION
INVESTMENT IS OUR
COMMITMENT



HAR TENSION SAHE
CHALTI RAHE



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Read our Annual Report
online or download it
kei-ind.com

Growth is our Ambition Investment is our Commitment

At KEI Industries, our growth ambition drives us forward. Over the last 15 years, we have achieved remarkable success, consistently growing at a CAGR of 15%. Now, we have set our sights higher, targeting an even higher growth rate.

To propel our growth ambition, we understand the significance of proactive resource allocation. Strategic investments are being made to expand our manufacturing capacity. Backed by a capital expenditure of around ₹ 1,000 Crore over the next three-four years, a new state-of-the-art facility is on the horizon. In the interim period, we are also investing in brownfield expansion to cater to the growing customer demand. Our strong financial position and positive cash flows empower us to self-fund these investments.

Aligned with our growth ambition, we are strengthening the contribution of our retail sales. Investments in bolstering our distribution network, enhancing our brand salience and deepening our

customer connections are being undertaken in full vigor to achieve higher growth. Additionally, we are actively exploring opportunities to expand our revenue streams through exports. Obtaining the regulatory approval from the US market, after nearly two years of invested efforts by our team, has fuelled our momentum.

We are aspiring for a bigger tomorrow. Our ambition is matched by our deep commitment reflected in our focused investments. We will push boundaries and create new possibilities. Together, we will chart a path towards higher growth, powering a future that benefits all our stakeholders.

At the Forefront of Wire & Cable Manufacturing

Proudly making in India since 1968, KEI has emerged as a leading manufacturer of wires and cables (W&C) with a strong presence in both India and international markets. We rank among the top three organized players in the Indian W&C industry.

Our comprehensive product portfolio caters to diverse industry applications. We are one of the few Indian players having the capability to manufacture extra high voltage (EHV) cables above 220kV and also feature in the select group of global manufacturers capable of producing EHV 400kV cables. Additionally, we provide Engineering, Procurement, and Construction (EPC) services for utility projects that demand extensive cabling solutions.

Our growth is underpinned by a diversified business model that spans products, customers and geographies. We serve customers in both retail and institutional segments, catering to both public and private entities. Our operations are supported by robust manufacturing and R&D capabilities, ensuring the delivery of high-quality solutions. Moreover, we have a well-established distribution network that enables us to efficiently reach our customers.

Driven by our unwavering commitment to excellence, KEI continues to push boundaries and raise industry standards. With a focus on quality, innovation and customer satisfaction, we are dedicated to reinforcing our position as a trusted leader in the wires and cables industry.

FACTS & FIGURES



55

Years Industry experience



5

Manufacturing Plants and 2 backward integration plants for PVC Compound



1,900+

Dealers/
Distributors

2,000+

Institutional
Customers

60+

Countries where products are exported



5,591

Employees (including contractual workers)

Net debt-free Company

WHAT WE DID IN FY 2022-23

₹6,912 CRORE ₹734 CRORE

Revenue in
FY 2022-23

20.70% y-o-y

EBITDA in
FY 2022-23

21.58% y-o-y

10.62%

EBITDA Margin in
FY 2022-23

10.54% in the previous year

₹477 CRORE

Profit after Tax in
FY 2022-23

26.89% y-o-y

6.91%

PAT Margin

6.57% in the previous year

₹3,500+ CRORE

Order Book
(as of April 2023)

- Long-term rating affirmed to AA (with positive outlook) by India Rating & Research Pvt. Ltd.
- Short-term rating reaffirmed at A1+ Started supply to US market
- Commenced Greenfield expansion of approx. ₹1,000 Crore to be incurred over 3-4 Years in Gujarat

DIVERSIFIED BUSINESS MODEL

Growth Ambition Fortified by Diversification

Our growth ambition is supported by our strategic diversification across a wide range of products, customers, segments, industries and geographies. This multi-faceted approach maximizes business opportunities while mitigating risks associated with downturns in specific areas.

DIVERSIFIED ACROSS PRODUCTS & SERVICES



EHV Cables (Up to 400kV)



High Tension (HT) Cables



Low Tension Cables



Control Cables



Instrumentation Cables



Marine & Offshore Cables



Solar Cables



Stainless Steel Wires (SSW)



Winding Wires (WW)



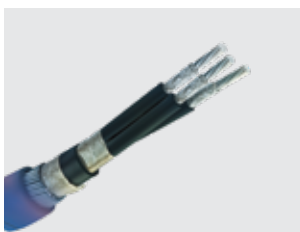
House Wires (HW)



Single Core / Multicore Flexible Cables



Rubber Cables



Fire Survival/Resistant Cables



Communication Cables



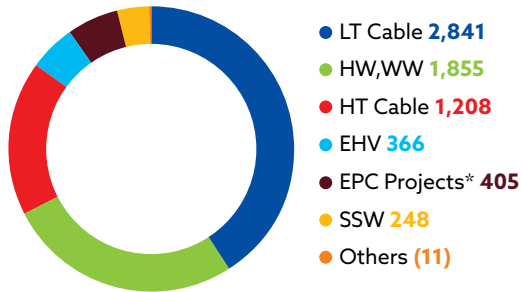
Thermocouple Cables



EPC Services

PRODUCT & SERVICE-WISE REVENUE MIX

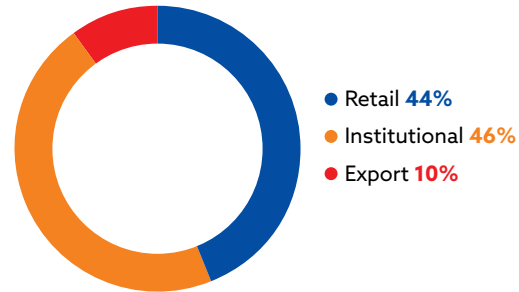
Revenue Split (₹ in Crore)



*EPC other than cable

SEGMENT-WISE REVENUE MIX

Revenue Split

**DIVERSIFIED USE INDUSTRIES****Power****Oil & Gas****Railways****Automobiles****Cement****Steel****Real Estate****Fertilizers****Roads & Highways****Textile****Telecommunication****Data Centers****Renewable Energy****REVENUE DISTRIBUTED ACROSS CUSTOMERS**

In FY 2022-23, our top 10 customers contributed only approx. 15% of our total revenue, indicating a healthy distribution. This diversification shields us from the potential vulnerabilities associated with relying heavily on a few customers. Moreover, we have fostered enduring partnerships with numerous institutional customers, further enhancing our stability and market resilience.

ROBUST INFRASTRUCTURE

Where Ambition Meets Investment

To further our growth ambition, we have made a firm commitment to invest approx. ₹ 1,000 Crore in greenfield expansion over the next three-four years, complemented by additional investments in brownfield expansion. All our investments are being funded by internal accruals.

UPCOMING MANUFACTURING FACILITY AT GUJARAT

We are committed to enhancing our manufacturing capabilities and capacities to support our expanding operations. To achieve this, we will be investing approx. ₹ 1,000 Crore in a state-of-the-art manufacturing facility in Gujarat over the next three-four years. The facility is being built on a ~70-acre land at Sanand Industrial Estate, acquired from Gujarat Industrial Development Corporation (GIDC).

Our focus is on incorporating new technologies and utilizing advanced machinery with high-speed lines. This strategic investment will significantly expand our manufacturing capacity, enabling us to meet the growing demand for our product categories, including LT, HT and EHV cables. To ensure a seamless transition, we have already begun engaging personnel at the factory level to meet the future manpower requirements of the new facility.

This substantial investment underscores our unwavering dedication to seizing opportunities and maintaining a high-growth trajectory in the long term. By prioritizing the allocation of resources to this endeavor, our aim is to strengthen our market position, expand our operations and solidify our presence in the industry.

MANUFACTURING AND R&D CAPABILITIES



Currently, we have five state-of-the-art manufacturing plants located in Rajasthan and Silvassa. These plants support the production of products that adhere to the highest international quality standards. To further enhance our manufacturing capabilities, we have implemented backward integration, including in-house PVC production.

This integration empowers us with greater control over the manufacturing process, ensuring superior quality and improved operational efficiencies. It also enables us to provide cost-effective solutions and fulfill our customers' requirements in a timely manner.

Our commitment to innovation is supported by our advanced

and accredited research and development facility in Rajasthan. A dedicated team of expert R&D engineers, designers and technicians work collaboratively to bring customized, high-quality products to the market. This proactive approach allows us to meet the specific needs of our institutional and export customers.

CERTIFICATIONS

ISO 14001:2015

Certification for Environment Management System

ISO 45001:2018

Certification for Occupational Health and Safety Management

ISO 9001:2015

Certification for Quality Management System

NABL Accreditation under the ISO/IEC 17025:2017

Standard for R&D Facility

PLANT CAPACITY

Plant Location	Capacity (as of March 31, 2023)			
	Cable (in Kms)	House Wire/ WW (in Kms)	Communication Cable (in Kms)	Stainless Steel Wire (in MT)
Bhiwadi (Rajasthan)	54,800	1,90,000	-	9,000
Rakholi (Silvassa)	30,000	6,96,000	-	-
Chopanki (Rajasthan)	4,900	-	-	-
Pathredi (Rajasthan)	22,600	-	-	-
Chinchpada (Silvassa)	12,900	4,46,000	28,800	-
Total	1,25,200	13,32,000	28,800	9,000

CAPACITY UTILIZATION FOR FY 2022-23



Cables

91%



House Wire

79%



Stainless Steel Wire

87%

Chairman-cum-Managing Director's Message



DEAR SHAREHOLDERS,

It is my pleasure to present the Annual Report for the financial year 2022-23, setting out the financial and operational progress made by the Company during this period, as well as our plans and priorities for the future. Through the combination of our growth strategy, our diversified business model and our disciplined execution, we have continued to deliver positive outcomes for all our stakeholders. We have also stayed focused on strengthening our organization's underlying capabilities to deliver higher growth in the future.

FINANCIAL REVIEW

While the global economy is still reeling under uncertainties, India today continues to hold its own, having emerged as the world's fastest growing major economy. The impetus being given by the government to strengthen infrastructure, drive manufacturing transformation and foster the emergence of a digitally empowered economy is powering this momentum. Nearly a decade of multi-dimensional reforms and initiatives taken by the government is also now beginning to make its impact felt.

Amidst a backdrop of favorable macro-economic indicators and positive consumer sentiments, our Company has delivered a strong performance for the year. Although we did encounter some challenges in commodity pricing due to supply chain disruptions caused by the ongoing geopolitical crisis, we successfully navigated these hurdles.

In FY 2022-23, our net sales amounted to ₹ 6,912 Crore, reflecting a strong growth of 20.70% compared to the previous year's ₹ 5,727 Crore. Our EBITDA for the year reached ₹ 734 Crore, indicating a growth of 21.58% from the previous year's ₹ 604 Crore. Despite the inflationary environment, we effectively managed our inventory and input costs, maintaining a stable EBITDA margin of 10.62%, similar to last year's figure of 10.54%. Our Profit after Tax (PAT) stood at ₹ 477 Crore, marking an impressive growth of 26.89% in comparison to the previous year's ₹ 376 Crore. Additionally, our PAT margin



In FY 2022-23, our net sales amounted to ₹6,912 Crore, reflecting a strong growth of 20.70% compared to the previous year's ₹5,727 Crore. Our EBITDA for the year reached ₹734 Crore, indicating a growth of 21.58% from the previous year's ₹604 Crore.

improved to 6.91% from 6.57% in the previous year.

We have successfully repaid all our debt, including term loans, and now stand as a net debt-free company. This accomplishment has further strengthened our balance sheet, providing us with strategic flexibility and the ability to self-fund our capital expenditure and working capital requirements. Recognizing our fiscal prudence and discipline, credit rating agency, i.e. India Rating & Research Pvt. Ltd. has affirmed our rating AA (with positive outlook) for long-term bank facilities and re-affirmed our A1+ rating for short-term bank facilities.

SEGMENTAL REVIEW

Aligned with our strategy to grow our retail business, we strengthened our distribution network and implemented focused measures for increasing our brand salience. These efforts yielded the desired results, with our retail sales achieving a robust year-on-year growth of 31%. With this, the contribution of retail sales to our overall sales mix has increased to 44% from 40% in the previous year. A key development for the year was embarking on the digitization of our sales and

marketing activities. This digital transformation will play a crucial role in achieving our near-term goal of increasing the retail business' share to 50% in the overall sales mix. The higher proportion of retail in our business mix will help in further lowering our working capital requirements, optimizing our receivable cycles and improving cash flow generation.

Our domestic institutional (HT/LT cables) business delivered strong growth, achieving a 22% increase. While most product categories performed well, we faced a temporary setback in the sales of EHV cables due to the deferment of customer orders due to delay in project clearances. Looking ahead, we are confident that our unique capabilities in EHV manufacturing, diverse product portfolio and our strong customer relationships will enable us to capture new opportunities.

In our International business, FY 2022-23 marked a resurgence as the world gradually returned to normalcy following the disruptions caused by the pandemic. Through strategic expansion in product offerings and geographical reach, we achieved a robust 18% growth in export sales. Alongside the

financial achievements, a significant milestone for the year was obtaining product approvals from the US regulator. This accomplishment is the result of nearly two years of dedicated efforts by our team to secure this certification. The US pre-qualification has further enhanced our export potential, and we are committed to increasing the contribution of export sales to our total sales.

CAPITAL INVESTMENTS

Our commitment to sustainable long-term growth is the foundation of our Company's strength. This commitment drives us to invest in our business, providing a solid platform for expansion. Over the past 15 years, KEI has achieved consistent growth at a CAGR of 15%. Now, we are aiming for an even higher growth rate.

To support our growth ambition, we will be making a capital expenditure of approx. ₹1,000 Crore over the next three-four years to establish a state-of-the-art manufacturing facility in Gujarat. We have already acquired the necessary land and the first phase of facility is expected to be operational within 18 months from the start of construction.



In addition, considering the timeline for the Gujarat facility's operations and the strong demand environment, we are investing ₹ 40-50 Crore in expanding our Chinchpada unit. This expansion project is set to be completed by September 2023.

These significant investments, entirely funded from internal accruals, demonstrate our proactive approach to enhancing

our manufacturing capabilities and capacity. They align with our commitment to meeting customer needs and sustaining our growth trajectory.

BUSINESS SUSTAINABILITY

As a socially responsible company, we are dedicated to creating value by improving environmental and societal outcomes. In pursuit of this commitment, we have undertaken several noteworthy initiatives during the year. One significant step was entering into a partnership with ISKCON, a renowned global organization serving society for over five decades, for establishing a De-addiction Center. This Center will provide support to individuals struggling with substance abuse, helping them rebuild their lives.



Over the past 15 years, KEI has achieved consistent growth at a CAGR of 15%. Now, we are aiming for an even higher growth rate.



Other key corporate social endeavors included the construction of a new building for a Vedic School in Wargal, Telangana, supporting Vanvasi Kalyan Ashram in providing holistic education to tribal students, and offering eye care support to underprivileged individuals. To address our environmental goals, we have implemented sewage treatment plants, rainwater harvesting systems, and actively promote the use of renewable energy throughout our operations. We continue to prioritize the highest level of occupational health and safety at all our sites for ensuring the wellbeing of our employees.

BUSINESS OUTLOOK

Looking ahead, we are well-positioned to take advantage of the positive long-term industry

fundamentals. The recent 2023-24 Budget has demonstrated the government's strong commitment to infrastructure development, with a significant 33% increase in the allocation for capital expenditure, amounting to a record-breaking ₹ 10 Trillion. The government has also identified 100 critical transport infrastructure projects for implementation. The outlay for the 'PM Awas Yojana', to address the challenge of urban housing shortage, also been increased by 66% in the Budget.

The creation of the National Infrastructure Pipeline and the Gati Shakti Scheme are among the other recent initiatives to strengthen infrastructure. Projects are being undertaken with full vigor across power, railways, urban railway systems, airports, highways, ports and renewable energy, among others. The Revamped Distribution Sector Scheme (RDSS), aimed at modernizing and strengthening the power distribution infrastructure, is also seeing an increase in projects. The government-driven 'Power for All' program also continues to gain traction. These ambitious infrastructure endeavors are poised to create substantial demand for wires and cables in the coming years.

The demand for wires and cables is also growing with a revival in private sector investments across steel, oil and gas, petrochemicals, cement and other industries. Moreover, the government's focus on Production Linked Incentive Schemes is incentivizing private investments in

the manufacturing sectors, which bodes well for India's wires and cable industry.

Finally, our diversified business model ensures that we have multiple avenues for growth, mitigating any potential volatility in specific markets. With a clear growth strategy in place, we are confident in our trajectory and remain steadfast in expanding our business. Buoyed by India's projected rapid growth and our strong presence in international markets, we are ready to capitalize on the unfolding opportunities and further accelerate our momentum.

ACKNOWLEDGMENT

I would like to take this opportunity to express my gratitude to our customers, bankers, financial institutions, and Central and State government bodies for their steadfast support and confidence. I am also thankful to our channel partners, business associates, suppliers and employees for their contributions to our shared success. Finally, I extend my appreciation to our shareholders and other stakeholders for their continued trust.

At KEI, while we are proud of our past achievements, we remain confident that the future holds even greater potential. Through our ongoing investments in long-term growth, we are committed to scaling new heights and delivering enhanced value to all.

Sincerely,

Anil Gupta

Chairman-cum-Managing Director

OUR GROWTH STRATEGY

Levers for Powering our Growth Ambition

With a clear vision for growth, we have identified multiple strategic levers to drive our success. By staying focused on our plans and adopting a proactive approach, we are committed to delivering better stakeholder value.

EXPAND MANUFACTURING CAPACITY

Greenfield investment of approx.

₹ 1,000 Crore

(including land cost) over the next three-four years to establish a state-of-the-art manufacturing facility in Gujarat

Commenced a brownfield investment of

₹ 40-50 Crore

for expansion of our Chinchpada Unit, which is slated to be completed by September 2023

In May 2023, we completed the acquisition of

~70 Acres

of land in Gujarat for setting up a new plant for LT, HT and EHV cables



FOCUS ON RETAIL SEGMENT

Progress in FY 2022-23

- Sales through the dealer network reached ₹3,030 Crore, reflecting a growth of around 31% compared to the previous year's ₹2,319 Crore
- Retail business' contribution to overall sales rose to 44% from 40% in the previous year, aligning with our strategic plan
- Embarked on the digitization of our sales and marketing activities

Next Steps

Increase the sales contribution from the retail segment to 50% within the next two years



GROW DISTRIBUTION NETWORK

Progress in FY 2022-23

Strengthened relationships with existing dealers/distributors and added 105 new channel partners to take our distribution strength to 1,910

Next Steps

Continue to increase our distribution network, with a focus on increasing revenue per dealer

EXPAND INTERNATIONAL SEGMENT

Progress in FY 2022-23

- Export sales stood at ₹ 693 Crore, marking a robust 18% growth on a year-on-year basis
- Obtained export approval from the US and initiated exports to the US market in the fourth quarter of the year

Next Steps

Continue to increase the contribution of exports to total sales with special focus on the US market



EXPLORE FMEG OPPORTUNITIES

In a strategic decision, the management has chosen to exercise prudence by temporarily deferring the entry into the Fast-Moving Electrical Goods (FMEG) sector. This decision stems from the substantial capital allocation being directed towards the Gujarat plant for capacity expansion. We will revisit our FMEG strategy after the completion of the Gujarat project, in around two-three years.

RETAIL SEGMENT

Committed to Expanding Growth

In pursuit of our ambition, we successfully increased retail revenue share in our overall sales by prioritizing the strengthening of our distribution network and implementing key initiatives.

OVERVIEW

KEI has established itself as a prominent 'Superbrand,' renowned for its steadfast commitment to delivering high trust, quality and exceptional customer service. Our retail business encompasses a range of products, including house wires, winding and flexible wires, LT cables and HT cables. These products are widely available throughout India, facilitated by our extensive network of dealers and distributors.



With a strategic vision for growth, we embarked on a journey around two years ago to enhance the significance of our retail segment within our overall sales composition. This initiative entailed expanding our distribution network and strengthening our brand recognition. By increasing the contribution of our retail business, we have unlocked superior growth opportunities with attractive margins and reduced working capital requirements. Moreover, the expansion of our channel coverage has optimized receivable cycles and improved cash flow generation, resulting in a strengthened balance sheet and increased funds for incremental sales.

FY 2022-23 DEVELOPMENTS

During the year, we expanded our active dealer and distributor base, increasing their strength from 1,805 to 1,910. This expansion included a strategic focus on geographical advancement, appointing dealers/distributors in untapped territories to drive sales growth.

Benefiting from our strengthened distribution network and effective customer outreach, combined with the improving economic environment and consumer sentiments, our retail segment delivered impressive results. Retail sales achieved a robust growth of 31%, amounting to ₹ 3,030 Crore. This performance enabled us to elevate the contribution of retail to 44%, exceeding the previous year's 40% and aligning with our predefined targets.

PERFORMANCE HIGHLIGHTS

₹3,030 CRORE

Sales through the retail channel

FY 2021-22: ₹2,319 Crore

44%

Contribution of the retail segment to overall sales

FY 2021-22: 40%



OUR GROWTH PURSUIT

We are fully committed to driving rapid growth in our retail business, with a firm ambition to achieve a retail contribution of 50% to total sales within the next two years.

BUSINESS OPPORTUNITIES

India's retail market for wires and cables is experiencing robust growth, driven by factors such as growing disposable income, expanding middle class and a rising preference for high-quality and reliable electrical products.

Government initiatives like the "Housing for All" program have also stimulated the housing sector,

creating a persistent demand for residential spaces and subsequently driving the need for wires and cables. The government's focus on urban and rural electrification schemes, such as "Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY)" and "24x7 Power for All," has further bolstered the demand for housing wires.

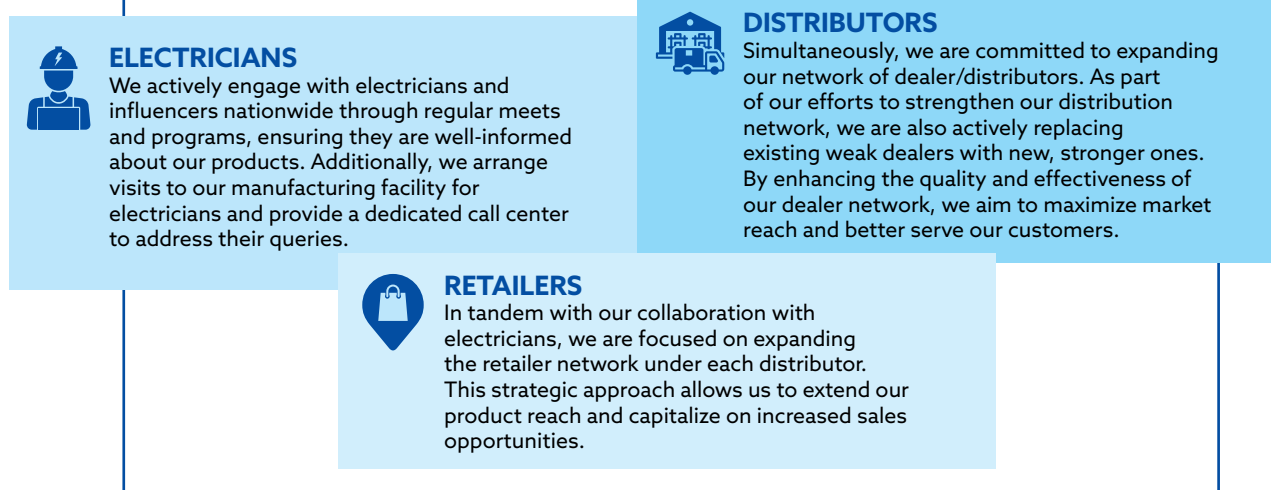
OUR DEDICATED EFFORTS

In line with our growth pursuit, we are focusing on the following areas:

Strengthening our distribution network

We have adopted a dynamic three-way approach to strengthen our distribution network: actively engaging with electricians, expanding the number of retailers under each distributor, and increasing the number of distributors.

OUR THREE-WAY APPROACH



Growing the sales of our dealers

Acknowledging the dealer as the front-end of our retail business, we understand the importance of a comprehensive strategy that encompasses dealer management and the surrounding ecosystem to drive effective sales growth. Our focus goes beyond increasing the number of dealers; instead, we prioritize improving the performance of each dealer. In this regard, we have deployed efficient marketing teams in close proximity to our target regions, facilitating faster delivery through strategically established stocking points. In addition, our specialized business development activities are carried out by dedicated team members who focus on engaging with dealers/distributors for brand approval with consultants/project owners. By adopting this approach, we ensure strong connections between our

teams and the dealers, maximizing our retail business opportunities.

Expanding our geographic footprint

We are actively working towards expanding our geographical footprint to tap into new markets and increase our sales potential. By appointing distributors where we currently have limited presence or are relatively weak, particularly in the eastern and southern markets, we aim to capture additional revenue. Along with expanding our presence in established geographies and emerging cities, we are also focusing on rural markets to strengthen our market reach.

Digitization of sales and marketing

We have initiated the implementation of Salesforce, a robust and versatile customer relationship management (CRM) software, to strengthen our relationships with channel partners.

This digital solution offers a centralized platform for efficient partner onboarding, seamless coordination with channel partners and comprehensive data visibility. With Salesforce, our marketing team can also leverage granular data to drive targeted campaigns, improve conversion rates, increase customer loyalty and optimize marketing spend. The advanced analytics provided by the platform will offer valuable insights into channel partner and marketing performance. Additionally, by automating repetitive tasks and providing real-time access to data, this digital transformation empowers our sales team to focus on strategic initiatives and improve operational efficiency. The implementation of Salesforce is scheduled to be completed within the current fiscal year, ensuring a streamlined and efficient sales and marketing process.

STRENGTHENING BRAND SALIENCE



IPL & other marquee sports events sponsorship

For seven consecutive years, we have proudly sponsored the Indian Premier League (IPL), a cricket tournament that has established itself as one of India's most popular sports events. This year, our continued role as principal partners to the Royal Challengers Bangalore (RCB) team yielded significant benefits, including heightened brand visibility and a stronger bond with consumers who avidly follow the tournament.

During the IPL season, online quizzes and contests, interactive content and various social media campaigns with the RCB team helped us in successfully expanding our fan base across various social media platforms. We also

connected with audiences through hoardings and banners with hyper-local, city-level messages to depict that KEI is a local brand. Furthermore, we created captivating TV advertisements specifically targeted at IPL viewers, with a key focus on promoting our house wires and supporting our dealer and distributors.

While IPL remains a key area of focus, we are also expanding our sponsorship to other sports such as kabaddi and football to enhance brand visibility.

Marketing activities

We are employing a range of strategies to maximize visibility and demand for our products. These efforts include outdoor campaigns, active participation in events and exhibitions,

extensive retail branding during major festivals, TV advertisements, video marketing, targeted public relations coverage and engaging with architects and other influencers.

As part of our above-the-line (ATL) efforts, we are visible on leading TV channels with hyper-local content strategy in 13 languages for our advertisements. Alongside these efforts, we are actively implementing below-the-line (BTL) activities across different regions, including bus and auto-rickshaw panels, hoardings and retail shop installations. Branding activities were also carried out at pilgrimage sites, key airports, metros and other public places. These initiatives reflect our commitment to comprehensively address various touchpoints critical to our business.

Social media marketing

We maintain a robust social media presence on popular platforms such as Facebook, Instagram, Twitter, LinkedIn, and YouTube, boasting a large and active following. Through these channels, we effectively engage with our audience. The KEI brand is recognized for its captivating and interactive content, enabling us to connect with our target audience. To expand our social reach and connect with a wider audience, we employ a combination of brand-centric, topical, and promotional content to keep customers informed about our latest products and offerings.

E-commerce capabilities

We understand the significance of excelling in the e-commerce landscape in today's digital era. To expand our market presence and drive business growth, we have listed our products on prominent e-commerce platforms like IndiaMART. This strategic move enables us to reach a wider audience and generate increased sales.

INSTITUTIONAL SEGMENT

Committed to Meeting Growing Demand

We are firmly focused on meeting the robust demand for wires and cables from institutional customers in India, fuelled by government-led infrastructure development and private sector investments.

OVERVIEW

Over the years, KEI has established a strong presence in the domestic institutional sector, supported by robust pre-qualification credentials, a diverse product portfolio, exceptional EHV manufacturing capabilities and extensive product availability across multiple locations. Our institutional product range encompasses EHV cables, LT and HT cables and stainless steel wires. We also provide EPC solutions, focusing mainly on projects with significant cabling requirements (25-30% LT/HT | 75-80% EHV). We engage directly with institutional customers through tender processes to provide our products and solutions.

Our expertise in EHV cables is further amplified through our strategic partnership with Brugg Kabel AG, a renowned Switzerland-based company with over a century of experience in manufacturing EHV cables up to 550kV. Since 2010, this collaboration has empowered us to offer cutting-edge designs and process backup services that meet the highest global standards.

FY 2022-23 DEVELOPMENTS

Our focus remained on strengthening our domestic institutional sales while concurrently reducing the contribution from our EPC sales within the overall domestic institutional sales mix.

This decision is being driven by factors such as prolonged working capital cycles for EPC projects.

During the year, our domestic institutional segment (HT/LT cables) delivered a robust performance, achieving a 22% growth. EHV cables, however, experienced a temporary setback due to the deferment of customer orders caused by delays in project clearances.

Additionally, EPC retention money received was utilized to bolster our B2B and B2C sales initiatives, as well as to meet the capital expenditure requirements for FY 2022-23.

PERFORMANCE HIGHLIGHTS**₹2,390 CRORE**

Domestic Institutional Sales (LT/HT/House Wire/Winding Wire)

FY 2021-22: ₹1,952 Crore

₹366 CRORE

Institutional EHV Cable Sales

FY 2021-22: ₹514 Crore

₹248 CRORE

Stainless Steel Wire Sales

FY 2021-22: ₹226 Crore

OUR GROWTH PURSUIT

Our objective is to capture a greater market share in the domestic institutional segment, specifically targeting the high-margin category of EHV cables, by leveraging our robust manufacturing capabilities.



BUSINESS OPPORTUNITIES

The institutional demand for wires and cables in India is being fuelled by the government's thrust on infrastructure development. Under the National Infrastructure Pipeline, an allocation of ₹ 111 Lakh Crore has been made for capital expenditure in infrastructure sectors over the period FY 2020-25. These infrastructure projects, spanning various areas such as power, energy, railways, urban rail transportation systems, ports, airports, roads & highways and data centers, have a substantial requirement for wires and cables.

Additionally, there is a notable increase in private capital expenditure across sectors such as solar, steel, cement, petrochemical, oil & gas, and fertilizers. These industrial investments coupled with the implementation of the government's Production Linked Incentive (PLI) Scheme to promote domestic manufacturing augur well for the growth of the wire and cables industry.

Among the other government initiatives, the Revamped Distribution Sector Scheme, aimed at modernizing and strengthening the power distribution infrastructure, is playing a crucial role in driving the demand for wires and cables. The growing emphasis on renewable energy, especially in the solar sector, presents significant opportunities for the wires and cables industry.

The demand for Extra High Voltage (EHV) cables, in particular, is rising due to the government's continued focus on converting overhead power networks to underground power grids. This shift is driven by the recognition that underground networks offer enhanced safety and reliability. Similarly, the private sector, including premium hospitals, hotels and shopping malls, is increasingly opting for underground cable networks. Consequently, the demand for EHV cables is experiencing a significant upswing.

OUR DEDICATED EFFORTS

In line with our growth pursuit, we are focusing on the following areas:

Leveraging our EHV capabilities

While the demand for EHV cables is increasing in India, there are only a few manufacturing players in this segment. Our competitive advantage lies in our position as one of the few Indian manufacturers with the capability to produce EHV cables above 220kV, and an even more exclusive position in the EHV 400kV cable category. Our aim is two-fold: to capture a significant market share and eliminate the need for EHV cable imports, ensuring that customers have access to locally manufactured high quality products.

Meeting pre-qualification credentials

We will continue to enhance our technical and financial capabilities to ensure that we meet the rigorous pre-qualification requirements of institutional customers. These credentials set us apart from new entrants and empower us to establish a strong foothold in the institutional segment, driving our sustainable growth.

Expanding our market reach

With an extensive marketing network in place, we are able to cater to the needs of our institutional customers swiftly and efficiently. We remain focused on establishing new warehouses across the country. By doing so, we aim to enhance our distribution capabilities and ensure seamless product delivery.

Developing specialized solutions

We remain committed to expanding our portfolio of specialized offerings by leveraging our in-house R&D capabilities. This approach allows us to address the complex requirements of several sectors, such as oil & gas and shipping, and capture a greater portion of the institutional demand.

INTERNATIONAL SEGMENT

Committed to Pushing the Boundaries of Performance

Our ambition to increase revenue contribution from exports received a major boost with the approval of our products by the US regulator during the year.

OVERVIEW

With our diversified portfolio, high-quality products, customized solutions, competitive pricing strategy and extensive industry expertise, we are well-equipped to meet the needs of our overseas customers. Our exports span a wide range of products, including EHV cables, HT cables, LT cables and stainless steel wires, and reach customers in over 60 countries worldwide.

All our exports are conducted under our own brand, driven by specific orders, and primarily cater to institutional clients. Our top export markets include Australia, the Middle East (particularly Abu Dhabi and Kuwait), and select African countries, with Nigeria and Ghana at the forefront.

Our presence in strategic locations of Australia, Dubai, Gambia, Nepal and South Africa, through dedicated marketing and project offices, enables us to forge strong partnerships with our global customers.

FY 2022-23 DEVELOPMENTS

With the easing of travel restrictions as the pandemic subsided, our dedicated business development team swiftly took action to secure contracts from existing



and new overseas customers. Through strategic expansion both in terms of product offerings and geographical reach, we achieved a strong 18% growth in export sales.

A notable achievement of the year was our successful pre-qualification to enter the US market, securing approvals for our LT cables, HT cables and solar cables. This significant milestone reflects our dedicated efforts over the past

two years in obtaining the required certifications for the US market. We take great pride in announcing that our products have received the esteemed Underwriters' Laboratories certification, validating their compliance with relevant standards. Since last quarter of FY 2022-23, we have commenced sales in the US market, supplying our products to the power, gas and petroleum sectors.

PERFORMANCE HIGHLIGHTS

₹693 CRORE

Export Revenue

FY 2021-22: ₹585 Crore

OUR GROWTH PURSUIT

Our target is to further increase the share of our exports in our overall sales, bolstered by the recent export approval obtained for our products in the US market.

BUSINESS OPPORTUNITIES

India's growing reputation as a reliable manufacturing destination, coupled with the adoption of the 'China Plus One Strategy' by companies diversifying their operations, presents a positive outlook for Indian wire and cable manufacturers. Overseas customers are showing a notable increase in demand for both LT and HT cables. This surge in demand can be attributed to the focus on the renewable energy sector, the rising demand from the energy generation and distribution sector and the ongoing process of industrialization. Furthermore, the rising energy needs resulting from rapid urbanization, population growth and the shift to smart grids are fuelling global demand for EHV cables.

OUR DEDICATED EFFORTS

In line with our growth pursuit, we are focusing on the following areas:

Gaining a stronger foothold in US markets

In FY 2023-24, our objective is to enhance our exports to the US market. Our proven track record of delivery in several other leading global markets, coupled with the increasing emphasis placed by US companies on diversifying their supply chains beyond China, fortifies our growth potential.



Increasing sales in the other markets

We will also prioritize the growth of sales in our established markets. In these geographies, our strategy remains focused on obtaining approvals directly from projects and supplying our products to EPC contractors. By doing so, we avoid margin loss associated with intermediaries. Additionally, we will leverage our manufacturing cost advantage and lower overhead expenses, compared to Western countries, to boost our export revenue in these markets.

Strengthening pre-qualification credentials

We are dedicated to meeting the rigorous requirements of our institutional customers, and

as part of this commitment, we are continually enhancing our pre-qualification credentials. This strategic focus allows us to strengthen our position in serving the growing demands of various industries and drive further expansion in our export business.

Expanding our marketing presence

We are continuously expanding our international presence by establishing direct physical presence or through strategic collaborations, enabling us to better connect with our customers. Through the development of a strong network in new markets, we aim to seize promising business prospects and capitalize on emerging opportunities.

Committed to Serving Our Communities

As a responsible entity, we strive to create a positive impact on society. Towards this, we regularly undertake CSR initiatives with a special focus on addressing community challenges and promoting holistic development of the marginalized sections of society.

SUPPORTING HEALTHCARE AND PROMOTING EDUCATION

Helping youth struggling with drug abuse

Our conscious efforts to support youth struggling with substance abuse has led us to partner with ISKCON for their noble De-addiction Campaign. With the resolve to eradicate drug abuse, ISKCON's flagship programs Udgaar and Viplava look at preventing healthcare measures while also promoting education through various activities. Our support includes funding their De-addiction Center at Ghaziabad, for which the construction of building is underway. The rehabilitation center will help the youth develop self-awareness, the resolve to stay away from drugs and regain confidence by adopting a sustainable lifestyle.

Providing travel facilities to school

We supported Bhaktivedanta Gurukula and International School, an educational unit of ISKCON, by purchasing a 52-seater CNG school bus to facilitate students' transportation. This initiative aims to reduce transportation costs for the students who receive holistic education in an eco-friendly campus. The school, affiliated with the ICSE/ISC board, focuses on providing education to 400+ underprivileged youth in Mathura district.

Extending support for eye care center

We granted funds to Manav Seva Sansthan, Una, Himachal Pradesh for operational and maintenance expenses of their eye care center. The funds will be utilized towards carrying out eye testing of underprivileged people, under the directives of Manav Seva Sansthan, a registered society for undertaking CSR activities.



Supported construction of a new building for Vedic School

We continued our support to schools in their education building activities to help children become self-reliant and self-confident to rise to the challenges of the modern world. We supported Sri Sharada Vaidika Samartha Vidyalam's initiative to construct a new building for Vedic School in tandem with Sree Kanchi Shankara Mattam at Telangana. The building construction covers around 3.3 acres of land and constructed area of around 7,000 sq.ft. The facilities provided will serve visit purposes, conducting daily spiritual rituals and other requirements for successful running of the Vedic School.

Contributing for a rest house for underprivileged communities

We provided financial support to Bhaorao Deoras Seva Nyas for the construction of a 'Vishram Sadan' (rest house) near AIIMS, Rishikesh, a medical college and hospital. This initiative aims to address the lack of affordable accommodation for socially and economically backward individuals seeking treatment at AIIMS Hospital, Rishikesh. Previously, Bhaorao Deoras Seva Nyas has successfully built five Vishram Sadans near major hospitals, providing a comfortable living environment and meals at an affordable cost. The upcoming Vishram Sadan in Rishikesh will accommodate 400 beds and is expected to be completed by March 2024.

Promoting education of tribal students

We supported the cause of Vanvasi Kalyan Ashram (Dadra & Nagar Haveli) to promote and encourage education to tribal students for enabling their journey to mainstream society. Our support will aid their academic education and other activities for helping them achieve overall development. Students will be able to undertake computer training, learn home science skills, stitching and other activities. They will also be encouraged to participate in government competitions, sports, gram vikas activities, environmental awareness etc.



Bharat Lok Shiksha Parishad in Promoting Education

We also partnered with Bharat Lok Shiksha Parishad to support schools (Ekal Vidyalaya) in Garhwal region of Uttarakhand.

OTHER CSR INITIATIVES

Sankalp Jyoti - Celebrations for Electricians' Families

During the Diwali festival, we launched a heart-warming CSR initiative to recognize the tireless efforts of electricians and celebrate their invaluable contribution to society. As part of this initiative, we organized a special event for their children, which became a memorable occasion with the presence of government officials. The highlight of the event was a talent show where the electricians' children showcased their remarkable skills, leaving the audience amazed. Each participating child received thoughtful gifts, including educational materials, study lamps, sports equipment and toys, symbolizing our appreciation and support for their



talents. This gesture brought joy to the children and conveyed a message of recognition and encouragement.

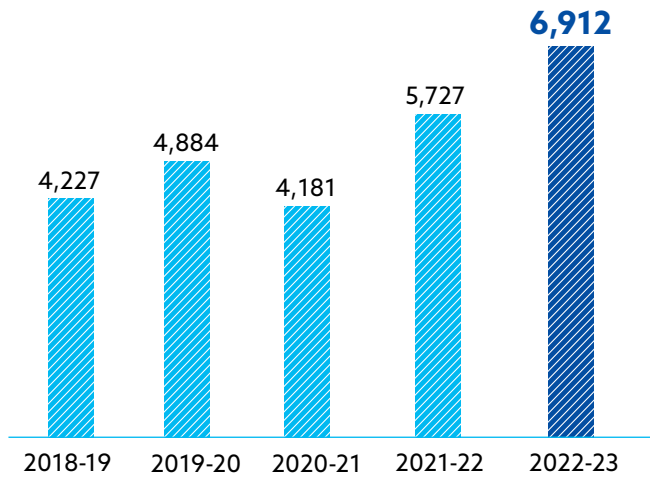
Animal welfare activities

We also believe in retaining the sanctity of our ecosystem through our animal welfare activities. As part of our ongoing association with ISKCON, we funded their drive for building a cow shed. The new shed will provide shelter to 60 cows and protect them from harsh weather conditions.

Financial Highlights

REVENUE

(₹ IN CRORE)



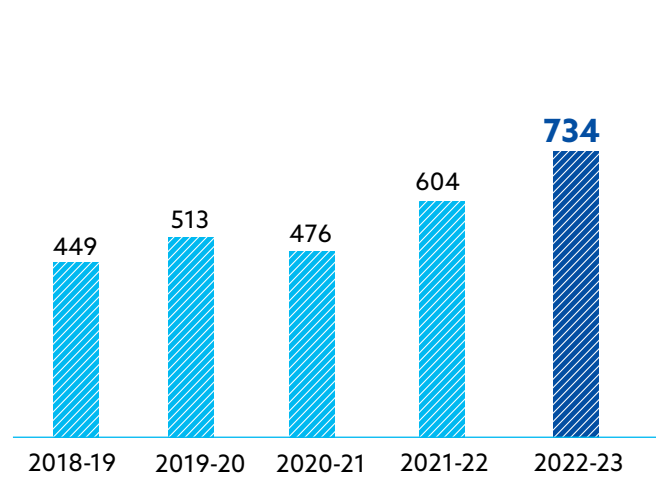
CAGR
13%



Revenue improved by 20.70% YoY in FY 23

EBITDA

(₹ IN CRORE)



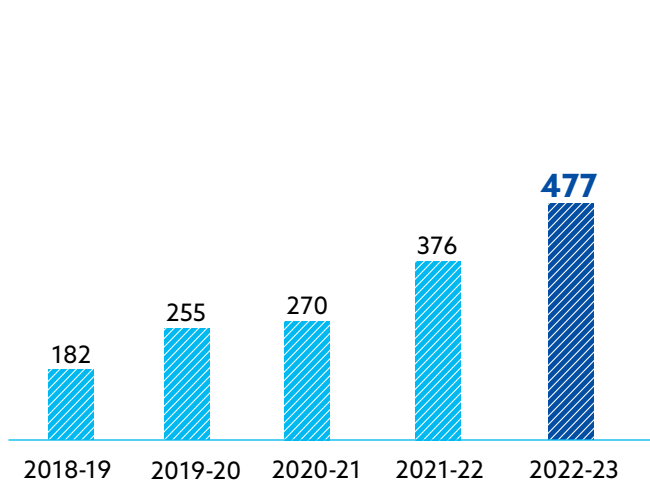
CAGR
13%



EBITDA margin in FY 23 has improved to 10.62% as against 10.54% YoY.

PAT

(₹ IN CRORE)



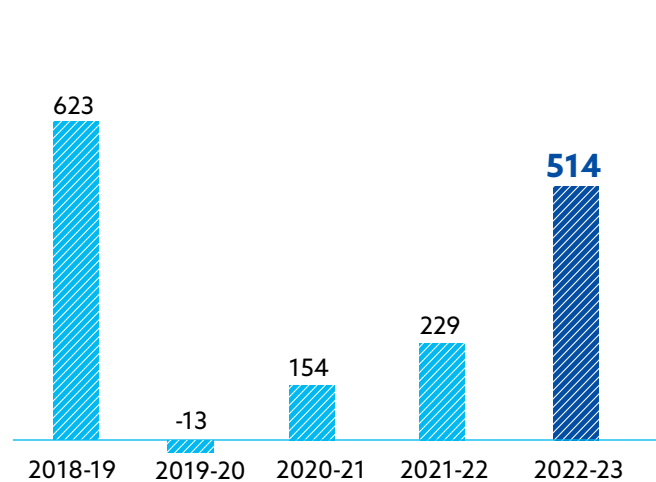
CAGR
27%



PAT margin in FY 23 has improved to 6.91% as against 6.57% YoY.

OPERATING CASH FLOW

(₹ IN CRORE)



Five-Year Financial Performance

(₹ in Crore)

PARTICULARS	2019	2020	2021	2022	2023
PAID-UP CAPITAL	15.79	17.90	17.97	18.02	18.04
NET WORTH	778.89	1,506.76	1,773.55	2,135.32	2,589.01
NET SALES	4,226.96	4,884.27	4,181.49	5,726.55	6,912.33
PBDIT	449.40	512.51	475.53	603.58	733.83
PBIT	415.45	455.82	417.72	548.12	676.76
PBT	279.30	326.67	360.41	507.73	642.05
NET PROFIT	181.87	255.10	269.55	376.22	477.38

PROFITABILITY RATIOS (PERCENT)					
PBDIT	10.63	10.49	11.37	10.54	10.62
PBIT	9.83	9.33	9.99	9.57	9.79
PBT	6.61	6.69	8.62	8.87	9.29
NET PROFIT	4.30	5.22	6.45	6.57	6.91

GROWTH RATIOS (PERCENT)					
NET SALES	22.67	15.55	-14.39	36.95	20.70
PBDIT	29.25	14.04	-7.22	26.93	21.58
PBIT	31.70	9.72	-8.36	31.22	23.47
PBT	36.80	16.96	10.33	40.88	26.46
NET PROFIT	25.81	40.27	5.66	39.57	26.89

Board of Directors

**MR. ANIL GUPTA****Promoter, Chairman-cum-Managing Director**

Mr. Anil Gupta is a renowned expert in the Indian cables and wires industry and a strong believer in modern technology. He has spearheaded some pathbreaking innovations in the industry and has been the guiding force behind KEI's vision to become the undisputed leader in its category and build a robust corporate identity. Mr. Gupta commenced his journey with KEI as a partner in the erstwhile Krishna Electrical Industries and soon rose to become its Chairman-cum Managing Director. With over four decades of experience at the helm, he plays a strategic role in guiding the Company to scale new heights of success. He has also initiated various policies on marketing, production, quality control and product development.

**MRS. ARCHANA GUPTA****Non-Executive Director**

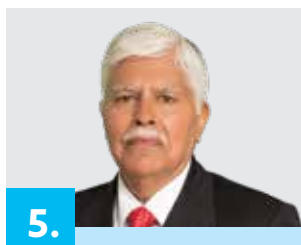
Mrs. Archana Gupta has played a pivotal role in transforming the Stainless Steel Wires Division at KEI. She has been instrumental in the expansion of this division and in defining the functional ambit and footprint of KEI. Under her able management, KEI's Stainless Steel Wires vertical has grown to become one of the trusted names in the Stainless Steel Wires industry in India. Mrs. Gupta plays a principal role in the planning, organizing, and optimizing resources for the Stainless Steel Wires Division of KEI.

**MR. AKSHIT DIVIAJ GUPTA****Executive Director**

Mr. Akshit Diviaj Gupta is a young and dynamic professional with a strong entrepreneurial background. He has experience in handling EPC projects and retail marketing functions of the Company. He holds a BBA degree in Management, an Honorary Graduate Fellowship, and has an acute interest and knowledge of diverse business activities.

**MR. PAWAN BHOLUSARIA****Non-Executive & Independent Director**

Mr. Pawan Bholusaria has sound knowledge of finance, tax laws and has handled a large number of audits. He is a fellow member of The Institute of Chartered Accountants of India and is a practicing Chartered Accountant. He is the partner of M/s P. Bholusaria & Co., Chartered Accountants and has more than 44 years of experience in public practice. He has audited the accounts of various nationalized banks, mutual funds, government, public companies and private companies. Mr. Bholusaria is also on the Board of Directors of other companies.

**MR. K.G. SOMANI****Non-Executive & Independent Director**

Mr. K.G. Somani is the partner of M/s K.G. Somani & Co., Chartered Accountants, Insolvency professional, New Delhi, and has extensive experience in Finance, Companies Act, Tax Laws. He has participated in a large number of seminars & conferences all over India and abroad. Mr. Somani is a Fellow Member of ICAI and was elected as a member of the Central Council of the ICAI of India in 1979 and was a Council Member during 1979-1992. He was the President of ICAI in 1988-89 and has worked on all the standing committees during his continued membership of the council during 1979-92. He was the Chairman of the Professional Development Committee, Board of Studies and Company Law Committee of the Institute during this period and was the Chairman of the Technical Standards Committee of South Asian Federation of Accountants (SAFA). He was nominated on the council of IFAC as Indian representative during the period 1990 to 1992.



6.

MR. VIJAY BHUSHAN**Non-Executive & Independent Director**

Mr. Vijay Bhushan has been the Past President of the Association of National Exchanges Members of India (ANMI), which is an association of NSE & BSE Brokers. Mr. Bhushan is an MBA from the University of Delhi and has been actively associated with the capital market since 1981. He was elected as the President of the Delhi Stock Exchange in the year 2001-02 and was also the Chairman of the Federation of Indian Stock Exchanges, representing 20 Stock Exchanges from 2002-04.



7.

MR. VIKRAM BHARTIA**Non-Executive & Independent Director**

Mr. Vikram Bhartia has more than 50 years of experience as an industrial entrepreneur. He holds a B. Tech. (Hons.) degree from IIT Kharagpur.



8.

MR. RAJEEV GUPTA**Executive Director (Finance) & CFO**

Mr. Rajeev Gupta has around 30 years of experience in Corporate Finance and is presently heading corporate strategy and finance function of the Company. Mr. Gupta holds a B.Com. degree and is a fellow member of ICAI.



9.

MR. SADHU RAM BANSAL**Non-Executive & Independent Director**

Mr. Sadhu Ram Bansal has rich and varied exposure of more than 34 years in banking, finance and administrative functional capacities. He was Chairman and Managing Director of Corporation Bank (Public Sector Bank), Executive Director in Punjab National Bank and Field General Manager in Dena Bank. He was also Chief General Manager in India Infrastructure Finance Company Ltd. He had also been Director of PNB Gilts Limited, honorary secretary and member of Managing Committee of Indian Banks Association (IBA), Chairman of IBA Standing Committee on agriculture and allied activities, member of Governing Council of Institute of Banking Personnel Selection (IBPS), member of CII's National Committee on Banking, member of Indian Banks' Association Committee for evolving a framework for monitoring of infrastructure projects and also Chairman of CorpBank Securities Limited. Presently he is associated as an Independent Director in other companies besides KEI and as Independent External Monitor in PSUs. He is post graduate in English, Certified Associate of Indian Institute of Bankers (CAIIB) and Associate of Indian Institute of Banking & Finance (AIIBF).



10.

MRS. SHALINI GUPTA**Non-Executive & Independent Director**

Mrs. Shalini Gupta is an accomplished corporate leader with over 25 years of global experience. Currently, she runs a boutique leadership consulting firm focused on Executive Search, HR Advisory and Leadership Development. She helps organizations dramatically improve performance through focus on leadership & talent. She has worked with a large number of clients and senior executives who have built distinguished careers in successful companies.

Mrs. Shalini Gupta has spent most of her career in hi-tech, having worked in a multitude of roles that involved large transformations, building high-performing teams and working closely with CEOs and founders to define organization strategy and executing on it. She is an advocate for increasing the number of women in STEM education and mentors young women professionals who are building their career in STEM.

Corporate Information

BOARD OF DIRECTORS

MR. ANIL GUPTA

Chairman-cum-Managing Director

MRS. ARCHANA GUPTA

Director

MR. AKSHIT DIVIAJ GUPTA

Whole-Time Director

MR. PAWAN BHOLUSARIA

Director

MR. K.G. SOMANI

Director

MR. VIJAY BHUSHAN

Director

MR. VIKRAM BHARTIA

Director

MR. RAJEEV GUPTA

Executive Director (Finance) & CFO

MR. SADHU RAM BANSAL

Director

MRS. SHALINI GUPTA

Director

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Kishore Kunal

STATUTORY AUDITORS

M/s. Pawan Shubham & Co.,
Chartered Accountants, New Delhi

INTERNAL AUDITORS

M/s. Jagdish Chand & Co., Chartered
Accountants, New Delhi

BANKERS

Bank of Baroda
State Bank of India
Punjab National Bank
Union Bank of India
Axis Bank Ltd
ICICI Bank Ltd
IndusInd Bank Ltd
IDFC First Bank Ltd
HDFC Bank Ltd
Indian Overseas Bank
RBL Bank Ltd
IDBI Bank Ltd
DCB Bank Ltd
Bank of India
Kotak Mahindra Bank Ltd
Bank of Bahrain & Kuwait B.S.C
DBS Bank India Limited
Yes Bank Limited

REGISTRAR & SHARE TRANSFER AGENT

MAS Services Ltd.
T-34, 2nd Floor,
Okhla Industrial Area, Phase - II,
New Delhi - 110 020
CIN: U74899DL1973PLC006950
Ph: +91-11- 26387281/82/83
Fax: +91-11- 26387384
Email: investor@masserv.com
Website: www.masserv.com

CORPORATE & REGISTERED OFFICE

D-90, Okhla Industrial Area,
Phase - I, New Delhi - 110020
CIN: L74899DL1992PLC051527
Ph: +91-11-26818840/8642
Fax: +91-11-26811959/7225
Email: cs@kei-ind.com
Website: www.kei-ind.com

WORKS OFFICE

SP-919, 920 & 922,
RIICO Industrial Area,
Phase-III, Bhiwadi,
Distt. Alwar (Rajasthan) - 301019

99/2/7, Madhuban Industrial Estate,
Village Rakholi, Silvassa
(Dadra & Nagar Haveli and
Daman and Diu) - 396230

Plot No. A-280-284,
RIICO Industrial Area, Chopanki,
Distt. Alwar (Rajasthan) - 301019

Plot No. SP2-874,
RIICO Industrial Area, Patherdi,
Distt. Alwar (Rajasthan) - 301019

Survey No. 1/1/2/5,
Village Chinchpada, Silvassa
(Dadra & Nagar Haveli and
Daman and Diu) - 396230

Building B, Survey
No. 409/1/3/1 & Survey
No. 409/1/4/1 & 409/1/4/2,
Village Dapada, Silvassa
(Dadra & Nagar Haveli and
Daman and Diu) - 396230

B-822, RIICO Industrial Area,
Harchandpur, Bhiwadi, Distt. Alwar
(Rajasthan) - 301019

Directors' Report

To The Members

Your Directors have pleasure in presenting their 31st Annual Report, together with the Audited Annual Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2023.

FINANCIAL SUMMARY / STATE OF THE COMPANY'S AFFAIRS

The Company's financial performances for the year ended March 31, 2023 along with previous year's figures are summarized below:

(₹ in Million)

Particulars	Consolidated		Standalone	
	Year ended March 31, 2023	Year ended March 31, 2022	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from Operations and Other Income	69,399.53	57,415.87	69,399.54	57,418.76
Profit before Finance Costs, Depreciation and Amortisation Expenses and Tax Expenses	7,337.93	6,033.41	7,338.33	6,035.79
Less: Finance Cost	347.07	403.94	347.06	403.93
Less: Depreciation and Amortisation Expenses	570.79	554.54	570.79	554.54
Profit before Exceptional Items and Tax	6,420.07	5,074.93	6,420.48	5,077.32
Profit before Tax	6,420.07	5,075.28	6,420.48	5,077.32
Tax Expenses	1,646.65	1,315.13	1,646.65	1,315.13
Profit for the Year	4,773.42	3,760.15	4,773.83	3,762.19
Other Comprehensive Income for the year, net of tax	(0.60)	7.91	(0.62)	7.91
Total Comprehensive income for the year, net of tax	4,772.82	3,768.06	4,773.21	3,770.10

Note: Previous year figures have been re-grouped / re-arranged wherever necessary.

REVIEW OF BUSINESS OPERATIONS ON STANDALONE BASIS

During the year, your Company achieved a turnover of ₹ 69,123.30 million as against ₹ 57,269.91 million in FY 2021-22, showing a strong growth of 20.70%. During the year under review, turnover from Cables & Wires segment stood at ₹ 62,539.08 million as compared to ₹ 51,231.24 million in FY 2021-22, turnover from Stainless Steel Wire segment was ₹ 2,550.93 million during FY 2022-23 as compared to ₹ 2,259.37 million in FY 2021-22 and EPC Projects Segment revenue (excluding Cables) contributed a turnover of ₹ 4,033.29 million in FY 2022-23 as compared to ₹ 3,779.30 million in FY 2021-

22. During the year under review, Profit before Tax stood at ₹ 6,420.48 million as compared to ₹ 5,077.32 million in the preceding year and Net Profit stood at ₹ 4,773.83 million as compared to ₹ 3,762.19 million in the preceding year.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

Company has a subsidiary "KEI Cables Australia PTY Ltd" in Australia and an associate company with 49% ownership interest under name of KEI Cables SA (PTY) Ltd with principal place of business in South Africa. During the year, Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and

execution of a specific project has been dissolved w.e.f. November 14, 2022. The dissolution will not have any impact on the operations of the Company and is not material to the Company. However, Company's technical collaboration with Brugg Kabel AG, Switzerland for 400kV Extra High Voltage Cable is continuing.

Further, pursuant to Section 129(3) of the Companies Act, 2013 a report on the performance and financial position of the Subsidiary, Associate and Joint Venture is disclosed in Form AOC-1 in **Annexure-A** and forms part of this report.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) - 110 - "Consolidated Financial Statements" and Indian Accounting Standard (Ind AS) - 111 - "Financial Reporting of interest in Joint Venture" specified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015, and other relevant provisions of the Act.

RESERVES

During the year, the Board of Directors of your Company has decided not to transfer any amount to the reserves and decided to retain all the profits under surplus account.

DIVIDEND & APPROPRIATIONS

The Board of Directors of the Company at their meeting held on January 23, 2023 has declared an interim dividend of ₹ 3.00/- (i.e. 150%) per Equity share on the Equity shares of face value of ₹ 2/- each for the financial year 2022-23 which has resulted in cash outflow of ₹ 270.58 million. The Board has not recommended a final dividend and the interim dividend of ₹ 3.00/- per equity share declared by the Board on January 23, 2023 shall be considered as the final dividend for the Financial Year 2022-23. Thus, the total dividend for the Financial Year 2022-23 remains ₹ 3.00/- per equity share of ₹ 2/- each.

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Dividend Distribution Policy of the Company had been updated by the Board of the Directors of the Company on January 23, 2023. The Dividend Distribution Policy is also available on the website of the Company at www.kei-ind.com under Investor Relations Section.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of financial year to which this financial statements relates and the date of this Report.

CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in the nature of business of the Company.

RATING BY EXTERNAL RATING AGENCIES

(A) BANK FACILITIES RATING BY INDIA RATINGS AND RESEARCH PRIVATE LIMITED:

India Ratings and Research Private Limited has affirmed **IND AA/Positive (Pronounced as IND AA Positive)** rating to Long Term Bank Facilities vide its letter dated June 08, 2023. Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. India Ratings and Research Private Limited has affirmed **IND A1+ (Pronounced as IND A One Plus)** rating to Short Term Bank Facilities and Commercial Paper vide its letter dated June 08, 2023. Instruments with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such instruments/facilities carry lowest credit risk.

(B) BANK FACILITIES RATING BY ICRA LIMITED & CARE RATINGS LIMITED:

ICRA Limited & CARE Ratings Limited had assigned [ICRA] AA(Stable) / CARE AA(Stable) rating to Long Term Bank Facilities vide their letter dated August 25, 2022 and August 10, 2022 respectively. Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. Further, ICRA Limited and CARE Ratings Limited had re-affirmed [ICRA] A1+ /

CARE A1+ (A one plus) rating to Short-term Bank Facilities vide their letter dated August 25, 2022 and August 10, 2022 respectively. Instruments with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such instruments carry lowest credit risk. The Surveillance/Review of rating for the current year is under process.

(C) FIXED DEPOSIT RATING BY ICRA AND CARE:

ICRA Limited and CARE Ratings Limited had assigned the rating [ICRA] AA (Stable) / CARE AA (Stable) on the medium-term rating scale to the fixed deposits programme of the Company vide their letter dated August 25, 2022 and August 10, 2022 respectively. The Outlook on the long-term rating is Stable. Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The Surveillance/Review of rating for the current year is under process.

GLOBAL CERTIFICATIONS

The Following are the licenses and other certification existing in your organization.

- NABL-ISO/IEC 17025: 2017
- CE MARKING (EN ISO/IEC 17020)
- RDSO (IRS S:63/2014 (REV 4)
- SABS, SANS: 1339:2017
- UL 1072 – Medium Voltage Power Cables

UNPAID / UNCLAIMED DIVIDEND

Un-claimed / Unpaid Dividend for the Financial Year 2014-15 has been transferred to the Investor Education and Protection Fund established by the Central Government. Further, amount of Unclaimed / Un-paid Dividend for the Financial Year 2015-16 is due for deposit to the Investor Education and Protection Fund on 13.10.2023.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the year under review, your Company has transferred ₹ 2,52,252.40 as unclaimed / unpaid dividend in respect of financial year 2014-15 to the Investor Education and Protection Fund

(IEPF) established by the Central Government, pursuant to the provisions of Section 124(5) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted from time to time).

Further, the total amount lying in the Unpaid Dividend Account(s) of the Company in respect of the last seven years and when such unpaid Dividend is due for transfer to Investor Education Protection Fund is disclosed in a separate section titled Report on Corporate Governance and has been included in this Annual Report.

Further, during the year under review, your Company has transferred 12,689 Equity shares into the Demat Account of Investor Education and Protection Fund held with NSDL (DPID/Client ID IN300708/10656671) and CDSL (DPID/Client ID 12047200/13676780) pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted from time to time) i.e., shares on which dividend has not been claimed for seven consecutive years i.e., from FY 2014-15.

Further, the details of shareholders whose dividend and shares are transferred to Investor Education and Protection Fund are updated on the website www.kei-ind.com under Investor Relations Section.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

a) Composition

- As on date, Company has 10 Directors with an Executive Chairman, of the 10 Directors, 3 are Executive Directors and 7 are Non-Executive Directors (including 6 Independent Directors). The Composition of the Board is in conformity with the provisions of the Companies Act, 2013 and relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- ii) None of the Director on the Board is a director in more than 10 Public Companies or a member of more than 10 Committees or a Chairman of more than 5 Committees across all listed companies in which he/she is a Director. Necessary disclosures regarding Committee positions in other Public Limited Companies as on March 31, 2023 have been disclosed by all the Directors of the Company.
- iii) None of the Whole-Time Key Managerial Personnel (KMP) of the Company is holding office in any other Company as a Key Managerial Personnel.
- iv) Further, none of the Directors / KMP of the Company is disqualified under any of the provisions of the Companies Act, 2013 and relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) Change in Director(s) and Key Managerial Personnel

- (i) Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their Meeting held on January 23, 2023 has re-appointed Mr. Sadhu Ram Bansal (Holding DIN: 06471984 as an Independent Director (Category: Non-Executive) of the Company for the second term of 5 (Five) consecutive years w.e.f. January 24, 2023 to January 23, 2028 in accordance with the provisions of Section 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV and Rules made thereunder and other applicable provisions of the Companies Act, 2013, if any. His re-appointment was approved by the shareholders through postal ballot dated March 17, 2023.
- (ii) As per Section 152 of the Companies Act, 2013 and other applicable provisions of the Act, Mr. Rajeev Gupta (Holding DIN: 00128865), Executive Director (Finance) & CFO of the Company, who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

- (iii) Further, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company at their Meeting held on July 31, 2023 has re-appointed Mr. Anil Gupta (Holding DIN: 00006422) as Chairman-cum-Managing Director of the Company for a further term of 5 (Five) years w.e.f. July 01, 2024 to June 30, 2029 in accordance with the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 read with Schedule V and Rules made thereunder and other applicable provisions of the Companies Act, 2013, if any. His re-appointment requires the approval of the shareholders at the ensuing Annual General Meeting.

The details of Directors being recommended for appointment / re-appointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is contained in the accompanying Notice convening ensuing Annual General Meeting of the Company. Appropriate Resolution(s) seeking shareholders' approval are also included in the Notice.

c) Declaration by Independent Directors

All the Independent Directors of the Company have given their declaration for the FY 2022-23 that they continue to meet all the criteria as specified under Section 149(6) & (7) of the Companies Act, 2013 and under Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that they are independent of the management in respect of their position as an "Independent Director" in the Company.

Further, in the opinion of the Board, the Independent Directors also possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5)(iia), of the Companies (Accounts) Rules, 2014.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company duly met 4 (Four) times during the financial year from April 01, 2022 to March 31, 2023 on May 09, 2022, July 26, 2022, October 20, 2022, and January 23, 2023.

Further, during the year, a separate meeting of the Independent Directors of the Company was held on March 03, 2023 to discuss and review the performance of all other Non-Independent Directors, Chairperson of the Company and the Board as a whole and for reviewing and assessing the matters as prescribed under Schedule IV of Companies Act, 2013 and under Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CHANGE IN CAPITAL STRUCTURE

During the year, Share Allotment Committee of the Board of Directors has issued and allotted 87,000 equity shares of face value of ₹2/- each to eligible employees under KEI Employees Stock Option Scheme 2015. Accordingly, the paid-up share capital of the Company has increased from 9,01,05,438 Equity shares of face value of ₹2/- each to 9,01,92,438 Equity shares of face value of ₹2/- each.

FORMAL ANNUAL EVALUATION

As the ultimate responsibility for sound governance and prudential management of a Company lies with its Board, it is imperative that the Board remains continually pro-active and effective. An important way to achieve this objective is through an annual evaluation of the performance of the Board, its Committees and all the individual Directors.

The Companies Act, 2013 not only mandates Board and Directors evaluation, but also requires the evaluation to be formal, regularized and transparent. SEBI has also notified Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') on September 02, 2015, whereby it has aligned the present Listing Agreement with the Companies Act, 2013.

In accordance with the provisions of the Companies Act, 2013 and relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination and Remuneration Committee at its meeting held on April 25, 2023 and the Board of Directors of the Company at its meeting held on May 02, 2023 undertook an annual evaluation of the performance of the Board, its Committees and all the Individual Directors.

Directors were evaluated on aspects such as attendance, contribution at Board/Committee

meetings and guidance/support to the management outside Board/Committee meetings. The Committees of the Board were assessed on the degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

The performance evaluation of the Independent Directors was carried out by the whole Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Board, its Committees and the Directors.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013 in respect of Directors' Responsibility Statement, the Directors to the best of their knowledge hereby state and confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis;
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) 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.

DETAILS IN RESPECT OF FRAUD REPORTED BY THE AUDITORS

There were no instances of fraud reported by the auditors.

NOMINATION AND REMUNERATION POLICY

The Company has framed a Nomination and Remuneration Policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes and independence of a director and other matters pursuant to Section 178 of the Companies Act, 2013 and Regulation 19(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Specified in Part D of the Schedule II).

The detailed Nomination & Remuneration Policy is annexed as **Annexure-B** and forms part of this Report and is also available on the website of the Company at www.kei-ind.com under Investor Relations Section.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) (a) of the Companies Act, 2013 the Annual Return as on March 31, 2023 is available on the website of the Company at www.kei-ind.com under Investor Relations Section.

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

The Company has well defined Enterprise-wide Risk Management (ERM) framework in place for identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy. The primary objective of ERM function is to implement a framework that augments risk response decisions and reduce surprises. ERM Programme involves risk identification, risk categorization, assessment, risk mitigation and risk reporting and disclosure for strategic, operational, financial & reporting risk, compliance related risks and IT-related risk across various levels of the organization.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of operations. These systems are routinely tested by Statutory as well as

Internal Auditors and cover all offices, factories and key business areas. Significant audit observations and follow up actions thereon are reported to the Audit Committee. Further, the Risk Management Policy has also been uploaded on the Company's website and is available at www.kei-ind.com under Investor Relations Section.

FIXED DEPOSITS

During the year, no amount has been received by the Company as fixed deposit. As on March 31, 2023 outstanding amount is Nil. There are no fixed deposits remaining unpaid or unclaimed as at the end of the year. Further, no amount of principal or interest was outstanding or in default as on March 31, 2023.

LISTING OF SHARES

The shares of the Company are listed at National Stock Exchange of India Limited (NSE), BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE). The Company has paid its up-to-date listing fees to all the stock exchanges.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year, there was no significant and material order passed by any Regulator(s) or Court(s) or Tribunal(s) impacting the going concern status and future operations of the Company.

ADEQUACY OF INTERNAL FINANCIAL CONTROL

In the opinion of the Board, your Company has in place an adequate system of internal control commensurate with its size and nature of business. This system provides a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company and ensuring compliance with corporate policies. The Board has appointed M/s. Jagdish Chand & Co., Chartered Accountants as Internal Auditors of the Company for the financial year 2023-24 and its audit reports are submitted directly to the Audit Committee of Board which reviews and approves performance of internal audit function and ensures the necessary checks and balances that may need to be built into the control system.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR.

During the year, no application has been made and no proceeding is pending against the company under the Insolvency and Bankruptcy Code, 2016 as at the end of financial year.

IN CASE THE SECURITIES ARE SUSPENDED FROM TRADING, THE DIRECTORS' REPORT SHALL INCLUDE THE REASON THEREOF

Not Applicable

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

There is no instance of one-time settlement with any bank or financial institutions.

HUMAN RESOURCES

Company's industrial relations continued to be harmonious during the period under review.

POLICY ON MATERIAL SUBSIDIARY

The Company has framed a Policy on Material Subsidiary under Regulations 16(1)(C) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 which is available on the website of the Company at www.kei-ind.com under Investor Relations Section.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the composition of the Audit Committee is as under:

Sl. No.	Name of the Director	Category	Profession
1.	Mr. Pawan Bholusaria	Independent Director (Chairman)	Chartered Accountant
2.	Mr. Kishan Gopal Somani	Independent Director (Member)	Chartered Accountant
3.	Mr. Vikram Bhartia	Independent Director (Member)	Business
4.	Mr. Sadhu Ram Bansal	Independent Director (Member)	Ex-Banker (Former Chairman & MD of Corporation Bank)

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

Further, the Board has not denied any recommendation of Audit Committee during the Financial Year.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In terms of the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 22 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has established a Vigil Mechanism/ Whistle Blower Mechanism and oversees through the Audit Committee, the genuine concerns expressed by the employees and Directors of the Company. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company. During the year under review, no personnel has been denied access to the Audit Committee.

Further, the Vigil Mechanism/ Whistle Blower Policy have been uploaded on the website of the Company at www.kei-ind.com under Investor Relations Section.

SHARES

a. BUY BACK OF SECURITIES

During the year under review, the Company has not bought back any of its securities.

b. SWEAT EQUITY

During the year under review, the Company has not issued any Sweat Equity Shares.

c. BONUS SHARES

During the year under review, no Bonus Shares were issued by the Company.

d. EMPLOYEES STOCK OPTION PLAN

During the year, Share Allotment Committee of the Board has allotted 87,000 Equity Shares of face value ₹2/- each to eligible employees of the Company at an exercise price of ₹ 225/- per share pursuant to KEI Employee Stock Option Scheme, 2015.

During the Financial Year 2022-23, there has been no change in the Employee Stock Option Scheme of the Company. The ESOP Scheme(s) is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('the SBEB Regulations').

Further, the Company has obtained a certificate from S.K. Batra & Associates, Secretarial Auditors under Regulation 13 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations 2021 ('SBEB Regulations') stating that the scheme(s) has been implemented in accordance with the SBEB Regulations.

AUDITORS

a) Statutory Auditors:

M/s. PAWAN SHUBHAM & CO., Chartered Accountants (Firm Registration Number: 011573C) were appointed as Statutory Auditors of the Company at the Annual General Meeting (AGM) held on September 07, 2022 for a term of five consecutive years i.e., from the conclusion of 30th AGM till the conclusion of 35th AGM of the Company to be held in the year 2027 pursuant to Section 139 of the Companies Act, 2013.

Statutory Auditors' Report

The observations / comments of Statutory Auditors in their Auditor's Report are self-explanatory and therefore do not call for any further clarification / comment.

b) Cost Auditor:

Your Board of Directors has re-appointed M/s. S. Chander & Associates, Cost Accountants

(Membership No.: 9455) as Cost Auditor of the Company to conduct audit of Cost Records maintained by the Company for the Financial Year 2023-24 in accordance with Section 148 and the Companies (Cost Records and Audit) Rules, 2014 after obtaining his consent and certificate under Section 139, 141 and 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 where they have confirmed their consent and eligibility to act as Cost Auditors of the Company.

Your Company has maintained cost records and accounts as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

Cost Audit Report

There are no qualifications, reservations or adverse remarks made by Cost Auditors in their Report for FY 2022-23. Further, the Cost Audit Report for the FY 2021-22 was filed on August 24, 2022 and for the FY 2022-23, the Cost Audit Report to be filed within due date.

c) Secretarial Auditors

The Board of Directors has appointed Mr. Sumit Kumar Batra (Membership No. FCS - 7714 & CP No.- 8072), Proprietor of S.K. Batra & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding rules made thereunder for conducting Secretarial Audit of the Company for the financial year 2023-24.

Secretarial Audit Report

The Secretarial Audit Report for the FY 2022-23 as submitted by Secretarial Auditors in Form MR-3 is annexed to this Report as **Annexure - C** and form part of this report.

There are no qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report.

Annual Secretarial Compliance Report

A Secretarial Compliance Report for the financial year ended March 31, 2023 on compliance of all applicable SEBI Regulations and circulars/guidelines issued thereunder, was obtained from M/s S.K. Batra & Associates, Secretarial Auditors, and submitted to the stock exchanges.

CORPORATE SOCIAL RESPONSIBILITY

The Company has framed a Policy on Corporate Social Responsibility pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 which is available on the website of the Company at www.kei-ind.com under Investor Relations Section.

The Annual Report on Company's CSR activities of the Company as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **Annexure-D** and forms part of this report.

LOAN(S), GUARANTEE(S) OR INVESTMENT(S)

During the year, your Company has duly complied with the provisions of Section 186 of the Companies Act, 2013. The particulars of Loan given, Corporate Guarantees provided and Investment made by the Company during the year are as follows:

Sl. No.	Particulars of Loan given, Corporate Guarantees and Investment made u/s 186 of the Companies Act, 2013	Amount (₹ in Million)
1.	First Loss Default Guarantee in favour of DBS Bank India Limited against Channel Financing Facility provided to the Dealers of the Company.	150.00
2.	First Loss Default Guarantee in favour of Yes Bank Limited against Channel Financing Facility provided to the Dealers of the Company.	1,100.00
3.	First Loss Default Guarantee in favour of ICICI Bank Limited against Channel Financing Facility provided to the Dealers of the Company.	150.00
4.	First Loss Default Guarantee in favour of IDBI Bank Limited against Channel Financing Facility provided to the Dealers of the Company.	125.00
5.	First Loss Default Guarantee in favour of IndusInd Bank Limited against Channel Financing Facility provided to the Dealers of the Company.	500.00
6.	First Loss Default Guarantee in favour of Union Bank of India against Channel Financing Facility provided to the Dealers of the Company.	1,000.00
Total		3,025.00

PREVENTION OF SEXUAL HARASSMENT

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company. Your Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

In accordance with "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" and in order to provide for the effective enforcement of the basic human right of gender equality and guarantee against sexual harassment and abuse, more particularly against sexual harassment at work places, your Company has constituted an Internal Complaint Committee and adopted a policy on Prevention of Sexual Harassment at Workplace. The policy aims to provide the effective enforcement of basic human right of gender equality and guarantee against sexual harassment and abuse.

During the year, there was no complaint lodged with the Internal Complaint Committee, formed under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013".

REMUNERATION OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:

The information required under Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-E** and forms part of this Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign Exchange Earnings and Outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure-F** and forms part of this Report.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the Financial Year, the Company has not entered into any materially significant related party contracts/ arrangements or transactions with the

Company's promoters, Directors, management or their relatives, which could have had a potential conflict with the interests of the Company. All the contracts/arrangements or transactions entered into by the Company with Related party(ies) are in conformity with the provisions of the Companies Act, 2013.

The particulars of every contract or arrangement if entered into by the Company with the related parties referred to in sub - section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto are disclosed in Form AOC - 2 in **Annexure-G** and forms part of this Report.

The Company presents a statement of all related party contracts / arrangements or transactions entered into by the Company before the Audit Committee for its consideration and review on quarterly basis.

Further, the Policy on materiality of Related Party Transactions as formed and approved by the Audit Committee and the Board of Directors as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is available on the website of the Company at www.kei-ind.com under Investor Relations Section.

CORPORATE GOVERNANCE

Your Directors are pleased to report that your Company strives to ensure that best corporate governance practices are identified, adopted and consistently followed. Your Company believes that good governance is the basis for sustainable growth of the business and for enhancement of stakeholder's value.

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Section titled Report on Corporate Governance has been included in this Annual Report and the certificate of M/s Pawan Shubham & Co., Chartered Accountants, the Statutory Auditors of the Company certifying compliance with the conditions of Corporate Governance as stipulated under relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is obtained and annexed with the report on Corporate Governance.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section and forms part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

In terms of Regulation 34(2)(f) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, detailed information on the initiatives taken by the Company from an environmental, social and governance perspective is provided in the Business Responsibility and Sustainability Report which forms part of this Report.

APPRECIATIONS

Your Directors place on record their sincere appreciation for significant contribution made by employees of the Company at each level, through their dedication, hard work and commitment.

The Board places on record its appreciation for the continued co-operation and support extended to the Company by various Banks, Stock Exchanges, NSDL and CDSL. The Board wishes to express its grateful appreciation for the assistance and co-operation received from Vendors, Customers Consultants, Banks, Financial Institutions, Central and State Government bodies, Dealers, and other Business Associates. The Board deeply acknowledges the trust and confidence placed by the consumers of the Company and, above all, the shareholders.

**For and on behalf of
Board of Directors of KEI Industries Limited**

(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422

Date: July 31, 2023

Place: New Delhi

ANNEXURE - A**FORM AOC-1**

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 Statement containing salient features of the financial statement of Subsidiaries / Associate Companies / Joint Ventures

Part "A": Subsidiaries**(₹ in Million)**

Sl. No	Particulars	As at March 31, 2023
1	Name of Subsidiary	KEI Cable Australia PTY LTD
2	The date since when subsidiary was acquired	14-12-2015
3	Reporting period for subsidiary	01-07-2022 to 30-06-2023
4	Reporting Currency in the case of foreign Subsidiary	AUD
5	Exchange Rate (INR/AUD) as on the last date of the relevant Financial year in the case of foreign Subsidiaries.	54.93
6	Share Capital	0.01
7	Reserve and Surplus	(3.90)
8	Total Assets	0.11
9	Total Liabilities	4.00
10	Investments	-
11	Turnover	-
12	Profit Before Taxation	(0.40)
13	Provision for Taxation	-
14	Profit after Taxation	(0.40)
15	Proposed Dividend	-
16	% of Holding	90%

Name of Subsidiaries which are yet to commence operations: - Nil

Name of Subsidiaries which have been liquidated or sold during the year: - Nil

Part "B": Associates and Joint Ventures

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

(₹ in Million)

Sl. No.	Name of Associates/ Joint Ventures	KEI Cables SA (PTY) Ltd, South Africa (Associate)	Joint Venture of KEI Industries Ltd New Delhi & Brugg Kabel A.G. Switzerland (Joint Venture)
1	Latest Audited Balance Sheet Date	N.A.	N.A.
2	Date on which the Associate or Joint Venture was associated or acquired	12-09-2018	24-06-2014
3	Reporting Period	31-03-2023	14-11-2022 [§]
4	Shares of Associates and Joint Ventures held by the company at the year end		
	Numbers	490 Equity Shares of 1 ZAR each	N.A.
	Amount of Investment	0.00 [#]	-
	Extent of Share in Profit / Loss	49%	-
5	Description of how there is significant influence	Associate Company & Share in Profit / Loss more than 20%	Joint Venture & Share in Profit / Loss more than 20%
6	Reason why the Associate & Joint Venture is not consolidated	N.A.	N.A.
7	Net worth Attributable to Shareholding as per latest unaudited Balance Sheet	(17.12)	-
8	Profit / Loss for the year	1.22	(0.00)
	(i) Considered in Consolidation*	-	(0.00)
	(ii) Not Considered in Consolidation	1.22	-

₹ 2,351

* Due to Net P&L of Associate Company not more than Impairment value of Investment

Name of Joint Ventures which are yet to commence operations: - Nil

Name of Joint Ventures which have been liquidated or sold during the year: - [§]Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f. November 14, 2022.

N.A. = Not Applicable

ANNEXURE -B**NOMINATION AND REMUNERATION POLICY****1. INTRODUCTION:**

In the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel and other employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of Section 178 of the Companies Act, 2013 read with applicable rules made thereunder and Regulation 19 read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), this policy for nomination and remuneration of Directors, Key Managerial Personnel (KMP), Senior Management and other employees of the Company has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company.

2. DEFINITIONS:

- i) **'Act'** means the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force).
- ii) **'Company'** means **"KEI Industries Limited"**.
- iii) **'Board of Directors' or 'Board'** in relation to the Company, means the collective body of the directors of the Company.
- iv) **'Committee'** means the Nomination and Remuneration Committee constituted by the Board of Directors of the Company in accordance with the provisions of Section 178 of the Companies Act, 2013 and rules made thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- v) **'Policy'** means "Nomination and Remuneration Policy".
- vi) **'Key Managerial Personnel'** in relation to a company, means
 - (i) the Chief Executive Officer or the managing director or the manager;
 - (ii) the company secretary;

- (iii) the whole-time director;
 - (iv) the Chief Financial Officer;
 - (v) such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board;
 - (vi) such other officer as may be prescribed;
- 'Senior Management'** mean officers/ personnel of the Company who are members of its core management team excluding board of directors and shall comprise of all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

3. INTERPRETATION:

Words and expressions used in this policy and not defined herein shall have the same meaning assigned to them in the Companies Act, 2013, Listing Regulations and/or any other SEBI Regulation(s) as amended from time to time.

4. OBJECTIVE:

The objective of this policy is to ensure that:

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate human resource including Directors of the quality to run the company successfully;
- relationship of remuneration to performance is transparent and meets appropriate performance benchmarks;
- remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed/ incentive pay reflecting short term and long term performance objectives appropriate to the working of the company and its goals; and
- ensure a transparent Board Nomination Process with the diversity of thought, experience, knowledge, prospective and gender in the Board.

5. ROLE OF THE COMMITTEE:

- a) To formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel, Senior Management and other employees of the Company.
- b) For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - i) use the services of an external agencies, if required;
 - ii) consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - iii) consider the time commitments of the candidates
- c) To formulate criteria for evaluation of Independent Directors and the Board.
- d) To carry out evaluation of every Directors' performance.
- e) To devise a policy on Board diversity.
- f) To Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- g) To extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- h) recommend to the board, all remuneration, in whatever form, payable to senior management.
- i) To formulate suitable Employee Stock Option Scheme in terms of SEBI Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (as amended from time

to time) for the benefit of employees and Directors of the Company.

- j) To adopt rules and regulations for implementing the Scheme from time to time.
- k) To frame suitable policies and procedures to ensure that there is no violation of securities laws, as amended from time to time, including Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003 (as amended from time to time), by the Company and its employees, as applicable.
- l) To consider such other matters as the Board may specify and other areas that may be brought under the purview / role of Committee as specified in Listing Regulations and the Companies Act, 2013 as and when amended.
- m) To perform such other functions as may be necessary or appropriate for the performance of its duties.

6. APPLICABILITY:

- a) Directors (including Executive, Non-Executive and Independent Directors);
- b) Key Managerial Personnel;
- c) Senior Management and Other Employees of the Company.

7. APPOINTMENT AND REMOVAL OF DIRECTOR(S), KEY MANAGERIAL PERSONNEL, SENIOR MANAGEMENT AND OTHER EMPLOYEES:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Managing Director/ Whole-time Director/ Manager/ Non-Executive/ Executive Director/ Independent Director/ KMP/ Senior Management and shall recommend to the Board his /her appointment.
- The Committee has discretion to decide whether qualification, expertise and experience possessed by a person who is considered to be appointed is sufficient / satisfactory for the concerned position.

- To ensure that the approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.
- The appointment or a re-appointment of a person, including as a managing director or a whole-time director or a manager, who was earlier rejected by the shareholders at a general meeting, shall be done only with the prior approval of the shareholders.
- The Company shall appoint / continue the appointment of a person as Managing Director / whole time Director and non-executive Director who has not attained the maximum age of retirement as prescribed under relevant laws without obtaining requisite approvals.
- To ensure that no independent director, who resigns from the Company, shall be appointed as an executive / whole time director on the board of the listed entity, its holding, subsidiary or associate company or on the board of a company belonging to its promoter group, unless a period of one year has elapsed from the date of resignation as an independent director.
- The integrity, qualification, expertise and experience of other employees shall be determined by HR Department in accordance with HR Policy of the Company.

i) **TERM / TENURE**

a) **Managing Director/ Whole-time Director/ Manager:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Whole-time Director or Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) **Executive/ Non-Executive / Independent Director and KMP:**

Executive/ Non-executive/ Independent director and KMP shall be appointed or re-appointed in the Company in accordance with the provisions of Companies Act, 2013 and SEBI Listing Regulations.

An Independent Director shall hold office for

a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of special resolution by the Company in its General Meeting and disclosure of such appointment in the Board's report.

An Independent Director shall be appointed / re-appointed in the manner as specified under relevant laws

At the time of appointment of Independent Director, it will be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

A whole-time KMP of the Company shall not hold office in more than one Company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company after obtaining consent of the Board.

ii) **RETIREMENT/ REMOVAL**

The Director(s)/ KMP shall retire/remove as per the applicable provisions of the Companies Act, 2013 and the prevailing HR policy of the Company by the Board after obtaining recommendation from the Committee after recorded reason in writing. The Senior Management and other employees of the Company shall appoint/ retire/remove as per prevailing HR Policy of the Company.

The Board will have the discretion to retain the Director(s), KMP, Senior Management and employees of the Company in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company, subject to approvals as required under the relevant laws.

8. **REMUNERATION OF DIRECTORS, KMP, SENIOR MANAGEMENT AND OTHER EMPLOYEES:**

i) **Remuneration to Directors, KMP and other Employees:**

1. **Fixed pay:**

Directors and KMP shall be eligible for a monthly remuneration as may be approved

by the Board on the recommendation of Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, Commission, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. Minimum Remuneration:

If, in any Financial Year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of Central Government.

3. Provisions for excess remuneration:

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

Apart from the Directors, the remuneration and annual increments of Key Managerial Personnel and Senior Management shall be determined by the Human Resource Department of the Company in consultation with the Managing Director and Whole time Director and the same shall be reported to Nomination and Remuneration Committee.

Apart from the Directors, Key Managerial Personnel and Senior Management, the remuneration for rest of the employees will be determined on the basis of role and position of an individual employee, including professional experience, performance, responsibility, job complexity and local market conditions. The annual increments

to the remuneration paid to the employees shall be determined based on the annual appraisal carried out by the Human Resource Department and HODs of various departments.

Pursuant to the provisions of Companies Act 2013 and Listing Regulations, all the Executive Director(s), Managerial Personnel (except promoters), KMP, Senior Management, and employees of the Company shall be entitled to any Employee Stock Options under ESOS/ ESPS of the Company, in accordance with the provisions of Companies Act 2013, Listing Regulations and other Act, Rule(s), Circular(s), Regulations as prescribed by the SEBI from time to time.

II) Remuneration to Non-Executive / Independent Directors:

a. Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof, provided that the amount of such fees shall not exceed the maximum amount as provided in the Article of Association of the Company and Companies Act, 2013 for each meeting of the Board/ Committee or such amount as may be prescribed by the Central Government from time to time.

b. Limit of Remuneration/ Profit Linked Commission:

Remuneration /profit linked Commission may be paid within the monetary limit as approved by the shareholders.

c. Stock Options:

Non-Executive Director(s) shall be entitled to any Employee Stock Options under ESOS/ ESPS of the Company, in accordance with the provisions of Companies Act 2013, Listing Regulations and other Act, Rule(s), Circular(s), Regulations as prescribed by the SEBI from time to time.

An Independent Director shall not be entitled to any stock option.

d. Other: Where any insurance is taken by the Company on behalf of its Directors, KMP and Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated

as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

III) **REMUNERATION TO DIRECTORS IN OTHER CAPACITY:**

The remuneration payable to Directors including Managing/ Whole-time Director/ Manager shall be inclusive of the remuneration payable for the services rendered by them in any other capacity except following:

- a) The services rendered are of a professional nature; and
- b) In the opinion of the Committee, the Director possesses the requisite qualification for the practice of the profession.

9. **EVALUATION OF DIRECTORS:**

The Committee shall carry out evaluation of performance of every Director on the Board of the Company individually and the Board as a whole and various Committees of the Board in the Company on annual basis as required under Section 178 of the Companies Act, 2013.

The performance evaluation of Independent Directors(s) shall be done by the entire Board of Directors (excluding the director being evaluated) which will include performance of the directors and fulfillment of the independence criteria as specified in these regulations and their independence from the management.

The Board/ Committee may take advice of an independent professional consultant for developing the methodology to be used for evaluation on the basis of best standards and methods meeting international parameters.

10. **MINUTES OF COMMITTEE MEETING:**

Proceedings of all meetings shall be minuted and signed by the Chairperson of the said meeting or the Chairperson of the next succeeding meeting. Minutes of the Committee meeting will be circulated at the subsequent Board and Committee meeting for noting.

11. **AMENDMENT TO THE POLICY:**

This policy shall be reviewed by the Nomination and Remuneration Committee, periodically. Any changes or modification to the policy as recommended by the Committee would be placed before the Board of Directors for their approval.

In case there are any modification(s) / amendment(s) / notification(s) / circulars(s), guidance note(s), informal guidance(s) issued by SEBI / MCA or judgements made by the Tribunal or any Court which has the effect of amendment in the Regulation(s) / Section(s) / Rule(s) made thereunder, the Chief Financial Officer and/or Company Secretary and/or Managing Director is/are authorized to make amendments in the Policy / Code as to the extent applicable. The amended Policy / Code shall be taken note by the Board of Directors / Committee in their ensuing Meeting(s).

Further, all the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 governing the said clause shall apply.

12. **DISCLOSURE:**

The details of this Policy and the evaluation criteria as applicable shall be put up on the website of the Company and reference drawn thereto in the Annual Report.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

To
The Members
KEI Industries Limited
L74899DL1992PLC051527
D-90, Okhla Industrial Area
Phase-1, New Delhi -110020

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KEI Industries Limited** (hereinafter called "**the Company**"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on the verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **KEI Industries Limited** ("the Company") for the financial year ended on 31st March, 2023, to the extent applicable, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;
- iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
- iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing to the extent applicable;
- v) The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act"), to the extent applicable:
 - a) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
 - b) SEBI (Prohibition of Insider Trading) Regulations, 2015;
 - c) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) SEBI (Share Based Employee Benefits) Regulations, 2014/ SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) SEBI (Issue and listing of Non-Convertible securities) Regulations, 2021 [**Not Applicable to the Company during the year**];
 - f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 [**Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year**];
 - g) The SEBI (Delisting of Equity Shares) Regulations, 2021 [**Not Applicable to the Company during the year**];
 - h) The SEBI (Buyback of Securities) Regulations, 2018 [**Not Applicable to the Company during the year**];
 - i) SEBI (Depositories and Participants) Regulations, 2018;
 - j) The SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and

vi) We have also examined compliance with the applicable clauses of the followings:

- a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2).
- b) The Listing Agreements entered into by the Company with the Stock Exchanges in India in pursuance to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have relied on the representation made by the Company and its officers for the systems and mechanisms formed by the Company for compliances under applicable Act, Rules, laws and Regulations to the Company. The list of major head or groups of Acts, Rules, Laws and Regulations as applicable to the Company is mentioned below:

1. Employee State Insurance Act, 1948;
2. The Employees Provident Funds and Miscellaneous Provisions Act, 1952;
3. The Payment of Bonus Act, 1965;
4. The Payment of Gratuity Act, 1972;
5. The Maternity Benefit Act, 1961;
6. The Employees Compensation Act, 1923;
7. The Apprentices Act, 1961;
8. Equal Remuneration Act, 1976;
9. The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959;
10. Environment Protection Act, 1986 and other Environmental Laws;
11. Factories Act, 1948;
12. Indian Contract Act, 1872;
13. Industrial Dispute Act, 1947;
14. Minimum Wages Act, 1948;
15. Payment of Wages Act, 1936;
16. Contract Labour (Regulation & Abolition) Act, 1970;
17. Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013;
18. Industrial Employment (Standing Orders) Act, 1946 and other applicable labour laws.

We further report that, compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

We further report that –

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- d) The Company has made allotment of 87,000 Equity Shares under "KEI-Employees Stock Option Scheme-2015" pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014/ SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

We further report that, based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, based on the review of the mechanisms maintained by the Company, the Company is in compliance with the requirement of Structured Digital Database (SDD) pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

As informed, the Company has responded appropriately to notices received from various statutory/regulatory Authorities including initiating actions for corrective measures and compounding wherever found necessary.

We further report that, during the year, there were no instances of major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013, Merger/Amalgamation/Reconstruction etc., Foreign Technical Collaborations, Redemption/Buy-back of securities, Public/ Right/ Preferential Issue of shares/debentures etc. except the allotment of 87,000 Equity Shares under "KEI-Employees Stock Option Scheme-2015".

For M/s S. K. Batra & Associates
Company Secretaries

Sumit Kumar Batra
[Proprietor]
FCS No. 7714
CP No.: 8072

Date: 24.06.2023
Place: New Delhi

Peer Reviewed Unit-S2008DE794900
UDIN: F007714E000492286

This Report is to be read with the letter of even date which is annexed as **Annexure-A and forms an integral part of this Report.*

Annexure-A

This letter is to be read with our Report of even date, MR-3 and forms an integral part of this Report.

To,
The Members
KEI Industries Limited
L74899DL1992PLC051527
D-90, Okhla Industrial Area
Phase-1, New Delhi -110020

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in a Secretarial record. We believe that the process and practices, we followed provide a reasonable basis of our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s S. K. Batra & Associates
Company Secretaries

Sumit Kumar Batra
[Proprietor]
FCS No. 7714
CP No.: 8072

Date: 24.06.2023
Place: New Delhi

Peer Reviewed Unit-S2008DE794900
UDIN: F007714E000492286

ANNUAL REPORT ON CSR ACTIVITIES (FY: 2022-23)

1. Brief outline on CSR Policy of the Company:

The CSR policy framed by the CSR Committee (constituted by the Board) has been approved by the Board of Directors at its meeting held on August 08, 2014 in accordance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014. The CSR policy was last reviewed by the Board on January 23, 2023.

In accordance with schedule VII of the Companies Act, 2013, for enhancing the stakeholders' value, generating economic value of the nation and working towards well-being of the society, the CSR Policy covers certain projects/activities such as eradicating hunger, promoting healthcare, promoting education and animal welfare amongst others done in Financial Year 2022-23.

The detailed CSR Policy is available on the website of the Company at www.kei-ind.com under Investors Relations Section.

2. The Composition of the CSR Committee:

The composition of the CSR Committee formed in accordance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 is as under:

Sl. No.	Name of the Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1.	Mr. Pawan Bholusaria	Independent Director (Chairman)	5	5
2.	Mr. Anil Gupta	CMD (Member)	5	5
3.	Mr. Rajeev Gupta	ED (Finance) & CFO (Member)	5	5

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

- Composition of CSR Committee: <https://www.kei-ind.com/our-company/kei-power-gallery/>
- CSR Policy approved by the Board of Directors: <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>
- CSR Projects: <https://www.kei-ind.com/investor-relations/investors/annual-csr-plan/>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not Applicable

5. (a) Average net profit of the company as per sub-section (5) of Section 135: ₹ **4,014.35 million**
- (b) Two percent of average net profit of the company as per sub-section (5) of Section 135: ₹ **80.29 million**
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **Nil**
- (d) Amount required to be set off for the financial year, if any: ₹ **0.12 million**
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ **80.17 million**
6. (a) Amount spent on CSR projects (both Ongoing Project and other than Ongoing Project): ₹ **80.67 million**
- (b) Amount spent in Administrative Overheads: **Not Applicable**

(c) Amount spent on Impact Assessment, if applicable: **Not Applicable**

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ **80.67 million**

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (₹ in Million)	Amount Unspent (₹ in Million)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
80.79	Not Applicable				

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (₹ in Million)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of Section 135	80.29
(ii)	Total amount spent for the Financial Year	80.79
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.50
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.50

7. (a) Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:
(₹ in Million)

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Sub-section (6) of section 135	Balance Amount in Unspent CSR Account under sub-section (6) of section 135	Amount spent in the Financial Year	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any.	Amount remaining to be spent in succeeding financial years.	Deficiency, if any
1	2021-22	NA				NA	NA
2	2020-21				10.00 21.03.2022		
					10.00 22.03.2022		
					16.25 23.03.2022		
3	2019-20	NA					

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

Furnish the details relating to such asset(s) so created or acquired through (Corporate Social Responsibility amount spent in the Financial Year: **Not Applicable**

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of Section 135:

Not Applicable

(ANIL GUPTA)

Chairman-cum-Managing Director
DIN: 00006422

(PAWAN BHOLUSARIA)

Chairman of CSR Committee
DIN: 00092492

Date: July 31, 2023
Place: New Delhi

A) Details pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Clause under Rule 5(1) : (i), (ii)		
Name of Director / KMP and Designation	Ratio of remuneration of each Director/ to median remuneration of employees	% increase in Remuneration in the FY 2022-23
Mr. Anil Gupta (Chairman-cum-Managing Director)	62:1	0
Mr. Rajeev Gupta [Executive Director (Finance) & CFO]	19:1	13
Mr. Akshit Diviaj Gupta (Whole Time Director)	11:1	11
Mr. Kishore Kunal AVP (Corporate Finance) & Compliance Officer	7:1	12

Clause under Rule 5(1)	Prescribed Requirement	Particulars
(iii)	Percentage increase in the median remuneration of employees in the financial year	12%
(iv)	Number of permanent employees on the rolls of Company	1705
(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	i) Average percentile increase already made in the salaries of employees other than the managerial personnel: 11% ii) Average percentile increase already made in the salaries of managerial personnel: 4%
(xii)	Affirmation that the remuneration is as per the remuneration policy of the Company	It is hereby affirmed that the remuneration paid to Directors, Key Managerial Personnel and other Employees is as per the Nomination and Remuneration Policy of the Company.

Note: Above information of remuneration/salary excludes commission paid to CMD and perquisite value of ESOP to Director/KMP/Employees.

B) The information required pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company and Directors is furnished hereunder:

Sr. No	Name and Designation	Total Gross Remuneration (In Million)**	Nature of Employment	Qualification	Experience (in years)	Date of commencement of employment in the Company	Age (in years)	Last Employment held before joining the Company
1	Mr. Anil Gupta, CMD	339.39	Permanent	B. Com	42	31/12/1992	64	NA
2	Mr. Rajeev Gupta, ED (Finance) & CFO	41.20	Permanent	B.com (Hons.), CA	30	14/12/1993*	59	NA
3	Mr. Manoj Kakkar, Executive Director (Sales & Marketing)	30.64	Permanent	B.com, PGDM (Marketing)	34	18/12/1990	54	Premier Cable
4	Mr. Lalit Sharma, COO	21.47	Permanent	B.Tech., (E&C)	27	10/09/2007	48	Plaza Group
5	Mr. Pawan Jain, Sr. VP (BD & Tendering)	16.43	Permanent	B.E.(Mechanical), M.E.(Industrial Methodology)	29	01/11/2012	54	Unitech Machines Ltd.
6	Mr. Manish Mantri, Sr. VP (EPC)	16.40	Permanent	B.E. (Chemical)	28	24/01/2012	53	RR Kabel Ltd.
7	Mr. K C Sharma, Sr. VP (Operations)	14.85	Permanent	Diploma (Electrical)	41	17/01/1994	63	Victor Cables
8	Mr. Dilip Kumar Barnwal, VP (Operations)	13.17	Permanent	B.E. (Electrical)	30	24/08/2005	56	Ruchika Cables Pvt. Ltd.
9	Mr. Adarsh Kumar Jain, VP (Finance)	11.06	Permanent	B.Sc., CA	26	16/09/2002	48	Jagdish Chand & Co.
10	Mr. Kishore Kunal, AVP (Corporate Finance) & Company Secretary	8.86	Permanent	B.com, CS, LLB	20	15/12/2004	41	Shri Rathi Steel Limited

Mr. Anil Gupta, CMD is relative of Mrs. Archana Gupta and Mr. Akshit Diviaj Gupta (Directors) of the Company.

Except Mr. Anil Gupta, none of the above employees holds more than 2% of the paid-up capital of the Company.

* Appointed as Director w.e.f. April 21, 2006. However, he is working with the Company w.e.f. December 14, 1993.

** Total Gross remuneration includes commission paid to CMD and perquisite value of ESOP to Director/KMP/Employees.

The information pertaining to conservation of energy, technology absorption, Foreign Exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:

The information pertaining to conservation of energy, technology absorption, Foreign Exchange Earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:

A. CONSERVATION OF ENERGY -

Steps taken for impact on conservation of energy, steps taken by the Company for utilizing alternate sources of energy and capital investment on energy conservation equipment:

Your Company regularly reviews measures to be taken for energy conservation, consumption and its effective utilization. Some of the energy conservation initiatives and steps taken for utilizing alternate source of energy during the year at different locations are given below:

- Roof Top Solar Power of 3.82 MW was installed & is operating successfully at Plants to achieve first step to Clean and Green energy.
- Minimized generation of waste through the application of reduce, reuse and recycle principles across units.
- Started using Self cured XLPE compound to reduce the time of curing.
- All compressors were centralized and converted to Variable Frequency Drives (VFD).
- Usage of Natural gas against Diesel and Furnace Oil in Boiler to eliminate toxic emission into the environment.
- Steam boilers were replaced with Hot Water Generators in HT Plant (Bhiwadi) & Chopanki plant resulting in saving of energy & water.
- Online energy (electricity & diesel) monitoring system installed.
- Solenoid valves were attached with the capstans of the extruders to reduce the air wastage.
- PU connectors were replaced with Aluminium connectors to minimize the leakage of air.
- On/Off switching of plant lights is now controlled through measured Lux of Light.
- Interlocking of cooling towers fans to run only when cooling water temperature goes beyond set temperature.
- New technologies with state-of-the-art machines, new processes, etc. which will help in saving energy were introduced. Good examples of this are the new energy-efficient motors installed have better performance as they have incorporated design improvement to reduce energy loss.
- A good supply of light does not necessarily mean the consumption of a great deal of energy. If the right lamp is selected for the right type of function, it is possible to save energy. As all existing CFL, Incandescent lamps, Low pressure sodium lamps were replaced with LED Lights for indoor and outdoor functions.
- Electricity consumption in motors can be reduced if the cooling is improved along with the controls, if they are operated at the rated voltage, and are regularly maintained. So we have started installing servo motors in machines.
- Steam boilers were replaced with Hot Water Generators in Stainless Steel Wire division (Bhiwadi) resulting in saving of energy & water.

CONSERVATION TOWARDS ENVIRONMENT-

- Installed Zero Liquid discharge (ZLD) Plant in Bhiwadi to treat the waste water, purify and recycle it.
- Installed Sewage Treatment Plant (STP) in all plants: - Waste water is circulated through STP and treated water is used in washrooms and gardening through separate pipelines.
- Started using pallets attached with imported copper baskets for our export consignments.
- Battens were made out of the pallets attached with imported copper baskets.

- RO waste water were used for toilets.
- PH boosters were installed in RO plant. DM plant was stopped and chemical treated water was stopped draining to ground and polluting.
- Usage of HDPE sheet for cable drum packing for domestic supplies in place of wooden battens to save environment.
- Re-utilization of pallet wood (which are being received with export/domestic XLPE compound boxes from the supplier) for drum packing.
- Bitumen smoke purifier installed in 175 mm extruder with bitumen applicator in Chopanki plant.
- Piezo meter installed in all the plants to monitor online ground water level.
- Improved Air quality with indoor plants, In addition to making our office more eye pleasing, indoor plants has improved the general air quality.
- Rain water harvesting arrangement done for water conservation.
- Cable scrap cutter machine installed for cable scrap of higher sizes.
- XLPE Power cable core up to 95sqmm used without curing process.
- Replace Furnace oil (FO) to Light Diesel Oil (LDO) for steam generator.
- In continuation of reutilization of pallet wood, Wooden Boxes are also being made to for packaging of winding wires, rubber cables & SS wire.
- Installed duel fuel kits on DG sets (10 nos.) in all (Bhiwadi, Pathredi & Chopanki) plants. Now our DG sets are running on fuel with 70% gas & 30 % diesel.

During the year, your Company has made efforts for optimal utilization of energy requirement at all plants by installing energy saving tools, equipment, plants and machinery.

B. TECHNOLOGY ABSORPTION -

a) Efforts made towards technology absorption:

During the year, your Company has made constant efforts to improve process, design and planning across all manufacturing units.

- Fire hydrant system was installed in the plant.
- All plants covered with Fire alarm system.
- Battery operated Emergency lights installed in each plant to ensure safe rescue during emergency.
- Emergency call point & Siren are installed in each plant to enhance the safety requirements.
- All testing labs and inspection laboratory have been equipped with high resolution video cameras to facilitate virtual inspection as and when required.
- All external and internal area of plant are covered with online CCTV cameras for ensuring high security and safety.
- CO2 flooding system was installed in IT room and Battery room.
- Laser beams alarm system installed on boundary walls of all the plants to ensure high security.
- Automatic conveyor system installed for moving House wire master cartons.
- Dust collector procured for collecting dust in compounding plant.
- Manual rewinding machine was replaced with automatic rewinding machine for final dispatch section.
- Installed condition monitoring system on critical machines in all plants.

b) The benefits derived like product improvement, cost reduction, product development or import substitution:

c) New Product Development:

- Special Cable Development
 - LT Coaxial Cable 3.5C240 SQMM.

- Light Reflective Rubber Cable 3CX300+2CX150+1CX50.
- Rubber Cable 3CX35+3CX10 (33KV).
- EHV 400kV, 1C x 2500 Sq.mm Enameled copper cable.
- Non Magnetic Double SS Tape 220kV 1Cx 2000 Sq.mm cable.
- Stainless Steel Tape corrugation & Double Brass Tape 132kV 1C x630 SQMM.
- 3CX300 SQMM 66kV(E) along with optical fiber.
- 1Cx630 SQMM 110kV with optical Fibre in Metal tube.
- Battery Cable-1CX70 for E- vehicles.
- EV Charging Cable - 5X6+2X0.5 for E - Vehicles.
- PEEK Cable- 1CX4AWG.
- Development of 0.200 mm Coated Spring Wire.
- Flexible Aluminium cables, Aluminium FS cables, Fire rated cables, Ceramified Silicone FS wires, Cables suitable for -60 deg.C, Solar cables.
- Rubber compounds: Developed and modified compounds chemically as per European Standards for special applications as per Indian market's requirements.
- Embedded OFC for EHV Cable introduced.
- FR HDPE jacketed cable developed.
- FRLS jacket for EHV cable introduced.
- Non Magnetic Stainless Steel corrugated sheath developed.
- Bi-Color jacketed MV Cable for South African market developed.
- Round Compact 1200sq.mm Aluminum- Conductor Developed.
- Individual sheathed Triplex Cable for Australian market developed.
- Developed and manufactured 400kV Cables.
- Water ingress test facility developed in house in Chopanki plant for EHV cable .

d) Product Improvements:

- Worked towards enhancing QC and improvised on the testing equipment used in our laboratories.
- In order to enhance the quality of our products, we have developed new international vendors for special materials as per international standards and have imported these at cost effective prices.
- Nano dies introduced for Round Compact Conductor.
- New Packing developed, which is cost effective & replacing wood as packing material.
- Online Graphite coating machine developed in-house replacing existing manual process of graphite coating eliminating direct manpower contact with compound. Also results towards less air contamination and cost saving as applied uniformly by machine.

e) Process Improvement:

- Renew of ISO 9001:2015, ISO 14001:2015 & NABL- ISO/IEC 17025:2017 certification along with upgradation of OHSAS 18001:2007 to ISO 45001:2018.
- Bending test rig developed for 400 kV cable.
- Degassing checking equipment developed indigenously based on weight loss.
- Pulling eye designed and developed for vertical installation.
- Test set up developed for testing Rigidity of cable.
- Laser Beam sensor for safety was installed on the high speed machines.
- EOT converted to VFD drive.
- Instead of Battens, PP sheet introduced for packing of drums.

- Master carton sealing machine introduced to avoid the theft/damage of packing.
- All critical continuous running machines supply were connected with UPS Power System.
- One additional 5 T lift was installed for ease of house wire/flexible dispatches.
- High speed on-line taping before extrusion developed.
- New Process of Solar cable harnessing has been introduced in Bhiwadi plant.
- Purchasing of drawn Copper in basket form (1.60mm) rather than in 8mm Rod form for fine wire drawing.
- Expansion of Flexible and House wire in Silvassa.
- All Niehoff Bunchers were modified to gear system to avoid lay variation in conductor.
- All Niehoff bunchers were connected to UPS to avoid breakage of conductors/ bow in case of power failure.
- In-house developed the RoHS compound which got passed from outside Lab.
- NABL Quality Assurance Laboratory Management certification was received.
- Bhiwadi plant are certified with API – Q1 certification.
- Quality Management System certification is also done as per BASEC (British Approval Services for Cables) PCR.
- Spare 11 KV express feeder was installed for uninterrupted power supply during HT Cable faults in monsoon season.
- New high speed (1200 rpm) concentric type copper taping line installed in Pathredi plant.
- Added 04 nos. new (630mm-02 nos., 800 mm & 1000 mm) high speed single twist machines to enhance the productivity & quality of control & instrument cables at Bhiwadi & Pathredi plants.
- Winding wire division has been shifted at new location in HT plant to add the production capacity from 150 MT CU consumption/Month to 225 MT CU consumption/month by adding 08 nos. of tapping machine and one annealing furnace.
- New EOT crane of 15 tons EOT had been added & upgraded the existing 15 tons EOT crane in HT Plant FG Yard to enhance the capacity of drum shifting.
- XLPE Compounding plant (Buss-make) was installed for LT-XLPE grade insulated compound which is running with production capacity of 400 kg/hr.
- X-RAY 8000 NXT & LASER 2030 XY with ECOCONTROL 1000 of SIKORA make installed on our rubber CCV lines to improve the quality of product, optimize the materials consumption & reduced the scrape.
- Rubber Plant CV line has been upgraded from dual extrusion to Triple extrusion & replaced all three 120 mm, 90 mm, 65 mm extruders, splice box, capston & end seal.
- New PD lab, type test & Impulse lab has been added in Pathredi plant to enhance the testing capacity.
- In Pathredi Plant 2600 mm size T/up and Pay-off has been replaced by 3800 mm to make bigger length/size in process at 150 mm-II, 84 B Armouring, and at CR no. 6.
- Niehoff make 08 wire – Multi wire drawing machine has been added in Pathredi plant to enhance the cu wire drawing capacity for control / instrumentation cable.
- New high speed 19 wire double twist stranding machine from M/s Setic was installed & commissioned successfully in Pathredi plant to enhance the capacity of conductors.
- Added 32 Wires multi wire drawing machine in Chinchpada with additional bunches.
- We have installed new machines for AB & LT cables in Chinchpada plant. So now we can make AB & LT cables in our Chinchpada plant also.
- On line taping & sintering machine of 6 heads installed in Bhiwadi plant to enhance the capacity of poly winding wires (WW).
- To enhance the production capacity 100 MT/Month of SS wire, 10 nos of " Wet wire drawing machines) and 02 " Multi dry block machines have been added in SS wire division Bhiwadi.

- For Ext SKM 2, manual caterpillar has been replaced with Pneumatic conveyer.
- Process of IS license 17048 for ZHFR cables initiated, testing equipments already ordered.
- Power addition of 400 KVA for Chinchpada plant initiated.
- Convex mirror fitted at critical blind turning places inside the plant.
- IR Sensors are installed on Extruder take up machine.
- Twin Wire line machine installed for copper wire drawing.
- Conveyer System installed for house wire and flexible coils dispatches.
- BIS License for HFFR cables as per IS: 17048 added.
- Power demand capacity increase at compounding section (130 KVA) (670 KVA to 800 KVA) and at Chinchpada 400 KVA (1650 KVA to 2050 KVA)
- One more automatic shrink packing with weighing and printing machine added for house wire outer packing.
- Hydraulic press added for compressing GI and Aluminium scrap.
- One more Tinning machine has been added in Bhiwadi Plant to enhance the capacity of ATC wire.
- TWO ROLL MILL are added in Bhiwadi Plant to enhance the capacity of rubber cables.
- Interlock armouring machine-IIInd are added in Rubber Plant to enhance the capacity of Cables.
- C.V. LINE 90MM-IIInd are added in Bhiwadi Rubber plant.
- C.V. LINE-70MM are added in Bhiwadi Rubber Plant.
- To fulfill the demand of LT cables for dealer market as well as to enhance the capacity of project orders, plant expansion has been planned which will be completed in three phases which will add 2700 LT cable kms in addition of existing capacity. This project is expected to completed by end of this year.

f) Benefits as a result of R & D Activities:

- **Special PVC Compound have been developed in house.**
 - Special FRLS : This compound can withstand at (-40) degree centigrade.
 - Special ST2 : This compound can withstand at (-40) degree centigrade.
 - Special ST2(5V90- Aus std): This compound can withstand at 105 degree centigrade.
 - RoHS & REACH: Since there is demand for environment friendly compound i.e. (Lead free/ Phthalate free) so Company has developed this compound in house and the same has been certified by third party laboratory.
 - TM-55 : This compound has been developed with high abrasive resistance. It was the need of high abrasive compound in outer sheath process to withstand the rocky /hard land/ jungle Area like GOA.
 - TPE Compound : A subtype of PVC compound for lead inner sheathing.
 - Type D: Highly flexible PVC insulation grade compound used for lift cables.
 - ST3: Highly flexible PVC Sheathing grade compound used for lift cables.
 - Cadmium based orange color compound: This compound can prevent color fade ness for long time.
 - A high speed concentric copper taping head is developed replacing low speed existing running taping head(500 rpm) in-house by Maintenance team which was tested and running at 1000 rpm which results in improved quality and enhanced productivity.
- **Special Rubber Compound have been developed in house.**
 - SHF-2 (LSZH) : Mud and ozone resistance compound for offshore projects.
 - SW-4 (LSZH) : Ozone resistance for offshore projects.
 - Solar Cable Compound (LSZH): Specially made for solar cables .

- (-40) degree and (-60) degree: Specially made for the supplies where the environment temperature goes up to minus 60 degree centigrade (European countries).
- 35kV compound for 33kV- Working on in house development of this compound, earlier it was being imported from ATICHEM, Italy.
- Automation Developments by installing double capacity single machines such as Aluminium RBD and stranding machine with auto loading system to reduce man power, increase productivity and enhance quality.
- Base material developments in insulating materials and in-house compounding materials.
- Special Tapes for fire retardant and water blocking in cables.
- Have enabled us to now develop in house PVC compounds Resulted in Cost reduction and quality enhancement.

g) Future Plan of Action:

- Development of specialty cables as per market requirements/demands.
- Penetration into varied turnkey projects.
- Research and identify new products as per futuristic market demands.

h) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year):

- Smart sense technology adopted to monitor the live energy consumption through cloud hosted monitoring platforms.

The Company has imported machineries, which are being used for production of compact cables thereby increasing productivity and enabling design enhancements resulting in reduced consumption of raw materials.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Activities relating to exports; initiatives taken to increase exports; development of new export markets for product; export plans:

During the financial year 2022-23, export sales of the Company increased from ₹ 5,850.38 million to ₹ 6,933.51 million. Your company is continuing its sustained efforts to retain old customers and add new customers in various export markets. With management's focus, marketing strategies and dedicated efforts of Company's International Business Team, the Company is hopeful to make improvement in its export sales in the coming year.

With objective to expand the reach of Company's products globally, the Management is focusing on increasing number of countries for its business operations, development of products as per the requirements of foreign markets, and appointment of additional agents & channel partners for export sales.

b) Total foreign exchange used and earned:

Earnings	₹ 6,394.07 million
Outgo	₹ 3,818.09 million

**For and on behalf of
Board of Directors of KEI Industries Limited**

**Place : New Delhi
Date : July 31, 2023**

**(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422**

FORM NO. AOC-2

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

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

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

NONE: DURING THE REPORTING PERIOD, ALL TRANSACTIONS WERE AT ARM'S LENGTH BASIS

- (a) Name(s) of the related party and nature of relationship: **N.A.**
- (b) Nature of contracts/arrangements/transactions: **N.A.**
- (c) Duration of the contracts/arrangements/transactions: **N.A.**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **N.A.**
- (e) Justification for entering into such contracts or arrangements or transactions: **N.A.**
- (f) Date(s) of approval by the Board: **N.A.**
- (g) Amount paid as advances, if any: **N.A.**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: **N.A.**

2. Details of material contracts or arrangement or transactions at arm's length basis:

NONE: DURING THE REPORTING PERIOD, THERE WAS NO MATERIAL* CONTRACT OR ARRANGEMENT

(*As defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and adopted by the Board of Directors in the Related Party Transactions Policy of the Company, "Material Related Party Transaction" means a transaction with a related party if the transaction / transactions to be entered into individually or taken together with previous transactions during a Financial Year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company or ₹ 1000 crore, which ever is lower).

- (a) Name(s) of the related party and nature of relationship: **N.A.**
- (b) Nature of contracts/arrangements/transactions: **N.A.**
- (c) Duration of the contracts/arrangements/transactions: **N.A.**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **N.A.**
- (e) Date(s) of approval by the Board, if any: **N.A.**
- (f) Amount paid as advances, if any: **N.A.**

**For and on behalf of
Board of Directors of KEI Industries Limited**

**Place : New Delhi
Date : July 31, 2023**

**(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422**

Management Discussion and Analysis

ECONOMIC REVIEW

Global Economy

The global economy is showing signs of resilience in 2023 after a turbulent year. The slowdown is expected to be less pronounced in 2023 than previously anticipated. Higher inflation, tightening financial conditions, and the Russia-Ukraine war continue to impact the global economy. Further, the banking crisis in March 2023 and a debt-ceiling crisis in the United States have raised concerns over macroeconomic stability across the markets and an impending global recession. However, the rebounding of China's economy, improved supply-chain functioning, and the decline in energy and food prices indicate the improvement in economic activity in 2023. Further, with the central banks' efforts to tame inflation by substantial tightening in monetary policy, headline inflation has started to fall. Global inflation is projected to decline from 8.7% in 2022 to 7% in 2023 and 4.9% in 2024.

Notwithstanding the headwinds, the real Gross Domestic Product (GDP) of the United States grew at 2.1% in 2022 on the back of increased private investment and consumer spending. It is projected to grow at 1.6% in 2023 and 1.1% in 2024. The European economy recorded 2.7% growth in 2022 and is projected to grow at 0.8% in 2023 before rising to 1.4% in 2024. According to the International Monetary Fund (IMF), global GDP growth is projected to decline from 3.4% in 2022 to 2.8% in 2023 and rise to 3% in 2024. The growth of Advanced Economies (AEs) is expected to decline from 2.7% in 2022 to 1.3% in 2023 before rising to 1.4% in 2024. Economic prospects for Emerging and Developing Economies (EMDEs) are on average stronger than for Advanced Economies. EMDEs grew at 4% in 2022 and are expected to grow at 3.9% in 2023 and 4.2% in 2024. The developing economies like South-East Asia and Latin America are poised to do well and benefit from strong job markets and ambitious investment plans by governments in many countries. Asia-Pacific will be the most dynamic of the world's major regions in 2023, predominantly driven by the buoyant outlook for China and India, which will be the major contributors to global economic growth in 2023.

Region-wise growth estimates (%)

Region	2022	2023 (P)	2024 (E)
Global Economy	3.4	2.8	3.0
Advanced Economies (AEs)	2.7	1.3	1.4
Emerging Markets and Developing Economies (EMDEs)	4.0	3.9	4.2

(P-Projections, E-Estimates) Source: International Monetary Fund

Indian Economy

The Indian economy is relatively insulated from global spillovers and continues to be among the fastest growing economies in the world. India's real GDP growth is pegged at 7.2% in FY 2022-23 as against 9.1% in FY 2021-22 and reflects robust domestic consumption and lesser dependence on global demand. Despite the weakening external demand, the merchandise exports have registered the highest-ever annual exports of US\$ 447.46 billion with 6.03% growth during FY 2022-23 surpassing the record exports of US\$ 422 billion in FY 2021-22. India's IIP growth of 5.1% in FY 2022-23 shows modest growth in the industrial sector. Further, the gross Goods and Services Tax (GST) revenue collection in April 2023 was the highest ever at ₹ 1.87 trillion compared to ₹ 1.68 trillion in April 2022. Domestic economic growth is gaining strength and further traction in 2023.

Higher inflation remains a challenge and the Reserve Bank of India (RBI) increased the repo rate by 250 basis points in FY 2022-23 to tame inflationary pressures. As a result, India's CPI inflation rate subsided to 4.25% (provisional) in May 2023 against 4.70% recorded in April 2023. Further, the RBI approved international trade settlements in Indian Rupees (INR) to promote the growth of global trade with an emphasis on exports from India and to support the increasing interest of the global trading community.

According to the IMF, the Indian economy is expected to advance steadily at 5.9% in FY 2023-24 before rising to 6.3% in FY 2024-25. The economic growth is primarily driven by robust domestic consumption, abating of inflation, technology-enabled development, export growth, and revival in credit growth among others. Additionally, increased capital expenditure on infrastructure and the growth-enhancing policies such as

the PLI schemes, 'Make in India' and 'Atmanirbhar Bharat' will strengthen the infrastructural and manufacturing base, lead to higher productivity, promote Indian products in the global markets and build a strong foundation for economic growth. With its strong fundamentals, massive demographic strengths and multiple growth levers in place, Indian economy is expected to sustain the growth momentum in the long term and reach US\$ 5 trillion by FY 2026-27.

INDUSTRY OVERVIEW

Cables & Wires (C&W) Industry

The global wires and cables market size surpassed US\$ 215.8 billion in CY 2022 and is expected to grow at a CAGR of 8.5% to reach US\$ 500.4 billion in CY 2032 backed by the increasing infrastructure development, growing demand for consumer electronic products and technological advances in the communication industry. Sharp inflation and surge in prices of raw materials are the major headwinds for the sector. This sector is characterized by intense competition from existing and new players. Its fragmentation is marked by the presence of both larger organized players and numerous smaller players in the unorganized segment.

The wires and cables (W&C) sector comprises ~45% of the electrical equipment industry in India. The domestic W&C market is expected to grow at an impressive CAGR of 12% over FY 2021-26. The rapid rise of the organized sector and the government's focus on investment in infrastructure and development projects would promote large-scale growth across sectors, such as infrastructure, power, telecom, transmission and distribution, manufacture, real estate, engineering, and automotive. Growth in renewable power generation, expansion and revamping of Transmission & Distribution (T&D) infrastructure, increasing investments in metro railways and smart grid projects and growth in the data center sector will also contribute to a robust demand for wires and cables in India. Increasing urbanization and commercialization are expected to bolster investments in the real estate industry and drive the demand for wires and cables.

Power Industry in India

India is the third-largest producer of electricity worldwide with a total installed power generation capacity of 417.66 GW as on May 31, 2023. Power generation sources range from conventional sources such as coal, lignite, natural gas, oil, hydro, and nuclear power to non-conventional renewable sources such as wind, solar, and agricultural and domestic waste. Fossil fuel sources make up the largest share, i.e., 57% of total installed

generation capacity, followed by renewable energy resources including hydro with 41.4% and nuclear with 1.6%. The renewable energy (RE) generation capacity is 173.61 GW as on May 31, 2023. The total generation of electricity (including renewable sources) in FY 2022-23 was 1,624.158 BU compared to 1,491.859 BU during FY 2021-22, representing 8.87% Y-o-Y growth. The electricity generation target including renewable energy for FY 2023-24 has been fixed at 1,750 BU.

The demand for electricity in India has been growing rapidly, driven by the growing population, rapid urbanization, accelerating industrial and economic activities, infrastructure development, rising electrification and per-capita consumption. The government's initiative 'Power for All' has accelerated capacity addition in the country. Power consumption in India grew 9.5% to 1,503.65 BU Y-o-Y in FY 2022-23. The Central Electricity Authority (CEA) estimates India's power requirement to grow to reach 817 GW by 2030.

Key growth drivers for the Indian power industry

Increasing electrification across the country with the support of the government's flagship schemes, like Saubhagya, Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY), Ujjwal Discom Assurance Yojana (UDAY), and Integrated Power Development Scheme (IPDS) led to the growing demand of power supply

The National Infrastructure Pipeline (NIP) initiative which expanded to 9,335 projects with total envisaged investments of ₹ 108 trillion are at different stages of implementation, resulting in further power requirements

A surge in power demand due to expansion in industrial activity, rapid growth in urbanization and the housing sector

Increasing per-capita power consumption due to the growing population and increasing disposable income

Increased investments in railway electrification and metro trains fueled the demand for additional power

Transmission and Distribution (T&D) Industry in India

The transmission and distribution (T&D) sector plays a catalyst role in the energy transition in India by supplying power to the consumers through the vital link between the generating stations and the distribution system and by extending the grid to renewable rich areas and facilitating Renewable Energy (RE) projects to connect into the grid. The transmission network has been growing at a significant pace with the addition of transmission capacity both at interstate and intra-state levels, the government's focus on increasing renewable energy (RE) capacity and the transition to renewable energy.

India has become one of the largest synchronous interconnected electricity grids in the world with 4,71,817 ckm of transmission line and 11,85,058 MVA of transformation capacity (as on April 2023). The country added 1,77,641 ckm of transmission line and 6,28,329 MVA of transformer capacity in FY 2022-23. This has led to 1,12,250 MW inter-regional power transfer capacity with a staggering increase of 212% since 2014. The growth of electrification and consumption has led to a need for the expansion and upgradation of the T&D systems which are core enablers for the energy transition. Electrification in rural regions is facing massive challenges due to inadequate and inefficient transmission and distribution infrastructure. Due to the skewed distribution of electricity in the country, there is a need to develop a robust transmission system including the establishment of inter-regional corridors for the seamless transfer of power from generating stations to load centers and from surplus to deficit regions.

The government launched Revamped Distribution Sector Scheme (RDSS) with an outlay of ₹ 3.03 trillion for the next five years from FY 2021-22 to FY 2025-26. The scheme aims to provide financial assistance to Power Distribution Companies (DISCOMs) for the modernization and strengthening of distribution infrastructure, aiming to improve the quality, reliability and affordability of power supply through a financially sustainable and operationally efficient transmission and distribution sector. Further, under PM's Gati Shakti Master Plan, 27,000 circuit km of transmission lines will be added at an investment of ₹ 75,000 Crore by FY 2024-25. The government's support to improve the state power discoms, increasing privatization of the power distribution sector, expansion of power distribution infrastructure, smart grid projects and growth in the industrial and housing sector will propel the growth of the transmission sector.

Renewable Energy Industry in India

In the National Action Plan on Climate Change 2008, the government announced that the development of renewable energy will be one of its goals for reducing dependence on fossil fuels and combating climate change. Further, the government is pushing renewable energy (RE) to the forefront and undertaking various measures to increase RE capacity to meet the rising power demand. The CEA estimates that the share of renewable energy generation would increase from 18% to 44% by 2030. The government aims to achieve 450 GW of installed renewable energy capacity by 2030 and about 280 GW (over 60%) is expected from solar energy.

Increasing renewable power generation is creating considerable demand for electrical and speciality solar cables. Further, with wind energy technology being one of the sustainable means to achieve the increasing electricity demand, the government has set a target of 30 GW of offshore wind turbine installations by 2030 to exploit the wind energy potential of the Indian Coast. These offshore wind turbines will require a large volume of power cables and subsea umbilical cables.

The Union Budget 2023-24 consisted of the following initiatives by the government to promote renewable energy in India:

- In the Budget, 'green growth' is identified as one of the seven priorities or 'SAPTARISHI'
- An outlay of ₹ 19,700 Crore for the Green Hydrogen Mission
- Allocation of ₹ 8,300 Crore for strengthening of interstate transmission system for evacuation and Grid Integration of 13 GW renewable energy from Ladakh
- Allocation of ₹ 10,222 Crore to the Ministry of New and Renewable Energy to boost the renewable energy sector
- Allocation of ₹ 19,500 Crore for a PLI scheme to boost the manufacturing of high-efficiency solar modules
- Allocation of ₹ 35,000 Crore for priority capital investments towards energy transition and net zero objectives, and energy security
- Total investment of ₹ 10,000 Crore to establish 500 new 'waste to wealth' plants under the new GOBARdhan (Galvanizing Organic Bio-Agro Resources Dhan) scheme

- Extension of customs duty exemption up to March 31, 2024 for import of capital goods and machinery required for the manufacture of lithium-ion cells for batteries used in electric vehicles (EVs)

Outlook

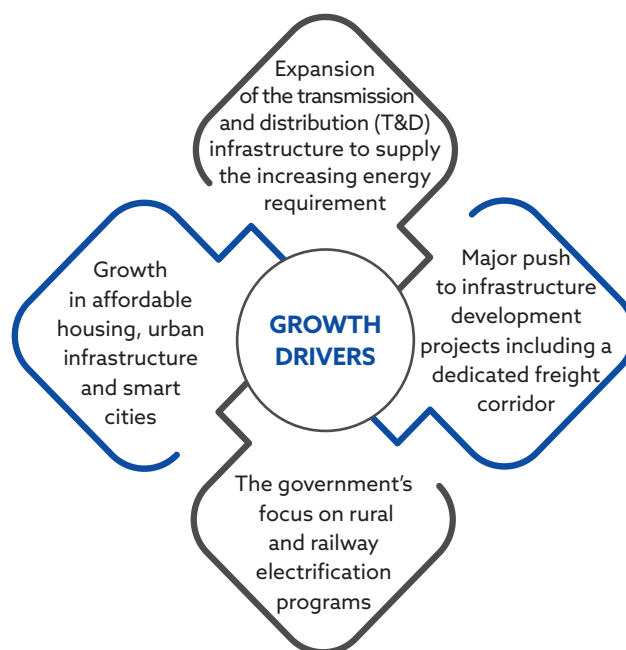
The cables and wires (C&W) industry is well-poised to witness robust growth in the coming years driven by factors such as the government's push for the development of the power and infrastructure sectors, increasing demand for renewable power generation, upbeat construction activities in the real estate sectors, improvement of transmission and distribution systems, increased investments in railway electrification, metro trains and smart grid solutions. Further, the surging solar energy market will create huge requirements for solar cables.

Investment in infrastructure is one of the seven priorities of the Union Budget 2023-24. The government has increased capital investment outlay by 33.4% to ₹ 10 lakh Crore in FY 2023-24 from ₹ 7.50 lakh Crore in FY 2022-23 to catapult the infrastructure sector. Further, the real estate sector is expected to reach a market size of US\$ 1 trillion by 2030, accounting for 18-20% of India's GDP. An increased outlay of ₹ 79,000 Crore in PM Awas Yojana for the development of affordable housing, the push for creating urban infrastructure in Tier 2 and Tier 3 cities through Urban Infrastructure Development Fund (UIDF) of ₹ 10,000 Crore per annum in the Union Budget FY 2023-24 and the government's initiative 'Smart Cities Mission' augur well for the growth of infrastructure and real estate sectors and uplift the demand for cables and wires.

As per the National Infrastructure Pipeline (NIP), energy sector projects accounted for the highest share (24%) out of the total expected capital expenditure of ₹ 111 lakh Crore during FY 2020-25. The development of high-quality infrastructure across the country will propel the demand for wires and cables. Increased focus on 'Atmanirbhar Bharat' and initiatives such as 'Make in India' and the PLI scheme will attract capital investment and further benefit the W&C industry. There is a surge in private investment driven by increasing transparency and returns due to regulatory reforms, such as the Real Estate (Regulation and Development) Act (RERA), the Goods and Services Tax (GST), the Insolvency and Bankruptcy Code (IBC), labor laws, the Corporate Tax rate, and the progressive relaxation of foreign direct investment (FDI) norms among other measures.

Further, the increasing adoption of electric vehicles (EVs) and hybrid models results in the growing need for EV infrastructure to support the EV demand. India's electric

vehicle (EV) industry recorded robust growth with 1.17 million unit sales in FY 2022-23. There are only 6,586 public charging stations (PCS) operational in India as on March 21, 2023, with the majority concentrated in a few states and primarily in urban areas. Under Phase-II of the FAME India Scheme, ₹ 1,000 Crore is allocated for the development of charging infrastructure. The Ministry of Heavy Industries has sanctioned 2,877 electric vehicle charging stations in 68 cities across 25 states/UTs. Further, 1,576 charging stations across 9 Expressways and 16 Highways under Phase-II of the FAME initiative have also been sanctioned. The requirement for EV charging infrastructure due to a surge in EV sales in India will create lucrative opportunities for the W&C sector.



BUSINESS REVIEW

Established in 1968, KEI Industries Limited (henceforth referred to as "KEI" or "the Company") is one of India's leading manufacturers of cables and wires (C&W) and successfully expanding its global footprint. The Company supplies a vast array of cable and wire products and caters to core sectors of the country, including real estate, infrastructure, power, steel, fertilizer, refinery, transportation and energy, etc. KEI's wide product portfolio spreads across Low Tension cable (LT), High Tension cable (HT), Extra High Voltage cable (EHV), House Wires (HW), Winding Wires (WW) and Stainless Steel Wires (SSW). KEI also provides Engineering, Procurement and Construction (EPC) solutions in the area of GIS and AIS Substations, Overhead as well as Underground Power Transmission and Distribution Systems and Substations on turnkey basis. It has fortified

its position as a 'one-stop solution provider' in the Cables & Wires industry by providing high-quality products and services with its proven track record of successfully executing EPC projects.

The Company is focused on expanding its product portfolio and de-risking the business by increasing Customer diversification. The Company has expanded its market with the help of its robust R&D which enabled it to offer customized solutions to consumers and specialty cables designed to their specific needs, coupled with competitive pricing. The R&D facility with an in-house NABL-accredited lab, is always focused on developing innovative products.

KEI has a Pan-India retail presence with a wide distribution network, comprising 23 depots and 1,900+ dealers/distributors. The Company is focused on marketing through various brand promotion activities through multiple communication channels.

Product Portfolio

Cables

The Company has a diversified product portfolio. It manufactures a wide range of cables including:

- Extra-High Voltage cable (EHV)
- High Tension (HT), and Low Tension (LT) power cables
- Instrumentation and Control cables
- Flexible and House wires
- Rubber cables
- Solar power cables
- Fire Survival/Resistant cables
- Marine and offshore submersible cables
- Communication cables
- Thermocouple cables

The Company strategically entered the EHV cable segment through a joint technical collaboration with Switzerland-based Brugg Kabel, foreseeing a high demand for EHV cables in transmission and distribution that outperform conventional overhead lines. It has also strengthened its EHV segment by undergoing forward integration through EPC project execution.

House Wires (HW) and Winding Wires (WW)

The Company's house wires are used in residential and commercial construction, providing reliability, energy efficiency, and the highest level of safety. KEI also makes

high-quality winding wires for submersible motors. Due to their features like high-grade insulation and water resistance, these wires are preferred by pump manufacturers.

Stainless Steel Wires (SSW)

The stainless steel wires (SSW) segment includes hard stainless steel, cold heading, and fine stainless steel wires as well as general-purpose wires, which are used in manufacturing spring, wire mesh / wire cloth, conveyor belt, ball, fasteners, screws, brushes, ropes, pins, hose/pipe braiding, knitting, baskets, kitchen ware items, medical tools, etc., used in engineering, chemicals and building. These wires are manufactured as per international standards and the unique and niche requirements of clients from diverse sectors. More than 50% of the SSW segment's production is exported to developed countries.

EPC Projects

The Company offers EPC solutions in India and overseas markets. It has a proven track record of successfully completing turnkey projects while following deadlines and quality standards with the support of its skilled staff and industry expertise. Some of the important services offered by the Company include designing, engineering, supplying, installing, testing, and commissioning of EPC Projects related to transmission & distribution and substation for townships, smart cities, railways, and projects for electricity supply in urban and rural regions.

Manufacturing Facilities

The Company has five state-of-the-art manufacturing facilities located at Bhiwadi, Chopanki and Pathredi in Rajasthan and Rakholi and Chinchpada in Dadra & Nagar Haveli Daman and Diu. It also has two plants in Harchandpur (Rajasthan) and Dapada (Dadra & Nagar Haveli Daman and Diu) for backward integration of PVC compound.

Business Segments

Retail

KEI's retail segment consists of household wires, LT and HT cables. The Company successfully carves out high margins from this business segment due to its superior quality products and strong brand positioning. Additionally, faster product offtake leads to lower working capital requirements, resulting in superior return ratios. Considering these attributes, KEI continues to strategically expand its retail segment by proactively engaging in various marketing and sponsorship activities and strengthening its dealership network.

Institutional

The Company's institutional segment offers superior quality EHV cables, HT and LT cables, stainless steel wires, and undertakes comprehensive EPC projects on a turnkey basis. The segment has significant entry barriers due to high capital intensity, technological know-how, an excellent track record, and tough compliance criteria to win projects. The Company has built a strong institutional business over the years by focusing on high-quality products, state-of-the-art manufacturing facilities, consistent R&D investment, and appropriate marketing activities. The institutional segment is witnessing strong demand from oil and gas, refinery, railways, metro rail projects, transmission, solar projects, cement, steel and real estate sectors.

Exports

KEI's export business has expanded over the years owing to its technologically advanced product line that meets stringent international standard benchmarks. It has a presence in over 60 countries with offices in 5 countries. It exports EHV, MV, and LV cables to overseas customers in the oil and gas, renewable energy, and utility industries. Australia, Kuwait and Abu Dhabi (in the Middle East), Nigeria and Ghana (in Africa) are the major export destinations for the Company. In FY 2022-23, exports accounted for 10% of total sales. KEI expects to increase its export contribution in FY 2023-24 and gain a strong foothold in the USA markets with export approval for its product.

Financial Performance

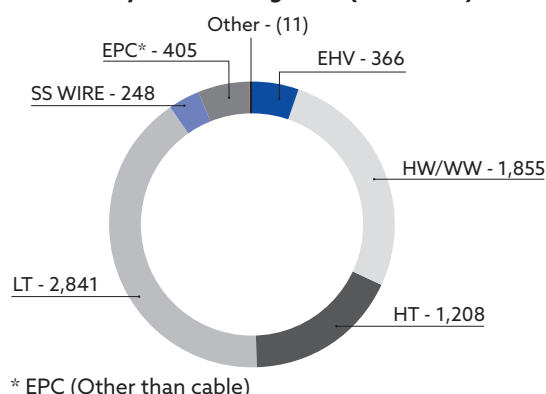
During the year, your Company's net sales amounted to ₹ 6,912.33 Crore as against ₹ 5,726.99 Crore in FY 2021-22, showing a strong growth of 20.70%. During the year under review, turnover from Cables & Wires segment stood at ₹ 6,253.91 Crore compared to ₹ 5,123.12 Crore in FY 2021-22, turnover from Stainless Steel Wire segment was ₹ 255.09 Crore during FY 2022-23 as against ₹ 225.94 Crore in FY 2021-22 and EPC Projects Segment revenue (excluding Cables) contributed a turnover of ₹ 403.33 Crore in FY 2022-23 compared to ₹ 377.93 Crore in FY 2021-22. During the year under review, Profit before Tax stood at ₹ 642.05 Crore compared to ₹ 507.73 Crore in the preceding year. In FY 2022-23, EBITDA stood at ₹ 733.83 Crore as against ₹ 603.58 Crore in FY 2021-22 and Net Profit stood at ₹ 477.38 Crore compared to ₹ 376.22 Crore in the previous year, showing a growth of 26.89%.

Sales through dealer network was ₹ 3,030 Crore in FY 2022-23 as against ₹ 2,319 Crore last year, recording a growth of 31%. The export sales in FY 2022-23 stood at ₹ 693 Crore as against ₹ 585 Crore in the previous year, showing a growth of 18%.

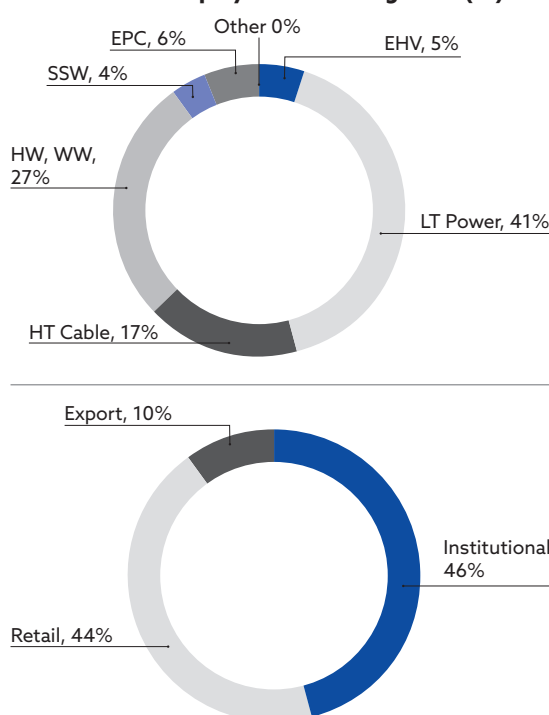
Key Standalone Financial Ratios

Particulars	FY 2022-23	FY 2021-22	Explanation for change in the ratio by more than 25% as compared to the previous year
Debtor Turnover Ratio	4.97	4.17	Not Applicable
Inventory Turnover Ratio	6.34	6.22	Not Applicable
Interest Coverage Ratio	19.50	13.57	Better profitability
Current Ratio	2.83	2.22	Debt repayment and better profitability
Debt Equity Ratio	0.05	0.16	Debt repayment
Operational Profit Margin	10.22%	10.28%	Not Applicable
Net Profit Margin	6.91%	6.57%	Not Applicable
Return on Net Worth	20.21%	19.25%	Not Applicable

Revenue by Product Segment (₹ in Crore)



Revenue Break-up by Business Segment (%)



Opportunities and Threats

Opportunities

- Rising demand for EHV cables due to increased EPC infrastructure projects, where the Company faces less competition
- Growth in the exports revenues owing to KEI's increasing geographical presence and penetration
- Increasing revenue share of the retail segment due to better working capital and higher profitability
- Increased expenditure on infrastructure and construction activities, the government's focus on increasing electrification, renewable energy production and expansion of T&D systems, leading to high demand for wires and cables
- Increasing demand for wires and cables due to rapid urbanization and growth in the housing sector
- Strong demand outlook in sectors like infrastructure, railway, power, data centers, etc.

Threats

- The global economic slowdown and disruptions in trade and sectors
- CAPEX deferment and delays in key infrastructure projects
- Volatility in exchange rates and prices of key raw materials
- Increasing competition in the wires and cables industry
- Fast-changing technology and constant need for upgradation

RISK MANAGEMENT

The Company has a comprehensive Enterprise-wide Risk Management (ERM) framework for the timely and effective identification, assessment, monitoring and mitigation of potential risks that may impact its businesses. KEI has a dedicated Risk Management Committee that periodically reviews the Company's performance against the key risks emanating from a dynamic business scenario and identified by the management and formulates robust mitigation strategies. The key risks and their corresponding mitigation measures are depicted below:

Policy Change Risk

The Company's institutional, EHV and EPC businesses are largely dependent on the government and PSU-led projects. Any change in the government's policies and regulations and legislation may impact the Company's ongoing projects and order book, leading to a loss of revenue and profitability.

Mitigation

The Company has diversified its product portfolio that caters to multiple core industries, which enables it to benefit from the government's spending on infrastructure development. Further, it aims to increase the share of its retail segment in the overall revenue mix and reduce its dependence on government-led projects.

Currency Fluctuation Risk

The Company is exposed to foreign exchange fluctuation as it imports various raw materials and exports its products to several international markets. Currency rate volatility may adversely impact the Company's profitability.

Mitigation

The Company follows an efficient hedging policy to minimize the impact of adverse currency fluctuations. It also benefits from partial natural hedging due to its engagement in both exports and imports activities. It closely monitors exchange rate movements.

Geopolitical and Economic Risk

The geopolitical tensions and subdued global economic conditions may lead to demand compression in the retail segment, project delays and deferments in the institutional segment and may dampen the Company's export business. In addition, any volatility in capital and finance markets may lead to higher interest rates and borrowing costs, impacting the Company's growth plans. Further, the Russia-Ukraine war which caused disruptions to global supply chain operations and a sharp increase in freight cost, may negatively impact the production, logistics and profitability of the Company.

Mitigation

The Company evaluates various strategic sourcing and supply options to achieve flexible manufacturing and supply chain management to maintain a lean cost structure. This enables it to promptly cut expenditures and save cash and liquidity in adverse demand and operational scenarios. Further, the Company's diversified business portfolio spread across various sectors and its global

presence in over 60 countries reduce its dependence on any sector or geographical region and enable it to mitigate the country-specific market slowdown.

Raw Material Risk

Volatility in the availability and prices of key raw materials such as copper, aluminium, steel, and nickel may impact the Company's profit margins and return ratios.

Mitigation

The Company carefully monitors raw material prices and tries to pass on variations in the prices of raw materials to customers through an additional clause in large supply orders and three months price validity for small-scale projects. It revises the price list of wires/cables in the retail segment on bi-monthly/monthly basis to protect margins. It also maintains adequate inventory levels and explores methods to hedge the costs of raw materials to ensure uninterrupted production.

Liquidity Risk

The unavailability of sufficient liquidity and surplus capital may lead to failure in meeting short-term obligations, affecting the Company's credit ratings and reputation in the capital markets. Further, it may adversely impact the Company's working capital position, resulting in manufacturing disruption.

Mitigation

The Company has a strong balance sheet with a low debt-to-equity ratio of 0.05 and a current ratio of 2.83. The Company also has a robust cash flow monitoring system and a prudent and judicious capital allocation approach to ensure low levels of liquidity risk.

Operational Risk

The Company's operations may get disrupted due to natural disasters or severely constrained due to technical failures, IT system collapse, inability to meet client requirements for timely deliveries or product quality, or failure to comply with statutory regulations. This may lead to loss of business and customers, project delays, litigations or even shutdown of the business.

Mitigation

The Company has established robust internal controls and monitoring systems to ensure business survival during unpredictable crises, operational continuity and efficiency, compliance with regulatory processes and appropriate authorizations to safeguard its assets against misuse. While it undertakes periodic reviews of its internal

functions to ensure smooth functioning and improve operational efficiencies, it is adequately insured against exigencies and unexpected business losses.

Competition Risk

The Company operates in a highly competitive industry and faces intense competition from both organized and unorganized players. Its inability to offer superior products and services at competitive pricing may impact the Company's market share and profitability.

Mitigation

The Company consistently invests in R&D activities to upgrade its product portfolio and develop innovative, superior and value-added products to differentiate itself from its competitors. It also engages in extensive market research to identify changing customer requirements. Further, the Company strengthens its brand recall through various marketing and promotional activities to gain a competitive advantage.

Human Resource Risk

The availability of a skilled and competent workforce is crucial for sustained operations, production and seamless execution of the Company's growth strategies. Shortage of skilled workforce, high attrition rates, or lack of the right skills may impact the Company's operations, productivity, growth prospects and profitability.

Mitigation

The Company's robust and employee-friendly HR policies strive to create and maintain a conducive and productive work environment. It undertakes numerous initiatives to attract and retain a talented workforce and improve employee engagement while ensuring growth opportunities based on performance and meritocracy. It also regularly conducts training programs and workshops for the technical and behavioral upgradation of its employees and workers.

HUMAN RESOURCES

The Company's HR policies are well-designed and aim to develop a professional, skilled and talented workforce. The policies are employee-friendly and focus on recruiting, staffing and retaining talent, compensation and benefits and training and skill development. The Company endeavors to create and maintain a safe, inclusive, collaborative and engaging work environment to boost employee morale and ensure high work productivity. It has also developed a

well-designed appraisal system to align individual efforts with the long-term strategy and growth objectives of the Company. It conducts timely performance review of its employees, create individualized growth plans and provide performance-based rewards and career development options based on their strengths.

The Company uses talent development strategies to enhance employees' existing skills while identifying new skills and opportunities to thrive in their roles, maintain competitiveness and contribute to the Company's success. It leverages its internal bandwidth and resources to establish formal internal programs, which focus on developing specific behavioral skill, technical skills and preparing future leaders to effectively manage a diverse workforce. The Company also provides comprehensive wellness programs that encompass access to fitness facilities, mental health resources, and employee assistance programs. It fosters a sense of camaraderie, teamwork, and healthy competition among employees by organizing sports events and activities such as Corporate Cricket Tournament, outdoor games at picnic, etc.

The Company believes that a strong foundation of employee engagement creates a positive work environment and can significantly boost productivity, retention, and overall employee satisfaction in driving organizational success. It provides a platform for employees across all hierarchies to communicate and exchange information and ideas and help to improve the Company's overall workforce competencies. The Company is striving to establish a structured mechanism for feedback to proactively identify and address gaps in collaborative processes and help employees to actively seek input, acknowledge suggestions, and implement changes accordingly.

Environment, Health, and Safety (EHS)

The Company has established a well-designed Environment, Health and Safety (EHS) framework to ensure all Company processes strictly adhere to its principles through appropriate benchmarks and rules. Training and awareness programs are conducted throughout the year for the employees to enhance their skills and capabilities and provide them with the newest industry knowledge.

The Company has incorporated the best safety measures across various stages of operations in all the manufacturing facilities. It regularly conducts fire-fighting, safety and mock drill training for the operators and staff.

It also includes worker training in accident prevention, response and emergency planning. The Company's EHS management involves organizing activities and procedures for recognizing workplace potential risks, which aids to reduce accidents and exposure to hazardous conditions.

The Company conducted various employee training sessions throughout the fiscal year under review. Sessions on the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act of 2013 were also held to raise awareness among female employees.

Environmental Improvements (ISO 14001)

- Sewage treatment plant (STP) installed
- Cable scrap cutter machine installed for cable scrap of higher sizes
- XLPE Power cable core up to 95sqmm used without curing process
- Replace Furnace Oil (FO) to Light Diesel Oil (LDO) for steam generator
- One more dust collector added at compounding plant

Occupational Health and Safety Improvements (ISO 45001)

- Convex mirror fitted at critical blind turning places inside the plant
- IR Sensors are installed on Extruder take up machine

Quality Control

The Company fosters a culture of relentless improvement and strives to protect its reputation as a superior quality supplier by emphasizing on maintaining and improving its quality control, which enables it to nurture customer relationships and achieve sustainable business growth. It has established competent Quality Control (QC) and Quality Assurance (QA) departments for preparing, issuing and reviewing the IMS (Integrated Management System) documentation. The QA head supervises and undertakes rigorous data analysis to achieve consistent quality improvements. The Company also conducts third-party inspections, raw material measurements and FAT (Factory Acceptance Tests) inspections to augment its quality control. Further, it regularly invests in technological upgrades to achieve consistency in product quality and

strictly follows both standard and project-specific quality plans to minimize errors in orders and execution.

Internal Control System and their Adequacy

The Company maintains a robust internal control framework which is responsible for addressing a range of governance, compliance, audit, control, and reporting issues that may impact the Company's business. These internal controls are essential for complying with regulatory requirements, safeguarding of assets, avoiding fraud, and preserving the accuracy of financial reporting. The internal auditors of the Company are responsible for regular monitoring and reviewing the internal control systems. Key observations are communicated to the management who undertakes prompt corrective actions.

Cautionary Statement

The Management Discussion and Analysis contains statements describing the Company's objectives, projections, estimates and expectations, which may be forward-looking in nature. These statements are made within the meaning of applicable laws and regulations and are based on informed judgments and estimates. There cannot be any guarantee of previous performance continuity as future performance also involves risks and uncertainties. These may include but are not limited to the general market, macroeconomic, interest rate movements, competitive pressures, technological and legislative developments, changes in government regulations, tax laws and other key factors that may affect the Company's business and financial performance.

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. DETAILS OF THE LISTED ENTITY

Sr. No.		
1.	Corporate Identity Number (CIN) of the listed entity	L74899DL1992PLC051527
2.	Name of the Listed Entity	KEI INDUSTRIES LIMITED (KEI / the Company)
3.	Year of Incorporation	1992
4.	Registered Office Address	D-90, Okhla Industrial Area, Phase 1, New Delhi - 110020
5.	Corporate Address	D-90, Okhla Industrial Area, Phase 1, New Delhi - 110020
6.	E-mail	cs@kei-ind.com
7.	Telephone	011-26818840 / 8642
8.	Website	www.kei-ind.com
9.	Financial Year for which report is being done	FY 2022- 23
10.	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange of India Limited (NSE), BSE Limited (BSE) and The Calcutta Stock Exchange Ltd. (CSE)
11.	Paid-up Capital (₹)	180.38 million
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report.	Mr. Kishore Kunal AVP (Corporate Finance) & Company Secretary Telephone No: 011-26818840/8642 E-mail Id: cs@kei-ind.com
13.	Reporting Boundary (Standalone or Consolidated basis)	The disclosures made in this report are on a standalone basis.

II. PRODUCTS AND SERVICES:

14. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the Entity
1.	Wires and Cables Segment	Manufacturing and selling of Wires and Cables	90.48%
2.	Stainless Steel Wires Segment	Manufacturing and selling of Stainless Steel Wires.	3.69%
3.	Turnkey Projects / Engineering, Procurement and Construction (EPC)* Projects Segment	Design, Engineering, Supply, Erection, Testing and Commissioning of Projects	5.83%

*Excluding Cables

15. Product/Services sold by the entity (accounting for 90% of the entity's turnover):

Sr. No.	Product/ Service	NIC Code	% of Total Turnover Contributed
1.	Wires and Cables	27320	90.48%
2.	Stainless Steel Wires	24108	3.69%
3.	Turnkey Projects / Engineering, Procurement and Construction (EPC)* Projects	42202	5.83%

*Excluding Cables

III. OPERATIONS:

16. Number of locations where plants and/or operations/ offices of the entity are situated:

Location	Number of plants	Number of offices / project offices / depots	Total
National	7	59	66
International	-	5	5

17. Markets Served by the Entity:

a) Number of Locations:

Location	Number
National (No. of States)	Pan India
International (No. of Countries)	60+ Countries

b) What is the contribution of exports as a percentage of the total turnover of the entity?

In FY 2022-23, exports contributed 10% of the Company's revenue showing a strong growth of 18% over last FY. Our focus is to become the preferred supplier of cables and wires internationally by delivering quality products and providing better services and expanding our reach to new geographies.

Company is presently supplying to more than 60 countries across the globe and our major exports are in Australia, Middle East and Africa. Our target is to increase the contribution of export to about 15% of sales in next 2 years.

c) A brief on types of customers?

KEI is one of the largest manufacturer of Wires and Cables. Our products are used across industries like Power, Infrastructure, Real Estate, Refineries, Oil & Gas, Defence, Chemicals, Metals, IT, Pharma, Manufacturing, Renewables, Non-metals, Cement, Fertilizer, Data Centers, Consumer Durables among others. Our products are sold in domestic and international markets to Govt., Public & Private sector institutions directly (B2B) and through dealers and distributors. KEI is also selling Stainless Steel Wire in domestic and international market. Our EPC division is primarily into execution of transmission and distribution projects under different rural and urban electrification schemes of Central & State Government and also into Extra High Voltage (EHV) cable laying etc.

IV. EMPLOYEES

18. Details as at the end of Financial Year 2022-23:

a) Employees and Workers:

Employees (including differently abled)

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
1.	Permanent Employees	1598	1523	95.31	75	4.69
2.	Other than Permanent Employees	65	65	100	0	0.00
3.	Total Employees (1+2)	1663	1588	95.49	75	4.51

Workers (including differently abled)

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4.	Permanent Workers	107	107	100	0	0.00
5.	Other than Permanent Workers	3821	3821	100	0	0.00
6.	Total Workers (4+5)	3928	3928	100	0	0.00

b) Differently abled Employees and Workers:

Differently Abled Employees

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
1.	Permanent Employees	1	1	100	0	0.00
2.	Other than Permanent Employees	0	0	0.00	0	0.00
3.	Total Employees (1+2)	1	1	100	0	0.00

Differently Abled Workers

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4.	Permanent Workers	0	0	0.00	0	0.00
5.	Other than Permanent Workers	0	0	0.00	0	0.00
6.	Total Workers (4+5)	0	0	0.00	0	0.00

19. Participation/ Inclusion/ Representation of Women

	Total (A)	Number of Female (B)	Percentage (B/A)
Board of Directors (BOD)	10	2	20%
Key Management Personnel*	1	0	0%

*Excluding BOD

20. Turnover rate for permanent employees and workers

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	10.01%	6.80%	9.90%	11.60%	12.20%	11.60%	5.00%	3.70%	5.00%
Permanent Workers	2.8%	0.00%	2.8%	2.7%	0.00%	2.7%	3.5%	0.00%	3.5%

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES):

21. Names of holding/ subsidiary/ associate companies/ joint ventures

Sr. No.	Name of the holding/ subsidiary/ associate company/ joint venture (A)	Indicate whether holding/ subsidiary/ associate company/ joint venture	% of shares held by listed entity	Does the entity indicated at Column A, participate in the Business Responsibility initiatives of the entity (Yes/No)
1.	KEI Cables Australia Pty Ltd	Subsidiary	90%	No
2.	KEI Cables SA Pty Ltd.	Associate Company	49%	No
3.	KEI Industries Limited and Brugg Kabel AG, Switzerland	Joint Venture (dissolved w.e.f. November 14, 2022)	-	No

The above Subsidiary / Associate Company is not material for the Company.

VI. CSR Details

(₹ in Million)

22.	(i)	Whether CSR is applicable as per Section 135 of Companies Act, 2013 (Yes/No)	Yes
	(ii)	Turnover	69,123.30
	(iii)	Net Worth	25,890.08

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES:

23. Complaints/ Grievances on any of the Principles (1-9) under the National Guidelines on Responsible Business Conduct:

Stakeholder Group	Grievance Redressal Mechanism in place (Yes/No) (If yes then provide web-link of policy)	Current Financial Year 2022-23			Previous Financial Year 2021-22		
		Number of complaints filed	Number of complaints pending at close of year	Remarks	Number of complaints filed	Number of complaints pending at close of year	Remarks
Communities	Yes cs@kei-ind.com	0	0	-	0	0	-
Investors (Other than Shareholders)	Yes cs@kei-ind.com/ kunal@kei-ind.com	0	0	Queries/Request received from Investors/ Shareholders were substantially replied/resolved.	0	0	-
Shareholders	Yes cs@kei-ind.com/ kunal@kei-ind.com	0	0	Queries/Request received from Investors/ Shareholders were substantially replied/resolved.	0	0	-
Employees and Workers	Yes grievance@kei-ind.com	0	0	-	0	0	-
Customers	Yes customercare@kei-ind.com	101	0	Concern and suggestion received on customer care email-id and helpline number	111	0	Concern and suggestion received on customer care email-id and helpline number
Value Chain Partners	Yes grievance@kei-ind.com	0	0	-	0	0	-

KEI has a dedicated point of contact to address grievances as under:

1. Communities – KEI engages with different NGOs, Society, Social welfare foundations etc. for its CSR projects and activities. The communities can raise concerns, provide feedback on ongoing projects, and raise grievances related to CSR projects/ programs/ activities as per Company's Vigil Mechanism/Whistle Blower Policy. <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>
2. Shareholders – Investors and shareholders have direct access to the Company Secretary and Compliance Officer via dedicated email ids: cs@kei-ind.com / kunal@kei-ind.com
3. Employees and Workers – The Company's Vigil Mechanism/Whistle Blower Policy is a mechanism that allows Employees, Workers, Directors, Community, Value Chain, Business Partners and other Stakeholders to report grievances. It also ensures that complainants are protected with full anonymity against any victimisation practices. <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>
4. Customers – Customer Service and satisfaction are the focus areas of KEI and we aim at minimizing instances of customer complaints and grievances through proper service delivery and review mechanism and to ensure prompt redressal of customer complaints. For this KEI has setup a dedicated customer care service and quality and product related complaints can be registered on customer care number through tele-calling and on email-id: customercare@kei-ind.com.
5. Value Chain Partners - The Company's Supplier Code of Conduct includes suppliers, service providers, vendors, consultants, contractors, dealers, distributors, business associates and joint venture partners, third parties including their employees, agents, and other representatives. The suppliers may raise a concern as per the Vigil Mechanism/Whistle Blower Policy of the Company. <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>

Principle-wise (as per NVGs) BR Policy/policies

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility.

Principle No	Principle	Policies	Hyperlink
1.	Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.	Code of Conduct Policy Anti-Corruption and Anti-Bribery Policy	https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/
2.	Businesses should provide goods and services in a manner that is sustainable and safe.	IMS Policy Supplier Code of Conduct Policy	
3.	Businesses should respect and promote the well-being of all employees, including those in their value chains.	Code of Conduct Policy Vigil Mechanism/Whistle Blower Policy EHS Policy Disciplinary Policy Equal Opportunity Policy	
4.	Businesses should respect the interests of, and be responsive towards all its stakeholders.	Policy on Prevention of Sexual Harassment against Women at Workplace CSR Policy Stakeholder Engagement Policy	
5.	Businesses should respect and promote human rights.	Policy on Prevention of Sexual Harassment against Women at Workplace Code of Conduct Policy Vigil Mechanism/Whistle Blower Policy	
6.	Businesses should respect and make efforts to protect and restore the environment.	EHS Policy Supplier Code of Conduct Policy Business Continuity Plan	

Principle No	Principle	Policies	Hyperlink
7.	Businesses, when engaged in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.	Stakeholder Engagement Policy	https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/
8.	Businesses should promote inclusive growth and equitable development.	Code of Conduct Policy CSR Policy	
9.	Businesses should engage with and provide value to their customers in a responsible manner.	Code of Conduct Policy IMS Policy Information Security Policy	

24. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk alongwith its financial implications:

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity	Rationale for identifying the risk/ opportunity	In case of Risk, approach to adapt or mitigate	Financial Implications of the risk or the opportunity (Indicate positive or negative implications)
1.	Energy Management	Risk & Opportunity	<p>Risk- The environmental risks emphasize on the company's climate consciousness and ability to manage consequences due to deficiencies in energy management.</p> <p>Opportunity- Effective energy systems improves the resource management of the company thereby improving its performance and top-line growth. Comprehensive resource management plans in alignment with the Company's environment conservation strategy will highlight the Company's commitment to improving environment preservation and its contribution toward climate change mitigation action plans.</p>	<p>KEI is committed to utilising technology to empower customers and foster collaborative efforts in combatting global climate change while promoting energy efficiency.</p> <p>The company is ISO 14001 certified.</p> <p>KEI has developed power cables, rubber (elastomeric) cables, solar cables, that meet the increasing demand for sustainable products, reflecting global market trends and growing ecological awareness among consumers.</p> <p>KEI transition to renewable energy sources not only addresses the pressing need to combat climate change but also brings long-term cost savings to the organisation.</p>	<p>Positive- The company's focus on sustainability initiatives fosters long-term value-creation and enables the company to effectively respond to rising stakeholder demands.</p> <p>Negative- Lack of robust initiatives and action plans to contribute to ESG awareness and climate change could adversely impact ESG profile of the company.</p>

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity	Rationale for identifying the risk/ opportunity	In case of Risk, approach to adapt or mitigate	Financial Implications of the risk or the opportunity (Indicate positive or negative implications)
2.	Health and Safety	Risk	Risk- Workplace hazards directly hampers the company's productivity, finances and reputation. The repercussions and efforts to develop a safe environment would take time and resources to recover from. Effective health & safety practices boosts employee morale, increases productivity and promotes corporate responsibility.	The company has OHSMS-ISO 45001 certification in place. Our manufacturing facilities in Bhiwadi, Chopanki, Pathredi (in Rajasthan) and Silvassa & Chinchpada (in Dadra & Nagar Haveli Daman and Diu) follow processes as per ISO 45001 and adhere to the best practices in operational health and safety. We provide regular health and safety trainings to all our employees and workers.	Negative- Weak health & safety practices directly impacts the company's finance resulting in stunted growth. Effective systems reduce costs associated with accidents and incidents, thereby leading to improved confidence and lower turnover rates in the future.
3.	Human rights practices	Risk	Risk- Parameters on human rights such as fair working environment, equal opportunities, remuneration, freedom of association without ethnic discrimination will impact the performance of the company on the social front from the employee's perspective.	Training and awareness of all the employees and workers and clause related to Human rights in value chain agreements and contracts provided. The Company prohibits indulgence of business and the value chain with any kind of child labor in any of its operation. The Company is committed to fair employment practices and freedom of expression.	Negative- Absence of effective grievance mechanisms impacts commitment towards human rights integration within the Company's business model.
4.	Supply Chain Management	Risk & Opportunity	Risk- Well-structured and efficient supply chain management mitigates the risks associated with procurement, production, strikes and labor disputes as well as costs which could have a negative impact on the business activities. Opportunities- With a transparent and unambiguous value chain engagement, the company can optimize efforts, create a circular economy and enhance profitability. Efficacious supply chain management leads to better collaboration, improved quality control, improved risk mitigation, eco-friendly initiatives and a transparent product procurement.	The organization has long-term relationships with our significant raw material suppliers, with a significant number of our suppliers having the best practices for sustainability. Our supply chain consists of both local and global suppliers. We have put in practice a necessary due-diligence process before engaging with any supplier or logistics delivery partner.	Positive- Efficient supply chain management ensures that the company delivers maximum business value with the least possible cost. This in turn results from reduced environmental impact and long-term value to the company's sustainability-led endeavours. Negative- A mismanaged supply chain leads to ineffective utilization of resources, hampers natural procurement of materials and elimination of waste throughout the product lifecycle.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity	Rationale for identifying the risk/ opportunity	In case of Risk, approach to adapt or mitigate	Financial Implications of the risk or the opportunity (Indicate positive or negative implications)
5.	Employee Practices & Benefits	Risk & Opportunity	<p>Risk- Employee development programs and provision for employee benefits could be considered as incurred expenses to the company.</p> <p>Opportunities- Structured employee development and engagement programs accelerate the work satisfaction of the company thereby enhancing the performance and company's topline. An enhanced collaboration amongst the team members lead to better communication, trust, talent pipeline, share understanding of company's goals and priorities and improved employee retention.</p>	To develop the skills of our employees and workers, job specific and personal development trainings are provided. A leadership development program is crafted as per the strategic requirements of the organization that identifies upcoming and relevant development opportunities for individuals.	<p>Positive- A strong workforce with higher engagement, retention rate and diversity in the workforce brings new perspectives, experiences, and ideas which enable innovation, enhances the performance and enables a positive culture in the organization.</p> <p>Negative- The inability to meet workforce expectations may result in adverse impacts on workforce, morale and the company's growth plan in a long run productivity.</p>
6.	Regulatory & Legal Compliances	Risk	<p>Risk- Risk of non-compliance exposes the organization to legal penalties and financial losses resulting from failure to comply with the industry laws and regulations. More compliant companies tend to have improved performances and better process efficiency. Compliance gives assurance and provides a broader insight to the investors.</p>	The company has code of conduct, Vigil Mechanism/ Whistle Blower Policy and insider trading policies to safeguard the interests of the investors and other stakeholders.	<p>Negative- Non-compliance would lead to loss of reputation and consequently affect the business activities. Companies who are compliant with the regulatory laws have a better ability to manage risks and builds a better sense of fairness and loyalty among employees.</p>

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies, and processes put in place towards adopting the NGRBC Principles and Core Elements.

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Policy and Management Processes									
1.	a) Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b) Has the policy been approved by the Board? (Yes/No)	Yes, the policies has been approved by the Board of Directors and signed by the Chairman-cum-Managing Director.								
	c) Web Link of the policies, if available	Policies are available on the website of the Company i.e., www.kei-ind.com . Policies which are internal to the Company are available on the intranet of the Company.								

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
2.	Whether the entity has translated the policy into procedures? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.	Name of the national and international codes/ certifications/ labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<ul style="list-style-type: none"> • NABL-ISO 17025:2017 • ISO 9001:2015 • ISO 14001:2015 • ISO 45001:2018 • Importer – Exporter Code (IEC) • RoHS & REACH compliant • CE MARKING (EN ISO/IEC 17020) • RDSO (IRS S:63/2014 (REV 4), E-14/01 & E-14/04) • SABS, SANS: 1339:2017 • Underwriter laboratories (UL) certifications • UL 1072 – Medium – Voltage Power Cable 								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>Our objective is to generate value for all involved in our operations, not only through our products, but by effectively balancing our sustainability goals with our business objectives. We are dedicated to cultivating an environment of inclusivity, diversity, and ongoing learning, where every employee is treated with respect, appreciation, and empowered to make significant contributions. Our ongoing efforts focus on minimizing our energy usage to decrease our impact on the environment. We will take proactive steps to implement plans that align with sustainability standards. Our commitment lies in enhancing our environmental, social, and governance practices, aiming for positive outcomes.</p> <p>KEI has identified specific areas for improvement and the management reviews the performance of these initiatives on a quarterly basis. The identified projects are:</p> <ol style="list-style-type: none"> 1. Climate Change and Energy 2. Process improvement 3. Reduction/Rationalisation of raw material consumption 4. Training & Development 								

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6.	Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	<p>The Company is continuously implementing process improvements to reduce their energy consumption, emissions and wastages through innovative measures.</p> <ul style="list-style-type: none">• The company has improved its diversity by 14.4% over FY 22.• Their energy intensity has reduced by 9.27% over FY 22.• The water intensity has reduced by 4.30% over FY22.• The company has reduced its emission intensity by 8.66% over FY22 <p>The company has maintained the utmost standards of product integrity and brand development in several years.</p>								
Governance, Leadership and Oversight										
7.	<p>Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure).</p> <p>KEI being a responsible corporate citizen, is fully conscious of its duties towards society. The Company strongly believes that embedding Environmental, Social & Governance (ESG) principles in its business operations and its adherence is essential to building resilience in the business, transforming culture and for long-term value creation of all our stakeholders. Sustainability is at the heart of our business philosophy. Our sustainability strategy considers key sustainability trends and all possible impacts of our business operations on our stakeholders. Furthermore, we consider key opportunities and risks while developing our short-term and long-term strategies. This year marks the beginning of our structured approach towards ESG, through the development of our long-term ESG framework, aligned with international ESG protocols and guidelines. We have identified our key material topics which will form the basis of management’s approach towards business going ahead. We will measure and evaluate our performance against these ESG parameters to create long-term sustainable value for all our stakeholders.</p>									
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).				Name: Mr. Anil Gupta Designation: Chairman-cum-Managing Director DIN: 00006422					
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision-making on sustainability related issues? (Yes/No). If “Yes”, provide details				The Board of Directors have an oversight over sustainability in the business operations. The Risk Management committee is also responsible for decision-making on sustainability-related aspects.					

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/ Committee of the Board/ any other Committee									Frequency (Annually/ Half-Yearly/ Quarterly/ any other - please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes									Annually								
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Yes									Annually								

11. Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If "Yes", provide name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes. CARE Advisory Research & Training Ltd.								

12. If Answer to Question (1) Above is "NO", i.e. not all Principles are covered by a Policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any Other Reason (please specify)									

SECTION C: PRINCIPLE-WISE PERFORMANCE DISCLOSURE

Entity demonstrates their performance in integrating the Principles and Core Elements with key processes and decisions.

Principle 1: Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable**Essential Indicators**

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/ Principles covered under training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors & Key Managerial Personnel	4	KEI conducts Familiarization programs by way of presentations on various topics/ areas such as Enterprise Risk Management, Statutory and Regulatory changes, Information Technology, Brands and Marketing, Product Information etc.	100%

Segment	Total number of training and awareness programmes held	Topics/ Principles covered under training and its impact	% of persons in respective category covered by the awareness programmes
Employees other than BoD and KMPs	50	KEI conducts continuous learning and development training for its employees and it includes trainings on occupational health and safety, machine operational study, product trainings, communication skills, IT skills, interpersonal skills, Leadership skills. Besides, regular awareness programs are also conducted on work ethics, compliances, governance, prevention of sexual harassment (POSH), HR policies, practices and codes, ethical and social behaviour, soft skills, team building, Personality Development, Time Managements, Negotiation Skills and other human right related aspects.	100%
Workers	263	Programs are conducted on work ethics, health and safety, quality system, HR policies and practices, environment, fire drills and safety, prevention of sexual harassment, importance of safety (PPE) tools and safety kits, readiness to accidents and preventive reporting of dangerous occurrences	100%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:
(Note: The entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website).
There were no material fines/ penalties/punishment/ award/compounding fees/ settlement amount paid in proceedings by the directors/ KMPs to regulators/ law enforcement agencies/ judicial institutions during FY 2022-23.
3. Of the instances disclosed in Question 2, above detail of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed:
Not Applicable
4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide web-link to the policy:
Yes. KEI has Code of Conduct policy which covers anti-corruption or anti-bribery aspects in line with legal and statutory framework on anti-bribery and anti-corruption legislation prevalent in India. Apart from this, the company has separate explicit Anti-corruption and Anti-bribery policy in place. The policy encompasses all permanent and temporary employees, subsidiaries, joint venture partners, associate companies, third parties associated with the Company to abstain from engaging in any form of bribery or corruption. It reflects the Company's commitment to maintain the highest ethical standards and undertake fair business practices. Please refer to link- <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>
5. Number of Directors/KMPs/Employees/Workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption.
No disciplinary action was taken against any Directors/KMPs/Employees/Workers by any law enforcement agency for charges of bribery/ corruption.
6. Details of complaints with regard to conflict of interest.
No complaints received in relation to issues of conflict of interest of the Directors in FY 2023.
7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest:
There were no cases of corruptions or conflicts of interest which required action by regulators/ law enforcement agencies/judicial institutions.

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total Number of awareness programmes held	Topics/Principle covered under the training	% of value chain partner covered (by value of business done with such partners) under the awareness programs
Multiple training/Awareness sessions carried out during the year	Ethics, Sustainability, Human rights, Inclusive Environment, Customer Management	100%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No). If "Yes", provide details of the same:

Yes. The Company has a Code of Conduct policy to manage the conflict of interests among the board members. <https://www.kei-ind.com/investor-relations/disclosure-policies/policies-and-codes/>

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:

At KEI, we have implemented a structured strategy regarding product stewardship and our Research and Development team is fully committed to designing and developing products that prioritize environmental protection. Our primary focus is on enhancing energy efficiency, minimizing water consumption, reducing plastic waste generation, minimizing overall waste production, and implementing manufacturing practices to reduce material usage. Additionally, we continuously strive to improve the quality, durability, and performance of our products while ensuring their sustainability. The company has invested a CAPEX of ₹ 2,62,79,382/- in machinery, testing equipments and generators to enhance energy efficiency and lower energy consumption.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No):

Yes.

- b. If "Yes", what percentage of inputs were sourced sustainably?

KEI manufactures products that are RoHS and REACH compliant, thus reducing and eliminating use of restricted raw materials. We aim at partnering with our suppliers to improve the sustainability performance across our value chain. Our Supplier Code of Conduct (Code) has been developed in line with global best practices on safety, health, environment, labour, human rights, ethics, and fair business. Therefore, we expect our suppliers to adhere to the standards mentioned in the Code and fully comply with applicable national and international laws, rules, and regulations. This ensures responsible sourcing and implementation of sustainable business practices throughout our value chain. In FY 2022-23, 90.57% of purchased inputs by value were sourced sustainably.

3. Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life for:

Plastics (including packaging)	KEI has developed waste management systems and processes for collection, segregation and disposal of hazardous and non-hazardous waste generated at the manufacturing premises. KEI follows the environmental regulatory requirements and disposes the hazardous waste generated at the manufacturing units through the vendors authorised by CPCB/SPCB. The hazardous waste generated is stored and disposed according to the applicable regulatory laws and guidelines.
E- Waste	
Hazardous Waste	
Other Waste	

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No):
- If "Yes", whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Board?
 - If "Not", provide steps taken to address the same.

Yes. The waste collection procedures in our factory adhere to the principles of Extended Producer Responsibility (EPR) guidelines and the waste is appropriately handled by authorized third-party vendors. Efforts are being made to develop strategies that enhance waste management efficiency and effectiveness.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)?

Yes, the Company has conducted Life Cycle Assessments (LCA) of some of its LV Cables during FY 21-22. Life cycle assessments were done for some of their XLPE and LV cables.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along with action taken to mitigate the same:

No concerns or risks have emerged in the LCA conducted.

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry):

Recycled or reused input material to total material*	
Current FY	Previous FY
1.67%	1.65%
*These materials include PVC, Copper Tape, HDPE, PVC Filler, etc.	

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. (a) Details of measures for the well-being of Employees:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	1523	1523	100	1523	100	NA	NA	0	0	0	0
Female	75	75	100	75	100	75	100	NA	NA	0	0
Total	1598	1598	100	1598	100	75	100	0	0	0	0
Other than Permanent Employees											
Male	65	65	100	65	100	NA	NA	0	0	0	0
Female	0	0	0	0	0	0	0	NA	NA	0	0
Total	65	65	100	65	100	0	0	0	0	0	0

- (b) Details of measures for the well-being of Workers:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	107	107	100	107	100	NA	NA	0	0	0	0
Female	0	0	0	0	0	0	0	NA	NA	0	0
Total	107	107	100	107	100	0	0	0	0	0	0

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Other than Permanent Workers											
Male	3821	2353*	61.58	3821	100	NA	NA	0	0	0	0
Female	0	0	0	0	0	0	0	NA	NA	0	0
Total	3821	2353*	61.58	3821	100	0	0	0	0	0	0

Note: NA- Not Applicable

*** Covered under ESI.**

2. Details of retirement benefits (Permanent Employees and Workers), for Current FY 2022-23 and Previous FY 2021-22:

Benefits	Current Financial Year 2022-23			Previous Financial Year 2021-22		
	No. of employees covered as % of total employees	No. of workers covered as % of total workers	Deducted and Deposited with the authority (Yes/ No/ NA)	No. of employees covered as % of total employees	No. of workers covered as % of total workers	Deducted and Deposited with the authority (Yes/ No/ NA)
PF	100%	100%	YES	100%	100%	YES
Gratuity	100%	100%	YES	100%	100%	YES
ESI	1.56%	0%	YES	2.58%	0.90%	YES

3. Accessibility of Workplaces:

Are the premises/ offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If "Not", then whether any steps are being taken by the entity in this regard.

Yes, the premises and offices of KEI are accessible and accommodative to the differently abled employees and workers.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, please provide the web-link of the policy:

Yes. KEI has established a policy to ensure non-discrimination based on age, disability, gender, race (includes colour, nationality and ethnic origins), religion and or belief and on the basis of any illness. We are an equal opportunity workplace with gender neutral compensation policies and norms. We have an '**Code of Conduct Policy**' that aims at recognizing and providing equal opportunities in employment and creating an inclusive work environment.

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees		Permanent workers	
	2022-23		2022-23	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA		NA	
Female	100%	66.67%	-	
Total	100%	66.67%	-	

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency - Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If "Yes", give details of the mechanism in brief:

Permanent Workers	Yes, the grievances are addressed on email-id: <u>grievance@kei-ind.com</u>
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

The company's Open-Door policy encompasses all the necessary channels for addressing the concerns of its employees and workers. The Company has in place a 'Code of Conduct Policy', a 'Vigil Mechanism/ Whistle Blower Policy' and an 'EHS Policy' which forms a part of the grievance redressal and is available to all employees on intranet to ensure that business principles are safeguarded, and adequate facilities are provided to for employees, workers, suppliers, customers, and other stakeholders to disclose information, practices or actions that may be inappropriate or illegal and violate our codes, policies, and business ethics amongst others. The Complainant is provided adequate protection under the policies.

All employees and workers can report via below modes:

- Through email at: **grievance@kei-ind.com**
 - In case of letters (protected disclosure) submitted by hand-delivery, courier or by post addressed to Head HR or Head Legal or CFO, KEI Industries Limited, D-90, Okhla Industrial Area, Phase 1, New Delhi-110020 and may also send copy to the Chairman of the Audit Committee at KEI Industries Limited, D-90, Okhla Industrial Area, Phase 1, New Delhi-110020.
7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:
KEI does not have any trade unions. However, we recognize the right to freedom of association and collective bargaining.

8. (a). Details of training given to employees and workers on "Health and Safety Measures":

Category	Current Financial Year 2022-23			Previous Financial Year 2021-22		
	Total (A)	Number (B)	Percentage (%) (B/A)	Total (C)	Number (D)	Percentage (%) (D/C)
Employees						
Male (includes other than permanent)	1588	462	29.09	1612	724	44.91
Female	75	13	17.33	75	12	16.00
Total	1663	475	28.56	1687	736	43.63
Workers						
Male (includes other than permanent)	3928	3776	96.13	3759	3759	100
Female	0	0	0	0	0	0
Total	3928	3776	96.13	3759	3759	100

Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency- Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

- (b) Details of training given to employees and workers on "Skill Upgradation":

Category	Current Financial Year 2022-23			Previous Financial Year 2021-22		
	Total (A)	Number (B)	Percentage (%) (B/A)	Total (C)	Number (D)	Percentage (%) (D/C)
Employees						
Male (includes other than permanent)	1588	761	47.92	1612	1118	69.35
Female	75	75	100	75	72	96.00
Total	1663	836	50.27	1687	1190	70.54
Workers						
Male (includes other than permanent)	3928	1466	37.32	3759	1339	35.62
Female	0	0	0	0	0	0
Total	3928	1466	37.32	3759	1339	35.62

9. Details of Performance and Career Development reviews of employees and workers:

Category	Current Financial Year 2022-23			Previous Financial Year 2021-22		
	Total (A)	Number (B)	Percentage (%) (B/A)	Total (C)	Number (D)	Percentage (%) (D/C)
Employees						
Male (includes other than permanent)	1588	1489	93.77	1612	1559	96.71
Female	75	69	92	75	74	98.67
Total	1663	1558	93.69	1687	1633	96.80
Workers						
Male (includes other than permanent)	3928	3762	95.77	3759	3563	94.79
Female	0	0	0	0	0	0
Total	3928	3762	95.77	3759	3563	94.79

10. Health and Safety Management System:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No) If "Yes", then coverage of the system.	Yes. The Company has implemented ISO 45001 for the health, safety and well-being of its employees. Various awareness sessions/trainings are conducted on safety related aspects for the employees. Training related to Hazard Identification and Risk Assessment (HIRA) and Total Productive Maintenance are also provided. Independent internal & external audit has been conducted.
b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis of the entity?	To identify work-related hazards and evaluate risks on a routine and non-routine basis as per ISO 45001:2018, KEI has implemented following measures / initiatives: <ul style="list-style-type: none"> • Hazard identification and Risk assessment with Shop floor people • Internal and External audit • Work permit system • On-Site Emergency Plans. • Procedure for communication, participation, and consultation. • Procedure for monitoring and performance management.
c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks? (Yes/No)	Yes, KEI has processes for workers to report the work-related hazards and to remove themselves from such risks.
d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)	Apart from medical and healthcare facilities available to the employees / workers on occupational health and safety risks, the employees/ workers have access to non-occupational medical and healthcare services and are further covered under Company's health insurance policy.

11. Details of safety related incidents, in the following format:

Safety Incidents/Number	Category	Current Financial Year 2022-23	Previous Financial Year 2021-22
Lost Time Injury Frequency Rate (LTIFR)	Employees	0	0
	Workers	2.82	1.95
Total recordable work-related injuries	Employees	0	0
	Workers	8	7
Number of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	1

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency –Yes, the independent assessment has been carried out by CARE Advisory Research And Training Ltd.

12. Describe the measures taken by the entity to ensure a safe and healthy work place:

The organization prioritizes employee and worker safety by conducting safety awareness campaigns, delivering internal and external trainings, and installing visual controls, signs, and 'Do's and Don'ts'. The Company has developed its safety practices in accordance with the International Standard for Occupational Health and Safety (ISO 45001:2018). Various awareness events are held such as fire drills and hands-on practice with firefighting equipment, shop floor quizzes among others. The Company has processes in place to identify, mitigate, and eliminate risks, and contingency plans in case of emergencies. The Company also makes certain that information and analysis of safety-related occurrences and near-miss events are displayed on the shop floor.

13. Number of Complaints on the following made by employees and workers during safety committee meetings:

Benefits	2022-23			2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	No complaints received. However, suggestion received from employees and workers were reviewed / implemented by the Company.					
Health & Safety						

14. Assessment for the Year (2022- 23):

	% of plants and offices that were assessed (by entity or statutory authorities or third party)
Health and Safety Practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risk/ concerns arising from assessment of health and safety practices and working conditions:

- Root Cause Analysis are conducted for all the safety related incidences and suitable corrective actions are taken. Safety Inspections and Safety Audits are also being done periodically. Corrective actions are being taken for all the observations given by the auditors (internal as well as external).

- b. Safety Reviews conducted by Site Heads / Plant Heads. Key learning points shared by site implemented horizontally. In addition, PPE Matrix revised, and plant-wise PPE training modules has been deployed. A system of surprise checks is used to strengthen the culture of safety.
- c. Increased the number of targeted safety placards and poster and signboards, placed at strategic places for raising awareness as well as to reinforce that safety is everyone's responsibility.

Leadership Indicators

1. Does the entity extend any life insurance or compensatory package in the event of death of (A). Employees; and (B). Workers (Yes/No). Provide detail:

Yes. The Company has covered all employees under medical health Insurance, Accident Insurance and Group Term Life Insurance from day 1 of their joining.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners:

KEI's value chain partners come under PF act and ESI act which makes them liable to deduct and deposit statutory dues. In addition to this, the service contract between the Company and service provider also contains clause for necessary statutory payments like PF, ESI etc. by service provider.

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

There were no cases of the employees/ workers having suffered high consequence work-related injury/ ill-health/ fatalities needing rehabilitation or placement in suitable employment.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the process for identifying key stakeholder groups of the entity:

We have based our stakeholder identification processes on the fundamentals of inclusivity, materiality, and responsiveness. Our stakeholder groups are those which are directly or indirectly impacted by KEI. It also includes stakeholders identified to which KEI has a legal, financial or moral responsibility. All this stems from our belief of building mutual trust-based relationship with our stakeholders and understanding their priorities in creating shared value for all.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/ No)	Channels of communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half-Yearly/ Quarterly/ others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees (on-roll and contractual workforce)	No	<ul style="list-style-type: none"> • Mail • Display • Webcasts • Intranet portal • Suggestion, feedback. 	As and when necessary	Key scope includes <ul style="list-style-type: none"> • Training & Development • Recognition & Reward • Top-Down communication about important changes, policies • Information about Company's business growth plans and business performance

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half-Yearly/ Quarterly/ others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders/ Investors and Analysts	No	<ul style="list-style-type: none"> Annual General Meeting; Investor Relations Web Page Quarterly / Annual financial results /statements Quarterly Presentations Annual Report Quarterly investor conference calls Broker conferences Media interview / briefings conducted quarterly/annually / need based Press Releases 	Engagement sessions conducted periodically	<p>Provide financial capital needed to fund the operations. Their faith is important for the continued growth of the Company. Key areas of interest:</p> <ul style="list-style-type: none"> Business Update Financial Performance ESG Disclosures Corporate Governance Regulatory Compliance
Channel partners, distributors, retailers and influencers	No	<ul style="list-style-type: none"> After sales services Brand building and engagement activities Surveys and Feedback Sessions 	Engagement sessions conducted periodically	<p>Key areas of interest:</p> <ul style="list-style-type: none"> Providing information regarding products, pricing and quality Incentive programme
End consumers	No	<ul style="list-style-type: none"> Engagement through website, social media, and feedback In-house and third-party market surveys, meetings Sales promotions and brand campaigns conducted regularly, during IPL and festive seasons 	As and when necessary	<p>Key areas of interest:</p> <ul style="list-style-type: none"> Product quality, service, product availability & product pricing
Government agencies, regulatory bodies and local authorities	No	<ul style="list-style-type: none"> Disclosures and filings for compliance reporting Meeting authorities for permissions/ approvals 	Audits conducted quarterly/ annually / periodically and on need basis	<p>The government agencies and regulatory bodies provide requisite regulatory framework and registrations essential to conduct the businesses smoothly. Key areas of interest:</p> <ul style="list-style-type: none"> Compliance Tax Payments Policy Advocacy
Communities and environment	Yes	<ul style="list-style-type: none"> CSR initiatives 	Community events and functions conducted on regular basis	<p>Key areas of interest:</p> <ul style="list-style-type: none"> To develop the CSR project according to the need of the community

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half-Yearly/ Quarterly/ others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Vendors	No	<ul style="list-style-type: none"> Capacity building and sustainability for suppliers 	Virtual meets, email or in person supplier meets conducted on continuous basis	Quality raw material availability from suppliers enable us to produce quality products on time. Key areas of interest: <ul style="list-style-type: none"> Due-Diligence during on-boarding Periodic Assessments Quality & Cost Understand new market trends

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board:

The consultation between the stakeholders and the Board is internalised in the management process by delegating this process. We engage with our stakeholders regularly and as needed. The format of engagement will depend on the nature and needs of the stakeholders.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topic? (Yes/No) If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.
Yes. The Company engages with various stakeholders in the form of stakeholder engagement exercise to arrive on the identification and management of material issues. The stakeholder responses played a pivotal role in identifying key material issues relevant to the company. Moving forward, we are committed to enhancing the robustness of this process. We also intend to make it a regular exercise to engage with stakeholders and incorporate their feedback into the company's strategy.
3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups:

For details refer Principle 8.

Principle 5: Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023			FY 2022		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
Employees						
Permanent	1598	1598	100	1575	1575	100
Other than permanent	65	65	100	112	112	100
Total	1663	1663	100	1687	1687	100

Category	FY 2023			FY 2022		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
Workers						
Permanent	107	107	100	110	110	100
Other than permanent	3821	3821	100	3649	3649	100
Total	3928	3928	100	3759	3759	100

KEI has established a Code of Conduct policy to uphold human rights and right to proper working conditions. Awareness session on the same is conducted on regular basis such as in induction training (to all the new joiners covers the sessions on Human Right issues and policies and all other policies pertaining to 9 Principles adopted in BRSR) and other discussion platform.

2. Details of minimum wages paid to employees and workers, in the following format:

Category	Current Financial Year 2022-23					Previous Financial Year 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
-Male	1523	0	0	1523	100	1501	0	0	1501	100
-Female	75	0	0	75	100	74	0	0	74	100
Total	1598	0	0	1598	100	1575	0	0	1575	100
Other than Permanent										
-Male	65	0	0	65	100	112	0	0	112	100
-Female	0	0	0	0	0	0	0	0	0	0
Total	65	0	0	65	100	112	0	0	112	100
Workers										
Permanent										
-Male	107	0	0	107	100	110	0	0	110	100
-Female	0	0	0	0	0	0	0	0	0	0
Total	107	0	0	107	100	110	0	0	110	100
Other than Permanent										
-Male	3821	0	0	3821	100	3649	0	0	3649	100
-Female	0	0	0	0	0	0	0	0	0	0
Total	3821	0	0	3821	100	3649	0	0	3649	100

3. Details of remuneration/ salary/ wages, in the following format:

Particulars	Male		Female	
	Number	Median salary/ wage of respective category (Annual)#	Number	Median salary/ wage of respective category (Annual)#
Board of Directors (Executive Director)	3	14128168	-	-
Board of Directors (Non-executive Director / Independent Director)	5	-	2 (includes one independent and one non-executive/Non-independent director)	-
Key Managerial Personnel	1	5043624	-	-
Employees other than BoD and KMP*(including other than permanent FTA)	1584	740326	75	750134
Workers*	107	413664	-	-

Note: Company has 3 executive directors who are paid salary /compensation/commission, rest are non-executive director (1 nos.) and independent directors (6 nos.) who only receive sitting fee.

*For the above purpose permanent employees and permanent workers are considered.

Above information of remuneration/salary excludes commission paid to CMD and perquisite value of ESOP to Director/KMP/Employees.

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, head of the HR department oversees the HR function covering the aforementioned aspects.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues:

KEI is committed to prevent any human rights violation and ensure the compliance to the Policy through a mechanism implemented by the HR Department and regularly monitored by grievance handling committee as defined under grievance policy. The Committee takes necessary action in cases of serious misconduct and inappropriate corporate behaviour. The committee determines the severity of the incident and its impact, based on which appropriate action is taken by the committee head which is final and binding. The complainant may raise protected disclosure through email : grievance@kei-ind.com. The company's Open-Door policy encompasses all the necessary measures for addressing the concerns of its employees and workers. The Company has in place 'Code of Conduct Policy', 'Vigil Mechanism/ Whistle Blower Policy' and an 'EHS Policy' which forms a part of the grievance redressal and are provided to for employees, workers, suppliers, customers, and other stakeholders to disclose information, practices or actions that may be inappropriate or illegal and/or violate our codes, policies, and business ethics, amongst others.

6. Number of Complaints on the following made by employees and workers:

Complaint Type	FY 2023			FY 2022		
	Filed during the year	Pending resolution at the end of year	Remark	Filed during the year	Pending resolution at the end of year	Remark
Sexual Harassment		NIL			NIL	
Discrimination at workplace		NIL			NIL	
Child Labour		NIL			NIL	
Forced Labour/Involuntary Labour		NIL			NIL	
Wages		NIL			NIL	
Other human rights related issues		NIL			NIL	

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency – Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases:

Our Vigil Mechanism/Whistle Blower Policy has clearly laid down the guidelines to prevent adverse consequence to a complainant. A complainant has the right to complete anonymity unless required by law enforcement agencies. The organization prohibits retaliation against a complainant such as threats of physical harm, loss of job, punitive work assignments, or impact on salary or wages. A complainant who believes that they have been retaliated against may file a written complaint with Head of HR or Head Legal or CFO and may send copy to the chairman of the Audit committee at KEI Industries Limited, D-90, Okhla Industrial Area, Phase-1, New Delhi-110020.

To handle cases related to sexual harassment, Company has an Internal Complaints Committee for time-bound redressal of complaints. It ensures confidentiality is maintained for all complaints and the complainant is protected against any form of victimization and discrimination.

8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, the clause on ESG related requirements is part of the agreement and contracts with our suppliers. 'Supplier' here includes suppliers, service providers, vendors, consultants, contractors, dealer, distributors, business associates and joint venture partners, third parties including their employees, agents and other representatives, who have a business relationship with and provide, sell, seek to sell, any kinds of goods or services to the Company or any of its subsidiaries, affiliates or divisions.

The Company expects the suppliers to fully comply with applicable laws, rules and regulations and adhere to internationally recognised environmental, social and governance standards including

working conditions and well-being of their employees, anti- harassment, anti-discrimination, abolition of child and forced labour.

9. Assessment for the FY 2022-23:

	% of plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced/ Involuntary Labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	

10. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Qs. 9, above:

No significant risks or concerns have emerged from the assessment.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints:

During the reporting period, no business processes have been modified or introduced for addressing human rights grievances/complaints.

2. Details of the scope and coverage of any Human rights due-diligence conducted:

Our company is committed to integrating human rights principles throughout all aspects of our business operations. We take a proactive approach in managing and addressing potential and actual adverse human rights impacts that may arise. Our dedication to human rights extends to all dimensions, and we firmly stand against any form of discrimination based on race, color, gender, age, religion, ethnicity, nationality, disability, or social origin.

Within our workplace, we maintain a zero-tolerance policy towards child labor, forced labor, compulsory labor, and any kind of harassment, be it physical, verbal, sexual, or psychological. We also prohibit threats and intimidation, fostering a safe and respectful environment for all employees. Our strategic approach includes guidelines for conducting business effectively while upholding the dignity and fundamental human rights of our workforce.

To ensure the well-being of our employees, we provide a healthy, safe, and secure workplace and ensure fair and equal remuneration for all, regardless of gender or any other characteristic. Business ethics and integrity are of the utmost importance in all our relationships, and we strictly adhere to all statutory laws, human rights directives, and regulations while assessing compliance with our code of conduct.

In our commitment to human rights, we have provided specialized training on human rights laws and practices to all our workers, fostering a culture of awareness and respect within our organization.

3. Is the premise/ office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, KEI premises and offices have the necessary infrastructure provisions to enable access to differently abled visitors.

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

- Details of total energy consumption (in Giga Joules) and energy intensity, in the following format:

Parameter	Current Financial Year 2022-23 (in GJ)	Previous Financial Year 2021-22 (in GJ)
Total Electricity Consumption (Grid) (A)	292977.24	265681.97
Total Fuel Consumption (B)	117094.80	106413.83
Energy (Electricity) consumption through Other Sources (Renewable – Solar & Wind) (C)	14260.54	15370.48
Total Energy Consumption (A+B+C) (in GJ)	424332.58	387466.28
Energy intensity per rupee of turnover (GJ/ Million) (Total energy consumption/turnover in Million rupees)	6.14	6.77

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/No). If "Yes", name the external Agency-Yes the independent assessment was carried out by CARE Advisory Research & Training Ltd.

- Does the entity have any sites/ facilities identified as designated consumers (DCs) under the Performance, Achieve, and Trade (PAT) Scheme of the Government of India? (Yes/No) If "Yes", disclose whether targets set under the PAT Scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any:

No, KEI doesn't fall under PAT scheme of Government of India.

- Provide details of the following disclosures related to water, in the following format:

KEI places high importance on water balance and responsible use of water as illustrated by our specific water consumption metric.

We maintain a water balance and implement innovative technologies, efficient monitoring systems, and water recycling to minimise consumption. Our manufacturing units have ETPs for operational wastewater and STPs for domestic wastewater, ensuring responsible water management as per regulatory guidelines. Our goal is to preserve this shared resource and contribute to a sustainable water future.

Parameter	FY 2023	FY 2022
Water withdrawal by source (in kiloliters)		
(i) Surface water	-	-
(ii) Groundwater	76625	66302
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others – Municipal Supply	3441	3010
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	80066	69312
Total volume of water consumption (in kilolitres)	80066	69312
Water intensity in KL per Million turnover (Water consumed / turnover)	1.16	1.21

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency-Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

4. Has the entity implemented a mechanism for Zero Liquid Discharge (ZLD)? If "Yes", provide details of its coverage and implementation:

Yes, KEI manufacturing units are equipped with effluent treatment plants (ETPs) and sewage treatment plants (STPs) facilities. The domestic wastewater generated from the toilet etc. is treated in STPs while the wastewater from operational activity is treated in ETPs. The STP treated water is utilized within the premises for flushing and gardening activities, ensuring no discharge of water outside of the premises. Our manufacturing units follow all the necessary applicable guidelines and directions on maintaining the standards of STP and ETP required by CPCB / SPCBs.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Our NO_x and SO_x emission are predominantly generated from our fossil fuel consumption especially diesel in manufacturing process and genset. While our emission is inherently of small quantum and well within permissible limits, we are still keen to improve our performance. Towards this, we have/are replaced / replacing diesel genset with other cleaner fuels gensets, install additional filtration systems at our stack emission outlets to capture emissions or replacing diesel with PNG where there is steady PNG infrastructure installed by government.

Parameter	Please specify unit	Current Financial Year 2022-23	Previous Financial Year 2021-22
NO _x	Metric Tons	2.56	2.44
Sox	Metric Tons	0.25	0.22
Particulate Matter (PM)	Metric Tons	0.78	0.71
Persistent organic pollutants (POP)	We undertake third party lab testing for each of these air emission parameters including NO _x and SO _x at defined schedule to ensure the parameters are within permissible limits. This is done in addition to our internal monitoring systems. We also submit the reports to the concern authority.		
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please Specify (ODS)			

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Y/N) If yes, name of the external agency. Yes, an independent assessment has been carried out by CARE Advisory Research & Training Ltd.

6. Please provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity, in the following format:

Parameter	Please specify unit	Current Financial Year 2022-23	Previous Financial Year 2021-22
Total Scope 1 Emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tons of CO ₂ equivalent	7889.38	7169.74
Total Scope 2 Emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tons of CO ₂ equivalent	64292.23	58302.43
Total Scope 1 and Scope 2 emissions	Metric tons of CO ₂ equivalent	72181.61	65472.17
Total Scope 1 and Scope 2 emission intensity per crore rupee of turnover	Metric tons of CO ₂ equivalent/Cr.	1.04	1.14

Energy efficiency and emission reduction are the primary drivers of our comprehensive ESG strategy, aimed at bolstering our resilience to climate change. Our key focus areas include increasing the adoption of renewable energy, implementing eco-friendly processes, and reducing energy and water consumption throughout our operations. In order to mitigate emissions, we are actively transitioning from diesel to natural gas and exploring the use of Bio-based fuels as a sustainable alternative.

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency-Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

7. Does the entity have any project related to reducing Greenhouse gas emissions? If "Yes", then provide details:

Yes. KEI has taken several measures for reduction of energy consumption. The Company takes continuous efforts towards improving the operational efficiencies thus minimising consumption of energy and reducing greenhouse gas emissions.

- Renewable Energy in our Energy mix - Our renewable energy installed capacity is 3.78 MWp.
- We are using 100% LED lighting (at Manufacturing units) and have stopped buying conventional lights (HPSV/HPMV, CFL etc).
- Company has installed Variable Frequency Drives (VFD) in Air compressors, LED, solar units and pumps, resulting in energy savings of approximately 20767.21 GJ in FY23.
- Company has also installed Energy Efficient Motors in new machines.
- We are switching to cleaner fuels for better efficiency such as switching to Natural Gas, Biogas or renewable electricity supply where feasible.

8. Provide details related to waste management by the entity, in the following format:

Parameter	Current Financial Year 2022-23
Total Waste Generated (in metric tons)	-
Plastic Waste (A)	-
E-Waste (B)	0.85
Bio-medical Waste (C)	0.0013
Construction and Demolition Waste (D)	-
Battery Waste (E)	-
Radioactive Waste (F)	-
Other Hazardous waste (Oil-soaked cotton waste, DG filters, paint cans, chemical cans, paint residue, oil sludge, DG chimney soot, coolant oil and used oil) . Please specify, if any. (G)	7.21
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	2,816.18
Total Waste Generated (A+B+C+D+E+F+G+H)	2,824.24

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)	
Category of waste	FY23
(i) Recycled (PVC Scrap)	2816.18
(ii) Re-used	-
(iii) Other recovery operations	-
Total	2816.18
For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)	
Category of waste	
(i) Incineration	-
(ii) Landfilling	-
(iii) Other disposal operations	8.06
Total	8.06

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency-Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes:

KEI aims at reducing generation of waste during the entire lifecycle of its products. The Company has systems and processes for waste management, segregation, collection, and disposal. The Company practices efficient and environment-friendly end-of-life disposal methods. The waste at factory is disposed through authorised agencies. The Company uses only lead free, non-carcinogenic, and non-hazardous raw materials that are RoHS (Restriction of Hazardous Substances) and REACH compliant.

10. If the entity has operations/ offices in & around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones, etc.) where environmental approvals/ clearances are required, please specify details in the following format:

No, we do not have any office or plant location around ecologically sensitive areas.

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not applicable.

12. The Company is compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder:

No material fines were paid in FY 2023.

Leadership Indicators

1. Provide breakup of the total energy consumed (in Giga Joules or multiples) from Renewable Energy and Non-Renewable sources, in the following format:

Parameter	Current Financial Year 2022-23 (GJ)	Previous Financial Year 2021-22 (GJ)
From Renewable Sources	Solar & Wind	
Total electricity consumption (A)	14260.54	15370.48
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	14260.54	15370.48
From Non-Renewable Sources		
Total electricity consumption (D)	292977.24	265681.97
Total fuel consumption (E)	117094.80	106413.83
Energy consumption through other sources (F)	-	-
Total energy consumed from Non-Renewable Sources (D+E+F)	410072.04	372095.8

Note: Indicate if any independent assessment/ evaluation has been carried out by an external agency? (Yes/ No). If "Yes", name the external agency- Yes, the independent assessment has been carried out by CARE Advisory Research & Training Ltd.

2. Provide the following details related to water discharge:

KEI manufacturing units are equipped with appropriate ETP and STP facilities with the primary focus to promote recovery, recycling, and reuse of water. After processing the wastewater through treatment mechanisms, water is then reused to fulfill non-process needs.

3. Water withdrawal, consumption and discharge in areas of 'Water Stress' (in kilo litres):NA

4. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct and indirect impact of the entity on biodiversity in such areas along with prevention and remediation activities:

None of KEI's units are in ecologically sensitive areas

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link:

The company has a business continuity plan in place to help ensure that business processes can continue during a time of emergency or disaster. The plan covers business impact analysis, procedures, testing and training of the BCP. The BCP risks are identified and reviewed on a yearly basis.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. (a) Number of affiliations with trade and industry chambers/ associations: **23**
- (b) List the top 10 trade and industry chambers/ associations (determined based on the total numbers of such body) the entity is member of/ affiliated to:

Sr. No.	Name the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Confederation of Indian Industry	National
2.	PHD Chamber of Commerce and Industry	National
3.	Project Exports Promotion Council of India	National
4.	Indian Chamber of Commerce	National
5.	Indian Electrical & Electronics Manufacturer Association (IEEMA)	National
6.	EEPC India	National
7.	Control Panel and Switchgear Manufacturers' Association	National
8.	Electrical EPC Contractors Association	National
9.	Fire & Security Association of India	National
10.	Federation of Indian Export Organisation	National

2. There has been no action taken or underway on any issues related to anti-competitive conduct by the entity, based on any adverse orders from regulatory authorities:

Leadership Indicators					
Details of public policy positions advocated by the entity:					
Sr. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half-Yearly/ Quarterly / Others - please specify)	Web Link, if available
NIL					

Principle 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) projects undertaken by the entity based on applicable laws, in the current financial year 2022-23:
Not Applicable
2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:
Not applicable
3. Describe the mechanisms to receive and redress grievances of the community:
KEI partners with various NGOs / trust / social organisation to work towards various social causes including removing malnutrition, improving healthcare and healthcare infrastructure, supporting education, women empowerment, environment, skill development, disaster management, animal husbandry, sanitation etc. to create a positive impact amongst the local communities. There is mechanism in place to resolve queries and redress grievances of the community and the CSR projects/ programs/activities by reaching out at cs@kei-ind.com

4. Percentage of input material (input to total inputs by value) sourced from suppliers:

	Current Financial Year 2022-23	Previous Financial Year 2021-22
Directly sourced from MSMEs	26.35%	32.37%
Sourced directly from within the district and neighbouring districts*	37.08%	47.86%

* Distance upto 200 KM from the plants taken.

Leadership Indicators

1. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)

No.

2. Details of beneficiaries of CSR Projects:

Sl. No.	Name of the Project	Amount spent for the project (₹ in million)	Mode of implementation Direct (Yes/No)	Mode of implementation - Through implementing agency		No. of persons benefitted / expected to be benefitted# from CSR Projects*	% of beneficiaries from vulnerable and marginalized group
				Name	CSR registration number		
1	Promoting Health Care including Preventive Health Care	7.50	No	ISKCON	CSR00005241	5,000#	30%
2	Promoting Health Care including Preventive Health Care	0.70	No	Centre for North East Studies and Policy Research	CSR00004447	33,396	100%
3	Promoting Health Care including Preventive Health Care	10.00	No	Bhaorao Deoras Seva Nyas	CSR00004454	10,000#	80%
4	Promoting Health Care including Preventive Health Care	5.00	No	Maharaja Agrasen Hospital Charitable Trust	CSR00001343	350 Bed Hospital#	10%
5	Promoting Health Care including Preventive Health Care	0.50	No	Manav Seva Sansthan	CSR00030051	1,500	70%
6	Eradicating hunger, poverty and malnutrition	0.40	No	Federation of Industries Association Silvassa	CSR00012860	5	100%
7	Eradicating hunger, poverty and malnutrition	0.57	No	Dadra & Nagar Haveli & Daman & Diu Juvenile Justice Fund	CSR00025593	150	100%
8	Eradicating hunger, poverty and malnutrition	0.30	No	Railway Children India	CSR00003904	60	90%
9	Promoting Education	3.00	No	ISKCON	CSR00005241	50	30%
10	Promoting Education	2.50	No	Janaseva Trust-Param Innovation	CSR00006302	20,000	20%
11	Promoting Education	1.00	No	The Kalptaru Society	CSR00011553	388	100%

Sl. No.	Name of the Project	Amount spent for the project (₹ in million)	Mode of implementation Direct (Yes/No)	Mode of implementation - Through implementing agency		No. of persons benefitted / expected to be benefitted# from CSR Projects*	% of beneficiaries from vulnerable and marginalized group
				Name	CSR registration number		
12	Promoting Education	0.54	Yes	Indera Furnishers (Through Rotary Club of Delhi, Ananta)	NA	700	100%
13	Promoting Education	1.85	Yes	Shri Girraj Construction Company (Through Rotary Club of Delhi, Ananta)	NA		
14	Promoting Education	2.50	No	Shri Bhartiya Sanskruti Samvardhak Trust	CSR00015538	900	65%
15	Promoting Education	0.70	No	Khushboo Welfare Society	CSR00003301	7	85%
16	Promoting Education	25.00	No	Sri Sharada Vaidika Smartha Vidyalam Society	CSR00025838	100#	100%
17	Promoting Education	2.20	No	Bharat Lok Shiksha Parishad	CSR00000667	2,147	100%
18	Promoting Education	0.38	No	Vanvasi Kalyan Ashram	CSR00014323	25	100%
19	Promoting Education	2.44	Yes	Impact Communications Sankalp Jyoti	NA	4,600	100%
20	Promoting Education	6.47	Yes	KEI Industries Limited			
21	Animal Welfare	4.00	No	Shri Krishan Gaushala Unit of Surabhi Shodh Sansthan	CSR00018282	700	100%
22	Animal Welfare	0.21	No	Maharishi Dayanand Gausamuardhan Kendra	CSR00029230	1,450	100%
23	Animal Welfare	0.62	No	Shri Govind Prem Seva Sansthan	CSR00029094	13	100%
24	Animal Welfare	1.80	No	ISKCON	CSR00005241	60	100%
25	Ensuring Environmental sustainability	0.24	Yes	Nilkamal Limited (KEI Industries Limited)	NA	2,022	100%
26	Training to Promote Rural Sports, Nationally Recognised Sports, Paralympic Sports and Olympic Sports	0.25	No	Rama Foundation	CSR00009256	172	52%
	Total	80.67					

*Approximately.

For Annual report on CSR activities, refer Annexure D of Director's Report.

Principle 9: Business should engage with and provide value to their consumers in a responsible manner

Essential Indicators

- Describe the mechanisms in place to receive and respond to consumer complaints and feedback.
KEI has developed standard procedures to take cognizance of all the consumer complaints and feedbacks from multiple channels as mentioned below:
The customers can reach us through multiple communication channels that include a centralized helpline number, email-id & online service request on Company's web site. These centralized consumer response centers receive customer queries, complaints, and feedbacks.
 - KEI Helpline number: +91-8291373688
 - Email ID- customercare@kei-ind.com
 - Online Service request on www.kei-ind.com
- Turnover of products and/services as a percentage of turnover from all products/services that carry information about:

	As percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	-

- Number of consumer complaints in respect of the following:
We have received nil complaints in the aspects of Data privacy, Advertising, Cyber-security Restrictive Trade Practices and Unfair Trade Practices in FY2023 and FY2022. Our products and services do not fall under delivery of essential services. No. of complaints pending is Nil while 101 number of complaint/ concern/suggestion were received and resolved.

Number of consumer complaints in respect of the following:						
	FY 2022-23		Remarks	FY 2021-22		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	NIL	0	0	NIL
Advertising	0	0	NIL	0	0	NIL
Cyber-security	0	0	NIL	0	0	NIL
Delivery of Products	0	0	NIL	0	0	NIL
Quality of Products	0	0	NIL	0	0	NIL
Restrictive Trade Practices	0	0	NIL	0	0	NIL
Unfair Trade Practices	0	0	NIL	0	0	NIL
Other	7	0	Handling and Laying of cables at site by customers.	5	0	Handling and Laying of cables at site by customers.

- Details of instances of product recalls on account of safety issues:
There have been no instances of product recalls (voluntary or forced) on account of safety issues during the financial year FY 2022-23.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No). If available, provide a web-link of the policy:

Yes. The Company has an Information Security Policy. Also, the Risk management and Vigil Mechanism safeguards the unlikely incidents at early stage itself.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services:

Not Applicable.

Leadership Indicators

1. Channels/ platforms where information on products and services of the entity can be accessed (provide web link, if possible):

Information on KEI products and services can be assessed at www.kei-ind.com

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/ or services:

The Company displays product information on the product label, over and above what is mandated as per local laws. The Company also conducts meetings and trainings to its dealers, influencers, distributors and customers / consumers about its products.

3. Mechanism in place to inform consumers of any risk of disruption/ discontinuation of essential services.

KEI, as a manufacturer of electrical wires and cables, is not directly involved in providing essential services (as defined in 'The Essential Services Maintenance Act, 1981). Hence, not applicable.

4. a. Does the entity display product information on the product over and above what is mandated as per the local laws? (Yes/ No/ Not Applicable). If "Yes", provide details in brief:

Yes. KEI displays product information on the product label as mandated by law. KEI products carry details with regards to the safe handling and usage. Moreover, on product packaging, the Company engraves markings relevant to recycling etc. and relevant compliances such as RoHS, REACH, etc.

- b. Did your entity carry out any survey with regard to customer satisfaction relating to the major products/ services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/ No):

Yes. The Company collects customer feedback through feedback forms and outbound calls.

5. Provide the following information relating to data breaches:

- a. Number of instances of data breaches along-with impact

NIL.

- b. Percentage of data breaches involving personally identifiable information of customers

NIL.

Corporate Governance Report

In terms of Regulation 34(3) read with Section C of Schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance for the year ended March 31, 2023 is presented below:

1. STATEMENT ON COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company believes in adopting best practices in the area of Corporate Governance and follows the principles of full transparency and accountability by providing information on various issues concerning the Company's business and financial performance to its shareholders. The Company's activities are carried out in accordance with good corporate practices and the Company is constantly striving to better them and adopt the best practices. It is firmly believed that good governance practices would ensure efficient conduct of the affairs of the Company and help the Company to achieve its goal of maximising value for all its stakeholders. The Company will continue to focus its resources, strengths and strategies to achieve its vision of becoming leader in Power Cable Industry.

This report states compliance as per requirement of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as applicable to the Company.

The Board considers itself as the Trustee of its Shareholders. During the period under review, the Board continued its pursuit by adopting and monitoring of corporate strategies, prudent business plans, major risks and ensuring that the Company pursues policies and procedures to satisfy its social, legal and ethical responsibilities.

2. BOARD OF DIRECTORS:

(A) Composition of the Board of Directors:

- (i) The Company has 10 Directors with an Executive Chairman. Of the 10 Directors, 3 are Executive Directors and 7 are Non-Executive Directors (including 6 Independent Directors). The Composition of the Board is in conformity with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) None of the Directors on the Board is a member of more than 10 Committees or Chairman of more than 5 Committees across all the listed companies in which he / she is a Director. Necessary disclosures regarding Committee positions in other Public Limited Companies as on March 31, 2023 have been made by all the Directors.
- (iii) Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations read with Section 149(6) of the Companies Act 2013 along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.
- (iv) The names and categories of the Directors on the Board, and the number of Directorships and Committee Chairmanships / Memberships held by them in other Public Limited Companies are given below. Other Directorships do not include Directorships of private limited companies, foreign companies and Companies under Section 8 of the Companies Act, 2013. Chairmanship / Membership of Board Committees include only Audit Committee and Stakeholders Relationship Committee.

(B) Details of Directors as on March 31, 2023, their attendance at the Board Meetings and Annual General Meeting during the financial year ended March 31, 2023 and number of other Board of Directors or Committees in which Director is a Member or Chairperson are given below:

Name of the Director	Category	No. of Directorships in other Public Limited Companies	No. of the Board Meetings held during the Financial Year 2022-23	No. of the Board Meetings attended during the Financial Year 2022-23	Attendance at last AGM (September 7, 2022)	No. of Committee positions held in other Public Limited Companies		Directorships in Other Listed Entity (Category of Directorships)
						Chairman	Member	
Mr. Anil Gupta (DIN: 00006422)	Non-Independent, Executive Director (Promoter & CMD)	2	4	4	Yes	None	None	None
Mrs. Archana Gupta (DIN: 00006459)	Non-Independent, Non-Executive Director	2	4	3	Yes	None	None	None
Mr. Akshit Diviaj Gupta (DIN: 07814690)	Non-Independent, Executive Director	2	4	2	Yes	None	None	None
Mr. Pawan Bholusaria (DIN: 00092492)	Independent, Non-Executive Director	None	4	4	Yes	None	None	None
Mr. Kishan Gopal Somani (DIN: 00014648)	Independent, Non-Executive Director	2	4	3	Yes	None	1	1. Anand Rathi Wealth Limited (Independent Director)
Mr. Vijay Bhushan (DIN: 00002421)	Independent, Non-Executive Director	4	4	4	Yes	1	4	1. Bharat Bhushan Finance & Commodity Brokers Limited (Non - Executive Director) 2. Paramount Communications Limited (Independent Director)
Mr. Vikram Bhartia (DIN: 00013654)	Independent, Non-Executive Director	None	4	4	Yes	None	None	None
Mr. Sadhu Ram Bansal (DIN: 06471984)	Independent, Non-Executive Director	5	4	4	Yes	2	7	1. Hindusthan Urban Infrastructure Limited (Independent Director) 2. GMR Airports Infrastructure Limited (Earlier GMR Infrastructure Limited) (Independent Director) 3. JK Lakshmi Cement Limited (Independent Director)
Mr. Rajeev Gupta (DIN: 00128865)	Non-Independent, Executive Director	None	4	4	Yes	None	None	None
Mrs. Shalini Gupta (DIN: 02361768)	Independent Woman Director - Non-Executive	None	4	4	Yes	None	None	None

(C) Skills / Expertise / Competence of the Board of Directors:

The Board has identified the following core skills / expertise / competencies as required in the context of the Company's business(es) and sector(s) for it to function effectively and are currently available with the Board:

Skill / Competency		
Industry Knowledge / Experience	Technical skills / Experience	Behavioural Competencies
Knowledge of Sector and Knowledge of Government Policy.	Projects, Accounting, Finance, Law, Marketing Experience, IT and Digital outreach, Public Relations, Risk Management Systems, Human Resource Management and Strategy Development and Implementation.	Sound Judgment, Integrity and High Ethical Standard, Interpersonal Relations, Listening & Verbal Communication Skills and Understanding of effective Decision-making processes.

On the basis of the above-mentioned skill matrix, the skills which are currently available with the Board are as under: -

Name of the Director	Industry Knowledge / Experience	Technical skills / Experience	Behavioural Competencies
Mr. Anil Gupta	✓	✓	✓
Mrs. Archana Gupta	✓	✓	✓
Mr. Akshit Diviaj Gupta	✓	✓	✓
Mr. Pawan Bholusaria	✓	✓	✓
Mr. Kishan Gopal Somani	✓	✓	✓
Mr. Vijay Bhushan		✓	✓
Mr. Vikram Bhartia	✓	✓	✓
Mr. Sadhu Ram Bansal	✓	✓	✓
Mr. Rajeev Gupta	✓	✓	✓
Mrs. Shalini Gupta		✓	✓

(D) Number of Meetings of the Board of Directors held and dates on which held:

During the Financial Year 2022-23, agenda of the Board / Committee meeting(s) with proper explanatory notes to agenda was prepared and circulated well in advance to all the Board / Committee members. Draft resolution(s) were also circulated to the Board / Committee members for their comments. In special circumstances, additional or supplementary item(s) on agenda were permitted with the approval of the Chairman of the meeting. The Board also reviewed periodical compliances of all applicable Acts, law(s) / rule(s) and regulation(s) during the Financial Year 2022-23.

During the year ended March 31, 2023, 4 (Four) meetings were held on May 09, 2022, July 26, 2022, October 20, 2022, and January 23, 2023.

The Last Annual General Meeting (AGM) of the Company was held on September 07, 2022 through video conferencing.

(E) Disclosure of relationships between Directors inter-se:

Mr. Akshit Diviaj Gupta (Holding DIN: 07814690) on the Board is son of Mr. Anil Gupta, Chairman-cum-Managing Director (Holding DIN: 00006422) and Mrs. Archana Gupta, Director (Holding DIN: 00006459). Further, Mrs. Archana Gupta, Director (Holding DIN: 00006459) on the Board is spouse of Mr. Anil Gupta, Chairman-cum-Managing Director (Holding DIN: 00006422) and mother of Mr. Akshit Diviaj Gupta, Director (Holding DIN: 07814690). Mr. Anil Gupta, Director (Holding DIN:

00006422) on the Board is spouse of Mrs. Archana Gupta, Director (Holding DIN: 00006459) and father of Mr. Akshit Diviaj Gupta (Holding DIN: 07814690).

None of the other Directors are related to any other Directors on the Board.

(F) Number of shares and convertible Instruments held by Non-Executive Directors:

None of the Non-Executive Directors hold any of the convertible instruments except the following Equity Shares of ₹ 2/- each in their individual capacity:

Name of the Director	Category	No. of shares held as on March 31, 2023
Mrs. Archana Gupta	Non-Executive, Director	8,37,315
Mr. Pawan Bholusaria	Non-Executive, Independent Director	2,500
Mr. Kishan Gopal Somani	Non-Executive, Independent Director	Nil
Mr. Vikram Bhartia	Non-Executive, Independent Director	10,000
Mr. Vijay Bhushan	Non-Executive, Independent Director	Nil
Mr. Sadhu Ram Bansal	Non-Executive, Independent Director	Nil
Mrs. Shalini Gupta	Non-Executive, Independent Women Director	Nil

(G) Web link where details of Familiarization Programmes imparted to Independent Directors is disclosed:

The Board of Directors has approved familiarization programme and it was last updated on March, 03 2023. The updated familiarization programme is available on the website of the Company at www.kei-ind.com under Investor Relations Section. The details regarding familiarization programmes imparted to Independent Directors of the Company are also given on the website of the Company at www.kei-ind.com under Investor Relations Section.

(H) Confirmation that in the opinion of the Board, the Independent Directors fulfill the conditions specified in these Regulations and are independent of the management:

Based on the declaration submitted by the Independent Directors of the Company provided at the beginning of the Financial Year 2023-24, the Board hereby certify that all the Independent Directors appointed by the Company fulfills the conditions specified in these regulations and are independent of the management.

(I) Detailed reasons for the resignation of the Independent Director who resigns before the expiry of his/her tenure along with a confirmation by such director that there are no other material reasons other than those provided:

None.

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

In terms of Section 149 read with Schedule IV to the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors are required to meet at least once in a year, without the presence of Non-Independent Directors and members of the management, to deal with the matters listed out in Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All Independent Directors have given declarations that they meet the criteria of independence as laid down in Section 149 (6) & (7) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended March 31, 2023 one meeting of Independent Directors was held on March 03, 2023.

Attendance of the Independent Directors at the meeting is as under:

Name of the Director	Profession	No. of Meetings held	No. of Meetings attended
Mr. Vikram Bhartia	Business	1	1
Mr. Pawan Bholusaria	Chartered Accountant	1	1
Mr. Kishan Gopal Somani	Chartered Accountant	1	-
Mr. Vijay Bhushan	Business	1	1
Mr. Sadhu Ram Bansal	Ex - Banker (Former Chairman & MD of Corporation Bank)	1	1
Mrs. Shalini Gupta	Business	1	-

3. AUDIT COMMITTEE:

(A) Brief Description of terms of reference:

The terms of reference of the Audit Committee are in line with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Specified in Part C of the Schedule II) and Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee are broadly as under:

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position;
- Recommending the appointment, re-appointment and removal of external auditors, fixation of audit fees and also approval for payment of any other services;
- Recommendation for appointment, re-appointment, removal and remuneration of Cost Auditors and Internal Auditors of the Company;
- Reviewing the financial statements and draft audit report, including quarterly/half-yearly financial information;
- Reviewing, with the management the annual financial statements and auditors report before submission to the Board for approval, for focusing primarily on;
 - ☐ Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of Sub-section (3) of Section 134 of the Companies Act, 2013;
 - ☐ Changes, if any in accounting policies and practices and reasons for the same;
 - ☐ Major accounting entries based on the exercise of judgment by management;
 - ☐ Qualification in draft audit report;
 - ☐ Significant adjustments made in the financial statements arising out of audit finding;
 - ☐ Compliance with accounting standards;
 - ☐ Compliance with listing and other legal requirements concerning financial statements;
 - ☐ Any related party transactions;
- Reviewing the Company's financial and risk management policies;
- Disclosure of contingent liabilities;
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- Discussion with internal auditors of any significant findings and follow-up thereon;
- Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspect of fraud or irregularity or a failure of internal control systems of a material nature and reposting the matters to the Board;
- Looking into the reasons for substantial defaults in payments to the depositors, debenture

holders, shareholders (in case of non-payment of declared dividend) and creditors;

- Approval of appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Reviewing other areas that may be brought under the purview of role of Audit Committee as specified in SEBI Regulations and the Companies Act, as and when amended;
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Internal audit reports relating to internal control weaknesses;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Reviewing the functioning of Vigil mechanism/ Whistle Blower Policy;
- Lay down the criteria for granting the omnibus approval in line with the policy on Related Party Transactions of the Company (if required);
- Monitoring of end use of funds raised through public offers and related matters;
- Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary;
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
- Mandatory review of following information:
 - ☐ Management discussion and analysis of financial condition and results of operation;
 - ☐ Management letters / letters of internal control weaknesses issued by Statutory Auditors;
 - ☐ Internal audit reports relating to internal control weaknesses;
 - ☐ Cost Auditor is free from disqualification as specified under Section 141 of the Companies Act, 2013;
 - ☐ The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.
- Statement of Deviations:
 - ☐ Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
 - ☐ Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

(B) Composition, Name of members, Chairperson, meeting and attendance during the financial year 2022-23:

During the year ended March 31, 2023, 4 (Four) Audit Committee Meetings were held on May 07, 2022, July 26, 2022, October 20, 2022 and January 23, 2023.

Mr. Pawan Bholusaria, Chairman of the Audit Committee was present at the last Annual General Meeting held on September 07, 2022.

The composition of the Audit Committee and the attendance of the Members in the meetings are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of Meetings attended
Mr. Pawan Bholusaria	Independent Director (Chairman)	Chartered Accountant	4	4
Mr. Kishan Gopal Somani	Independent Director (Member)	Chartered Accountant	4	3
Mr. Vikram Bhartia	Independent Director (Member)	Business	4	4
Mr. Sadhu Ram Bansal	Independent Director (Member)	Ex - Banker (Former Chairman & MD of Corporation Bank)	4	4

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee. In addition to the above, the Committee meetings were also attended by the Statutory Auditors, Internal Auditors and other Executive(s) of the Company as and when required.

4. NOMINATION AND REMUNERATION COMMITTEE:

(A) Brief description of terms of reference:

The Nomination and Remuneration Committee determines on behalf of the Board and on behalf of the shareholders, the Company's policy governing remuneration payable to the Whole-time Directors as well as the nomination and appointment of Directors.

The terms of reference of the Nomination and Remuneration Committee are in line with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Specified in Part D of the Schedule II) and Section 178 of the Companies Act, 2013.

The terms of reference of the Nomination and Remuneration Committee are broadly as under:

- To formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel, Senior Management and other employees of the Company;
- For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - Use the services of an external agencies, if required;
 - Consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - Consider the time commitments of the candidates;
- To formulate criteria for evaluation of performance of Independent Directors and the Board;
- To carry out evaluation of every Director's performance;
- To devise a policy on Board diversity;
- Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;

- g) To extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- h) Recommend to the board, all remuneration, in whatever form, payable to senior management
- i) To formulate suitable Employee Stock Option Scheme in terms of the SEBI (Share Based Employee Benefits) Regulations, 2014 / SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021('the SBEB Regulations') for the benefit of employees and Directors of the Company;
- j) To adopt rules and regulations for implementing the Scheme from time to time;
- k) To frame suitable policies and procedures to ensure that there is no violation of Securities Laws, including Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003 (as amended from time to time), by the Company and its employees, as applicable;
- l) To consider such other matters as the Board may specify and other areas that may be brought under the purview / role of Committee as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 as and when amended;
- m) To perform such other functions as may be necessary or appropriate for the performance of its duties.

(B) Composition, Name of members, Chairperson, meeting and attendance during the financial year 2022-23:

During the year ended March 31, 2023, 4 (Four) meetings were held on April 30, 2022, June 02, 2022, September 22, 2022 and January 23, 2023.

The composition of the Committee and attendance of the members at the meeting are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of meetings attended
Mr. Vikram Bhartia	Independent Director (Chairman)	Business	4	4
Mr. Vijay Bhushan	Independent Director (Member)	Business	4	4
Mr. Pawan Bholusaria	Independent Director (Member)	Chartered Accountant	4	4

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee. In addition to the above, the Committee meetings were also attended by other Executive(s) of the Company as and when required.

(C) Performance Evaluation criteria for Independent Directors:

The performance evaluation of all the Directors for the financial year 2022-23, was carried out in accordance with the criteria laid out by the Nomination and Remuneration Committee and approved by the Board.

The performance evaluation of Independent Directors was done by the entire Board of Directors (excluding the director being evaluated).

5. REMUNERATION OF DIRECTORS:

(a) All pecuniary relationship or transactions of the Non- Executive Directors vis-à-vis the Company:

During the financial year 2022-23, the Company has not paid any remuneration to Non-Executive and Independent Director except sitting fees of ₹ 75,000/- per Board / Committee Meeting.

(₹ in Million)

Name of the Director	Amount
Mr. Pawan Bholusaria	₹ 1.65
Mr. Kishan Gopal Somani	₹ 0.45
Mr. Vikram Bhartia	₹ 1.20
Mr. Vijay Bhushan	₹ 0.98
Mrs. Archana Gupta	₹ 0.45
Mr. Sadhu Ram Bansal	₹ 0.75
Mrs. Shalini Gupta	₹ 0.30

(b) Criteria of making payments to Non-Executive Directors:

The terms of appointment/re-appointment, remuneration/fees, removal of Non-Executive Directors are governed by the resolutions passed by the Board / the Nomination and Remuneration Committee, which cover the terms and conditions of such appointment/ re-appointment as per the Nomination and Remuneration Policy and Article of Association of the Company, as amended from time to time. No separate Service contract is entered into by the Company with any Non-Executive Directors. The statutory provisions will however apply.

Further, the detailed Nomination and Remuneration Policy is annexed to Director's Report as **Annexure B** and forms part of this Annual Report and is also available on the website of the Company at www.kei-ind.com under Investor Relations Section.

(c) Disclosure with respect to Remuneration:

(i) Details of Remuneration paid to Executive Directors for the year ended on March 31, 2023:

The aggregate value of salary, perquisites and commission paid for the year ended March 31, 2023 to the Chairman-cum-Managing Director (CMD) and Whole Time Directors (WTD) are as follows:

(₹ in Million)

Name	Salary	Commission	Co's Cont. to PF	Perquisites	Sitting Fees	Other	Total
Mr. Anil Gupta (CMD)	46.20	287.55	0.02	5.62	NIL	NIL	339.39
Mr. Rajeev Gupta (ED (Finance) & CFO)	14.04	NIL	0.02	27.14*	NIL	NIL	41.20
Mr. Akshit Diviaj Gupta (Whole Time Director)	8.18	NIL	0.02	NIL	NIL	NIL	8.20
Total							388.79

*Including perquisites value of Employee Stock Option.

(ii) Details of fixed component and performance linked incentives, along with the performance criteria:

The details of fixed component are as provided in the table above and there are no other incentives paid to any Director of the Company.

(d) Service Contract, Severance Fee and Notice Period of the Executive Directors:

The appointment/re-appointment of the Executive Directors is governed by the resolutions passed by the Board / The Nomination and Remuneration Committee/ Nomination and Remuneration Policy and the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. A separate Service Contract is not

entered into by the Company with Executive Directors. No notice period or severance fee is payable to any Director. The statutory provisions will however apply.

The terms of appointment/re-appointment, remuneration and removal of Executive Directors are as per the Nomination and Remuneration Policy.

(e) Stock Options details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable:

During the Financial Year 2022-23, Share Allotment Committee at its meeting held on August 09, 2022 has allotted 24,000 Equity Shares of face value of ₹ 2/- each at an Exercise Price of ₹ 225/- per Equity Shares to Mr. Rajeev Gupta, Executive Director (Finance) & CFO.

During the Financial Year 2022-23, Nomination and Remuneration Committee at its meeting held on September 22, 2022 had granted 48,000 stock options at an Exercise Price of ₹ 225/- per option to Mr. Rajeev Gupta, Executive Director (Finance) & CFO of the Company which will vest over a period of 4 years.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The terms of reference and the ambit of powers of the Stakeholders Relationship Committee are in line with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Specified in Part D of the Schedule II) and Section 178 of the Companies Act, 2013.

The Committee looks into redressing various aspects of interest of shareholder's including investor's grievances / complaints such as non-receipt of notices, annual reports, dividends, revalidation of Dividend Warrants and share transfers related works. The Committee also approves issue of duplicate share certificates, remat of shares etc. The status of grievances / complaints has also been placed before the Committee on quarterly basis.

(a) Name of Non-Executive Director heading the Committee:

During the year ended March 31, 2023, 4 (Four) meetings of the Committee were held on May 09, 2022, July 26, 2022, October 20, 2022 and January 23, 2023.

The composition of the Committee and attendance of the members at the meeting are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of meetings attended
Mr. Vijay Bhushan	Independent Director (Chairman)	Business	4	4
Mr. Vikram Bhartia	Independent Director (Member)	Business	4	4
Mr. Pawan Bholusaria	Independent Director (Member)	Chartered Accountant	4	4

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee. In addition to the above, the Committee meetings were also attended by the other Executive(s) of the Company as and when required.

(b) Name and Designation of Compliance Officer:

Mr. Kishore Kunal, AVP (Corporate Finance) & Company Secretary is the Compliance Officer of the Company.

(c) Number of shareholder's complaints received, not solved to the satisfaction of shareholders and pending:

Number of Shareholders complaints received and resolved during the year ended March 31, 2023 are as follows:

Sr. No.	Nature of Grievances	Received	Status/ Pending
1	Non-Receipt of Annual Report / Dividend Warrant/ Others	NIL	NIL
2	Non-Receipt of Transfer / Transmission / Duplicate / Split etc.	NIL	NIL
3	Non-Receipt of electronic credit / demat	NIL	NIL
4	SEBI / ROC	NIL	NIL
5	Others	NIL	NIL
	Total	NIL	NIL

Number of pending Shareholders complaints and Share Transfer as on March 31, 2023 was Nil.

Beside the above, the Board of Directors has Share Allotment Committee, Finance Committee, CSR Committee and Risk Management Committee. In respect of these Committees brief role, terms of reference, composition and number of meetings held etc. are given below.

7. SHARE ALLOTMENT COMMITTEE:

Share Allotment Committee was constituted by the Board of Directors of the Company with detailed terms of reference which include, inter-alia, the following powers:

- To consider and allot the equity shares upon conversion of Foreign Currency Convertible Bonds (FCCB), as requested by the bondholders from time to time in the form of conversion notice;
- To consider and allot the equity shares upon exercise of stock options by the eligible employees;
- To consider and allot the equity shares upon conversion of other convertible securities issued by the Company from time to time;
- To exercise all other powers as may be delegated by the Board from time to time.

During the year ended March 31, 2023, 1 (One) meeting of the Committee was held on August 09, 2022.

The composition of the Committee and attendance of the members at the meeting are as under:

Name of the Director	Category	Profession	No. of meetings held	No. of meetings attended
Mr. Pawan Bholusaria	Independent Director (Chairman)	Chartered Accountant	1	1
Mr. Vijay Bhushan	Independent Director (Member)	Business	1	1
Mr. Anil Gupta	Non-Independent, Executive Director (Member)	Business	1	1

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

8. FINANCE COMMITTEE:

In addition to the mandatory / non-mandatory Board Committee specified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company has constituted a Finance Committee comprising of One Non-Executive Director and Two Executive Directors of the Company. The primary role of the Finance Committee is to expeditiously decide business matters of routine nature and regular financial nature.

The detailed terms of reference which include, inter-alia, the following powers:

- Opening / operation of Bank Accounts including any matter relating to working capital limits of the Company;

- Borrowing from Banks / Financial Institutions / Body Corporate or from any other person up to an amount not exceeding ₹ 8000 million at any time. The same shall be reported in the subsequent Board Meeting. However the borrowing made by the Committee and reported in the subsequent Board Meeting, shall not be considered for computing the said limit of ₹ 8000 million;
- Creation of security by way of hypothecation / mortgage on the assets of the Company for the borrowing;
- To provide any loan / deposits / guarantee / investment for an amount not exceeding ₹ 200 million at any time. As per provisions of Section 186 of the Companies Act, 2013 the Board can make investment up to 60% of the paid-up capital & free reserves or 100% of the free reserves, whichever is more and investment more than this can be made by the Board with the approval of shareholders;
- To consider and approve transactions regarding the leasing or disposal of property;
- To approve Donation of Funds to Religious Institutions, Charitable Institutions and other Registered Society;
- To authorize officials of the company for signing tender documents, execution of Power of Attorney in favour of officials of the Company;
- To enter into Consortium Agreement, Collaboration Agreement, Joint Venture Agreement with entities for the purpose of pre-qualification in tenders / contracts and other business purpose;
- Authorization for closure of Bank Account and other authorization for e-banking and online trade on banks platforms;
- To administer KEI INDUSTRIES LIMITED EMPLOYEES GROUP GRATUITY FUND and also to appoint/remove/replace trustee so appointed in relation to the Fund;
- Any other financial and/or legal matter relating to the Company viz. service tax, sales tax, income tax, excise, custom, RBI, Ministry of Corporate Affairs (MCA), Foreign Exchange, etc. and authorization to officials of the Company to deal with such matters and;
- Execution and signing of various documents in respect of above; .

During the year ended March 31, 2023, 3 (Three) meetings were held on June 13, 2022, November 28, 2022 and March 07, 2023.

The composition of the Committee and attendance of the members at the meeting are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of Meetings attended
Mr. Anil Gupta	Non-Independent, Executive (Chairman)	Business	3	3
Mrs. Archana Gupta	Non-Independent, Non-Executive (Member)	Business	3	3
Mr. Rajeev Gupta	Non-Independent, Executive (Member)	Service	3	3

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

9. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

The Corporate Social Responsibility Committee of the Company is constituted in line with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, with detailed terms of reference which include, inter-alia, the following functions:

- Formulating and recommending to Board, a CSR policy, which shall indicate the activities to be undertaken by the Company as specified in schedule VII to the Companies Act, 2013;

- Recommend the amount of expenditure to be incurred on the CSR activities;
- Monitoring the Corporate Social Responsibility Policy of the Company from time to time;
- Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company;

The Corporate Social Responsibility Committee comprises of 3 (Three) members of which the Chairman being Non-Executive and Independent and other two are Executive Directors.

During the year ended March 31, 2023, 5 (Five) meetings were held on May 09, 2022, July 26, 2022, September 14, 2022, January 23, 2023 and March 20, 2023.

The Composition of the Committee and attendance of members at the meetings are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of Meetings attended
Mr. Pawan Bholusaria	Independent, Non- Executive (Chairman)	Chartered Accountant	5	5
Mr. Anil Gupta	Non-Independent, Executive (Member)	Business	5	5
Mr. Rajeev Gupta	Non-Independent, Executive (Member)	Service	5	5

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

The Annual Report on Corporate Social Responsibility (CSR) activities is annexed to Directors' Report detailing the CSR projects undertaken by the Company as **Annexure D** and forms part of this Annual Report. Further, the Corporate Social Responsibility Policy was last updated by the Board of Directors on January 23, 2023 pursuant to Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 and has also been uploaded on the Company's website at www.kei-ind.com under Investor Relations Section.

10. RISK MANAGEMENT COMMITTEE:

The Risk Management Committee of the Company is constituted in line with Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Specified in Part D of the Schedule II) to frame, implement and monitor the risk management plan for the Company.

The detailed terms of reference which include, inter-alia, the following powers:

- Frame, Monitor and Implement the Risk Management Plan and Policy of the Company and review the Company's risk governance structure, risk assessment and risk management practices and guidelines, procedures for risk assessment and risk management;
- Adopting polices, systems for maintaining information/cyber security of the Company from preventing of global hacking incidents, losing of sensitive, confidential data etc;
- Identify, Review and Monitor risks of each business vertical and functions of the Company including strategic, financial, operational, currency, work place environment, safety & information security, regulatory and reputational risk periodically;
- Continually obtaining reasonable assurance from management heads of each business vertical that all known and emerging risks have been identified and mitigated or managed;
- Framing guidelines, policies and processes for monitoring and mitigating risks;
- Setting strategic plans and objectives for risk management and risk minimization;
- Development and deployment of risk mitigation plans to reduce the vulnerability to the prioritized risks and provide oversight of risk across organisation;
- Maintain, Update and Review Risk Registers from time to time;

- Delegate authorities from time to time to the Committee Members, Executives, Authorized persons to implement the decisions of the Committee and execution of necessary documents;
- To achieve sustainable business growth, protect the Company's assets, safeguard Members investment, ensure compliance with applicable laws and regulations and avoid major surprises of risks;
- To obtain advice and assistance from internal or external legal, accounting or other advisors;
- Periodically reporting to the Board;
- Performing such other functions as may be necessary or directed by the Board.

During the year ended March 31, 2023, 2 (Two) meetings were held on September 07, 2022 and January 23, 2023.

The Risk Management Committee comprises of 3 (Three) members. The Composition of the Committee and attendance of members at the meetings are as under:

Name of the Director	Category	Profession	No. of Meetings held	No. of Meetings attended
Mr. Anil Gupta	Non-Independent, Executive (Chairman)	Business	2	2
Mr. Rajeev Gupta	Non-Independent, Executive (Member)	Service	2	2
Mr. Sadhu Ram Bansal	Independent, Non - Executive (Member)	Ex - Banker (Former Chairman & MD of Corporation Bank)	2	2

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

Further, the Risk Management Policy was last updated by the committee members on May 02, 2023 and has also been uploaded on the Company's website at www.kei-ind.com under Investor Relations Section.

11. SENIOR MANAGEMENT: PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR.

No change

12. GENERAL BODY MEETINGS:

(a) Location and time where the last three Annual General Meeting was held and special resolution passed thereat:

Year	Day	Date	Time	Venue	Special Resolutions passed
2022	Wednesday	September 07, 2022	03.30 P.M.	D-90, Okhla Industrial Area, Phase - 1, New Delhi - 110020 (through Video Conferencing (VC) and Other audio visual means) (OAVM)	1. Amendment in Articles of Association as per provisions of Companies Act, 2013. 2. Adoption of Memorandum of Association as per provisions of Companies Act, 2013.
2021	Wednesday	September 08, 2021	02:00 P.M.	D-90, Okhla Industrial Area, Phase - 1, New Delhi - 110020 (through Video Conferencing (VC) and Other audio visual means) (OAVM)	None

Year	Day	Date	Time	Venue	Special Resolutions passed
2020	Wednesday	September 09, 2020	02:00 P.M.	D-90, Okhla Industrial Area, Phase – 1, New Delhi – 110020 (through Video Conferencing (VC) and Other audio visual means) (OAVM)	1. Re-appointment of Mr. Rajeev Gupta (holding DIN: 00128865) as Executive Director (Finance) & CFO of the Company.

(b) Details of Special Resolution passed last year through Postal Ballot, details of voting pattern and procedure thereof and person who conducted Postal Ballot exercise:

During FY 2022-23, the Company sought the approval of the shareholders by way of postal ballot, through notice dated January 23, 2023, on the following Special Resolution:

Sr. No	Description of the Special Resolution
1	Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company.

The Board of Directors on January 23, 2023, appointed Mr. Sumit Kumar, Practicing Company Secretary (Membership No FCS 7714 & CP No.8072) proprietor of M/s S.K. Batra & Associates, Company Secretaries, 3393, 03rd Floor, South Patel Nagar, Opposite Jaypee Siddharth Hotel, New Delhi-110008, as Scrutinizer to scrutinize the Postal Ballot process in accordance with law and in a fair and transparent manner. The voting period for remote e-voting commenced on Thursday, February 16, 2023 at 9.00 a.m. (IST) and ended on Friday, March 17, 2023 at 5.00 p.m. (IST). The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolution was provided by the Scrutinizer on Monday, March 20, 2023.

The details of e-voting on the aforementioned resolution(s) are provided hereunder:

S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes, if any	
			Nos.	Nos.	%	Nos.	%	Nos.	%
1	Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for a consecutive period of 5 years	Special Resolution	71531014	70474193	98.52	1056821	1.48	-	-

The Resolution mentioned in the Notice as per the details given above stand passed under remote e-voting with the requisite majority.

Procedure for Postal Ballot:

The Postal Ballot was carried out as per the provisions of Sections 108 and Section 110 of the Companies Act, 2013, (the Act), read together with the Companies (Management and Administration) Rules, 2014, General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, General Circular No.20/2021 dated December 8, 2021, General Circular No.3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable provisions, including any statutory modification or re-enactment thereof for the time being in force.

(c) Details of special resolution proposed to be conducted through Postal Ballot this year:

Currently, there is no proposal to pass any Special resolution through Postal Ballot. Special resolutions by way of Postal Ballot, if required to be passed in the future, will be decided at the relevant time.

13. MEANS OF COMMUNICATION:**(i) Quarterly Results:**

The Company published extract of the detailed format of Quarterly Un-Audited Financial Results and Audited Standalone and Consolidated Financial Results for the whole Financial Year as per the format prescribed under SEBI (LODR) Regulations, 2015.

(ii) Newspapers wherein results normally published:

The extract of quarterly, half-yearly, annual Financial Results of the Company are published in the leading newspaper i.e. Business Standard English (All Editions) and Hindi (Delhi edition).

(iii) Website, where displayed:

The financial results are displayed on the Company's website www.kei-ind.com. Simultaneously, financial results of the Company are also available at www.bseindia.com and www.nseindia.com.

The website of the Company www.kei-ind.com is regularly being updated with the basic information about the Company e.g. details of its business, financial information, shareholding pattern, annual report, quarterly financial results, corporate announcements, press releases, compliance with corporate governance, various policies, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, etc. The Company's website www.kei-ind.com contains a separate dedicated section "Investor Relations" where information related to shareholders is available.

(iv) Official news release:

Yes, the Company regularly publishes an information update on its financial results and also displays official news releases in the investor relations section.

(v) Presentations made to Institutional Investors or to the analyst:

Presentation made to Institutional Investors / Analyst are available on the website of the Company at www.kei-ind.com under the section "Investor Relations".

14. GENERAL SHAREHOLDERS INFORMATION:**(i) 31st Annual General Meeting – Date, Day, Time and Venue:**

Day	Date	Time	Mode
Friday	September 1, 2023	03:30 P.M	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Company's Registered Office i.e. D-90, Okhla Industrial Area, Phase-I, New Delhi – 110020, will be considered as Venue for the purpose of this Annual General Meeting.

(ii) Financial year:

The Financial year of the Company starts from 1st April of a year and ends on 31st March of the following year.

Adoption of quarterly results for the quarter ending (tentative and subject to change):

June, 2023	July 31, 2023
September, 2023	1 st / 2 nd week of November, 2023
December, 2023	1 st / 2 nd week of February, 2024
March, 2024	3 rd / 4 th week of May, 2024

(iii) Dividend Payment:

The Board of Directors of the Company has declared and paid an interim dividend of ₹ 3.00 /- (i.e. 150%) per Equity share on the Equity shares of face value of ₹ 2/- each, during the financial year 2022-23. Payment of interim dividend was done within 30 days from date of declaration i.e. January 23, 2023. The Board has not recommended a final dividend and the interim dividend of ₹ 3.00/- (i.e. 150%) per Equity share declared by the Board on January 23, 2023 shall be considered as the final dividend for the Financial Year 2022-23. Thus, the total dividend for the Financial Year 2022-23 remains ₹ 3.00/- (i.e. 150%) per Equity share on the Equity shares of face value of ₹ 2/- each.

(iv) Name and address of each Stock Exchange(s) at which the Company's securities are listed and a confirmation about the payment of annual listing fee to each such Stock Exchange(s):

The Equity Shares of the Company are listed at:

Sr. No	Name of the Stock Exchange	Address of the Stock Exchange
1	BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001.
2	National Stock Exchange of India Limited (NSE)	Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400051.
3	The Calcutta Stock Exchange Limited (CSE)	7, Lyons Range, Dalhousie, Kolkata-700 001.

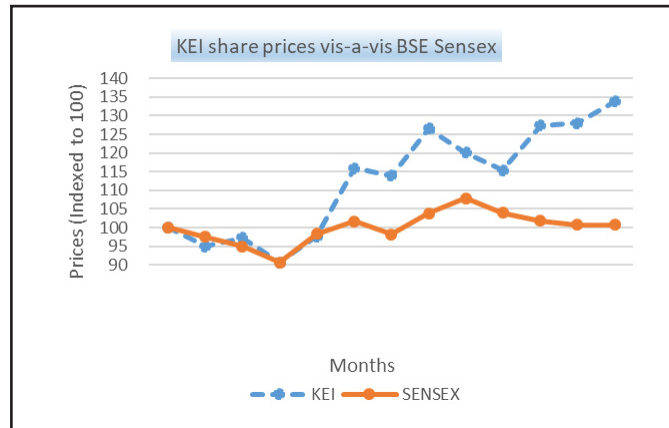
The Company has paid its up-to-date annual listing fees to all the stock exchanges viz. BSE, NSE & CSE.

(v) Stock Code:

National Stock Exchange of India Ltd.	:	KEI
BSE Ltd.	:	517569
The Calcutta Stock Exchange Ltd.	:	21180
Trading Symbol of BSE & NSE	:	KEI

(vi) Market Price data - High, low during each month in last financial year:

Month	BSE Limited (BSE)		National Stock Exchange of India Limited (NSE)	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2022	1319.25	1165.95	1320.00	1162.30
May, 2022	1280.65	1040.55	1281.95	1040.00
June, 2022	1376.75	1106.65	1377.35	1107.10
July, 2022	1268.40	1152.35	1268.95	1152.50
August, 2022	1482.50	1220.50	1482.20	1221.00
September, 2022	1611.00	1372.90	1606.95	1382.05
October, 2022	1662.45	1388.10	1661.95	1388.65
November, 2022	1656.00	1504.15	1656.00	1503.00
December, 2022	1647.60	1350.85	1645.95	1352.95
January, 2023	1652.00	1412.00	1653.50	1411.10
February, 2023	1733.20	1558.25	1730.95	1558.00
March, 2023	1743.70	1553.55	1744.00	1554.05

(vii) Performance in comparison to broad-based indices such as BSE Sensex:

Note: The Graph indicates monthly closing positions. Shares prices and BSE Sensex are indexed to 100 as on 01st April.

(viii) In case the securities are suspended from trading, the Director's Report shall explain the reason thereof:

Not Applicable

(ix) Registrar to an Issue and Share Transfer Agent:

MAS SERVICES LTD., T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020, Ph:- +91-11-26387281/82/83, Fax:- +91-11-26387384, E-mail:- investor@masserv.com, website : www.masserv.com

(x) Share transfer system:

Trading in equity shares of the Company through recognised Stock Exchanges can be done only in dematerialised form.

In compliance of Regulation 40 of the SEBI Listing Regulations, the share transfer system of the Company is audited annually by a Practicing Company Secretary and a certificate to that effect is issued by him to the Company, certifying that all certificates were issued within the prescribed timelines of the date of lodgement for transfer/ sub-division/ consolidation/ renewal/ exchange etc. This certificate is duly filed with the stock exchanges.

In case of request for dematerialisation of shares, confirmation of dematerialisation is sent to the respective depository i.e. National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL), expeditiously.

(xi) Distribution Schedule of Shareholding as on March 31, 2023:

No. of Shareholders	% to Total	Shareholding of Nominal Value of (₹)	No. of Shares	Amount in (₹)	% of Total
97165	99.13	01 TO 5000	7097489	14194978	7.869%
342	0.35	5001 TO 10000	1247610	2495220	1.383%
191	0.19	10001 TO 20000	1382564	2765128	1.533%
74	0.07	20001 TO 30000	909911	1819822	1.009%
37	0.04	30001 TO 40000	634804	1269608	0.704%
18	0.02	40001 TO 50000	399102	798204	0.443%
58	0.06	50001 TO 100000	2089001	4178002	2.316%
136	0.14	100001 AND ABOVE	76431957	152863914	84.743%
98021	100.00	TOTAL	9,01,92,438	18,03,84,876	100.00

Shareholding Pattern as on March 31, 2023:

Category	No. of shareholders	No. of Shares (face value of ₹ 2/- each)	No. of shares in demat form	% of shareholding
Promoters	8	3,35,60,992	3,35,60,992	37.21
Institutions				
Mutual Funds / Alternate Investment Funds / Bank / Financial Institutions/ FIs/ Foreign Portfolio Investors/ Insurance Companies	283	4,23,19,025	4,23,19,025	46.92
Non-Institutions				
Bodies Corporate	711	13,17,318	13,17,318	1.46
NRI/OCBs/Clearing Members/ Trust	2,607	7,27,378	7,12,878	0.81
Individuals / NBFCs Registered with RBI / Unclaimed Suspense A/c IEPF / Directors and their Relatives	94,412	1,22,67,725	1,22,10,803	13.60
Total	98,021	9,01,92,438	9,01,21,016	100.00

(xii) Dematerialization of shares and liquidity:

The shares of the Company are permitted for trading in dematerialized form only. The Company's shares are available for trading in the depository system of both NSDL and CDSL. 9,01,21,016 equity shares of ₹ 2/- each forming 99.92 % of the share capital of the Company stands dematerialized as on March 31, 2023. Security Code No. with NSDL and CDSL is - ISIN-INE878B01027.

The equity shares of the Company are listed at three Stock Exchanges and thus are liquid security. As on March 31, 2023, 9,01,92,438 equity shares of face value of ₹ 2/- each are listed at The National Stock Exchange of India Limited (NSE), BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE).

(xiii) Reconciliation of Share Capital Audit Report:

In terms of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary with a view to reconcile the total admitted capital with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and those held in physical form with the total issued, paid up and listed capital of the Company. The Audit Report, inter alia, confirms that the Register of Members is duly updated and that demat / remat requests were confirmed within stipulated time etc.

The said report is also submitted to BSE Limited (BSE), National Stock Exchange of India Limited (NSE) and The Calcutta Stock Exchange Limited (CSE).

(xiv) Outstanding GDRs / ADRs / Warrants / Convertible Instruments, conversion date and likely impact on Equity:

There are no GDRs/ADRs/Warrants outstanding as on March 31, 2023.

(xv) Commodity price risk or foreign exchange risk and hedging activities:

The Company has in place Risk Management Policy in order to mitigate commodity price risk and foreign exchange risk. Pursuant to this policy natural hedge is maintained and when required forward contracts / cover are also used to cover these exposures.

(xvi) Plant locations:

- 1) SP-919, 920 & 922, RIICO Industrial Area, Phase-III, Bhiwadi, Distt. Alwar (Rajasthan) - 301019.

- 2) 99/2/7, Madhuban Industrial Estate, Village Rakholi, Silvassa (Dadra & Nagar Haveli and Daman and Diu)-396230.
- 3) Plot No. A-280-284, RIICO Industrial Area, Chopanki, Distt. Alwar (Rajasthan)-301019.
- 4) Plot No. SP2-874, RIICO Industrial Area, Patherdi, Distt. Alwar (Rajasthan) - 301019.
- 5) Survey No.1/1/2/5, Village Chinchpada, Silvassa (Dadra & Nagar Haveli and Daman and Diu) - 396230.
- 6) Building B, Survey No.409/1/3/1 & Survey No.409/1/4/1 & 409/1/4/2, Village Dapada, Silvassa (Dadra & Nagar Haveli and Daman and Diu) - 396230.
- 7) B-822, RIICO Industrial Area, Harchandpur, Bhiwadi, Distt. Alwar (Rajasthan) - 301019.

(xvii) Address for correspondence:

The shareholders may address their communication/ suggestion/ grievances/ queries to the following:

(a) Registrar and Share Transfer Agent:

MAS SERVICES LTD. (Unit-KEI Industries Limited), T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020, Ph:- +91-11-26387281/82/83, Fax:- +91-11-26387384, E-mail:- investor@masserv.com, website :www.masserv.com.

(b) Company:

KEI INDUSTRIES LIMITED, D-90, Okhla Industrial Area, Phase-I, New Delhi - 110020, Ph:-+91-11-26818840, Fax:- +91-11-26811959, E-mail: cs@kei-ind.com, website:www.kei-ind.com.

(xviii) Credit Ratings:

Company has obtained credit rating from **India Ratings and Research Private Limited, CARE Rating Ltd.** and **ICRA Limited**. Disclosure in this regard is provided in the *Report of the Board of Directors of the Company under the head "Rating by External Rating Agencies"* and the same is also available on the Company's website at www.kei-ind.com under Investor Relations Section.

15. OTHER DISCLOSURES:

(i) Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company:

During the period, there have been no materially significant related party transactions with the Company's promoters, Directors, Management or their Relatives which may have a potential conflict with the interests of the Company. During the Financial Year, all the transactions entered into by the Company with Related party(ies) are in conformity with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on an arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Members may refer to Disclosure of transactions with related parties i.e. Promoters, Directors, Relatives, Associate or Management made in the Financial Statement in Note No. 37.

Pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company framed the Policy on materiality of Related Party Transactions and is available on the website of the Company at www.kei-ind.com under Investor Relations Section.

(ii) Details of non-compliances by the Company, penalties, strictures imposed on the Company by the Stock Exchange(s) or the Board or any statutory authority, or any matter related to capital markets during the last three years:

The Company has not been penalized, nor have the stock exchanges, SEBI or any statutory authority imposed any strictures, during the last three years, on any matter relating to capital markets.

(iii) Details of establishment of Vigil Mechanism / Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee:

The Company has established a Vigil Mechanism / Whistle Blower Policy pursuant to the provisions of Section 177 of the Companies Act, 2013 and rules made thereunder as amended from time to time and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for its Directors and Employees to report the genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy.

The said policy was last updated by the Board of Directors on May 02, 2023 and has been uploaded on the website of the Company and is available at www.kei-ind.com under Investor Relations Section.

During the year under review, no Director or Employee has been denied access to the Audit Committee.

(iv) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has fully complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(v) Web link where policy for determining material subsidiaries is disclosed:

In order to adhere the requirement of Regulation 16(1)(c) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, the Company has adopted a Policy for determining 'Material' Subsidiaries of the Company. The said policy was last updated by the board of directors on January 23, 2023 and disclosed on the website of the Company at www.kei-ind.com under Investor Relations Section.

(vi) Web link where policy on dealing with related party transactions is disclosed:

The Board of Directors has approved a Policy on "Related Party Transactions" and also on dealing with Related Party Transactions and the same was last reviewed by the Board of Directors on January 23, 2023.

The details regarding policy on dealing with related party transactions of the Company are given on the website of the Company at www.kei-ind.com under Investor Relations Section.

(vii) Disclosure of commodity price risks and commodity hedging activities:

The Company has in place Risk Management Policy in order to mitigate commodity price risk and pursuant to this policy natural hedge is maintained and when required forward contracts / cover are also used to cover commodity price exposure.

(viii) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

The Company did not raise any funds through preferential allotment or qualified institutions placement during the year.

(ix) Certificate from Company Secretary in Practice:

A certificate has been received from Mr. Sumit Kumar (Membership No. FCS - 7714 & CP No. - 8072), Proprietor of S.K. Batra & Associates, Practicing Company Secretaries, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of Companies by the SEBI / Ministry of Corporate Affairs or any such Statutory Authority. The same has been annexed as **Annexure - I** to this Report.

(x) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm / network entity of which the Statutory Auditor is a part:

M/s. Pawan Shubham & Co., Chartered Accountants (Firm Registration No.: 011573C) has been appointed as the Statutory Auditors of the Company. The particulars of total fees paid by the Company on consolidate basis, to the said Statutory Auditor is given below:

(₹ in Million)

Particulars	Amount
Audit Fees	4.60
Limited Review Fee	0.60
Tax Audit	0.60
Corporate Governance	0.20
Certification Fee #	0.10
Total	6.10

Certification Fees for FY 2022-23 is ₹ 1,00,000/- irrespective of number of certificates issued and signed by the Statutory Auditors of the Company.

(xi) Complaints pertaining to sexual harassment:

The Company is committed to providing and promoting a safe and healthy work environment for all its employees.

- Number of complaints filed during the financial year – 0
- Number of complaints disposed-off during the financial year – 0
- Number of complaints pending as on end of the financial year – 0

(xii) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:

The Board accepted the recommendations of its Committees, wherever made, during the year.

(xiii) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount':

Not Applicable, as the Company has not given any loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount, during the year under review.

(xiv) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

Not Applicable

16. The Company has complied with the requirements of Corporate Governance Report as mentioned in Sub Paras (2) to (10) of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

17. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED:

(i) The Board:

The Company does not have Non-Executive Chairman and no expenses are being incurred & reimbursed in this regard.

(ii) Shareholder's Rights:

The quarterly and half-yearly results are not being sent to the personal address of shareholders as the quarterly extract of financial results of the Company are published in the Newspaper having

wide circulation in India. The quarterly/ half-yearly/ annual financial results are also posted on the website of the Company www.kei-ind.com. Also, financial results and shareholding pattern of the Company are available at www.bseindia.com & www.nseindia.com.

(iii) Modified opinion(s) in Audit Report:

The Financial Statements of the Company are Un-modified.

(iv) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:

Presently, Mr. Anil Gupta is the Chairman-cum-Managing Director and also CEO of the Company.

(v) Reporting of Internal Auditor:

The Internal Auditor of the Company directly reports to the Audit Committee.

18. DISCLOSURE OF COMPLIANCE OF REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46:

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause (b) to (i) of Sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION BY THE CHAIRMAN & CEO PURSUANT TO CLAUSE D OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, hereby confirm that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for Directors and Senior Management, as approved by the Board, for the Financial Year ended March 31, 2023.

Place: New Delhi
Date: July 31, 2023

ANIL GUPTA
Chairman-cum-Managing Director
DIN:00006422

COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

The Certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance forms an integral part of the Annual Report.

DISCLOSURE WITH RESPECT TO SUSPENSE ESCROW DEMAT ACCOUNT:

The Company does not have any shares in Suspense Escrow Demat Account.

DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES:

- (1) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations:
Not Applicable

OTHER USEFUL INFORMATION FOR SHAREHOLDERS:

(I) Green initiative in Corporate Governance:

The Ministry of Corporate Affairs (MCA), Government of India, through its Circular No. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively and Companies Act, 2013 has allowed the Companies to send official documents / communication to their shareholders electronically as part of its green initiatives in Corporate Governance. Recognizing the spirit of the Circular / Act, the Company proposes to send documents like the Notices convening the General Meetings, Financial Statements, Director's Report, Auditor's Report, etc., to the E-mail address provided by you with your depositories.

We request you to update your e-mail address with your depository participant to ensure that the Annual Report and other documents reach you on your preferred mail.

However, in case you wish to receive the above communication/documents in physical mode or have not registered the e-mail address, you will be entitled to receive the above documents at free of cost by sending your request at cs@kei-ind.com/ investor@masserv.com quoting your DP ID / Client ID or Folio No. or by sending letter to the Company or Mas Services Ltd (RTA).

In line with the Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 2/2020 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 followed by General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, your Company is sending the Notice calling the AGM along with the Annual Report to the shareholders in electronic mode at their email addresses.

(II) Status of Unpaid / Unclaimed Dividend:

Dividend for the Financial Year	Dividend Type	Dividend Declaration date(AGM)	Due Date of Transfer to Investor Education & Protection Fund (IEPF)	Unclaimed Dividend as on 31.03.2023
2015-16	Final	06.09.2016	13.10.2023	2,23,171.50
2016-17	Final	19.07.2017	25.08.2024	2,84,830.40
2017-18	Final	19.09.2018	26.10.2025	3,29,303.00
2018-19	Final	17.09.2019	24.10.2026	2,71,628.80
2019-20	Interim	09.03.2020	15.04.2027	4,02,817.50
2020-21	Interim	26.02.2021	04.04.2028	3,73,448.00
2021-22	Interim	27.01.2022	05.03.2029	6,08,087.50
2022-23	Interim	23.01.2023	01.03.2030	2,79,183.00

(III) Nodal Officer:

Mr. Kishore Kunal, Company Secretary & Compliance Officer of the Company has been appointed as Nodal Officer of the Company pursuant to the IEPF rules.

(IV) Codes of Fair Disclosure and Conduct for Prohibition of Insider Trading:

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a Code of Practices and Procedures for Fair disclosure of unpublished price sensitive information and Code of Conduct to regulate, monitor and report insider trading by Designated Person(s) and their Immediate Relative(s) in equity shares of the Company by its designated persons and their immediate relatives.

The said code was last updated by the Board of Directors on January 23, 2023 pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015. The updated code is available on the Company's website www.kei-ind.com under Investor Relations Section.

For the purpose of monitoring the policy, the Company uses system-based software through which reports and analytics are made available based on the criteria defined in the SEBI (Prohibition of Insider Trading) Regulations, 2015.

(V) Accounting Standards:

The Company follows the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and there has been no deviation in the accounting treatment during the year.

(VI) Internal Control System:

On the recommendation of the Audit Committee, the Company had appointed a firm of Chartered

Accountants as the internal auditors of the Company for the financial year 2022-23. Observations made in internal audit reports are presented quarterly to the Audit Committee of the Board. The Company has well established internal control system and procedures and the same has been working effectively throughout the year.

(VII) Subsidiaries / Joint Venture / Associates:

Company has one subsidiary in Australia under the name "KEI Cables Australia PTY Ltd" and one Associate company namely KEI Cables SA (PTY) Ltd with principal place of business in South Africa. The Associate is in form of a separate entity and the company is holding 49% ownership interest. During the year, Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f. November 14, 2022. The dissolution will not have any impact on the operations of the Company and is not material to the Company. However, Company's technical collaboration with Brugg Kabel AG, Switzerland for 400kV Extra High Voltage Cable is continuing. The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) 110- 'Consolidated Financial Statements' and Indian Accounting Standards (Ind AS) 111 - 'Financial Reporting of interest in Joint Venture' specified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

**For and on behalf of
Board of Directors of KEI Industries Limited**

**Place : New Delhi
Date : July 31, 2023**

**(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422**

**CIN : L74899DL1992PLC051527
Regd. Office: D-90, Okhla Industrial Area,
Phase-I, New Delhi - 110020**

COMPLIANCE CERTIFICATE BY STATUTORY AUDITOR'S PURSUANT TO CLAUSE E OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

To

The Members of

The KEI Industries Limited

1. The Corporate Governance Report prepared by **KEI Industries Limited** (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') with respect to Corporate Governance for the year ended March 31, 2023. This report is required by the Company for annual submission to the stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2023, referred to in paragraph 1 above.

Other Matters and Restriction on Use

10. This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

11. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

For PAWAN SHUBHAM & CO.

Chartered Accountants

FRN: 011573C

Sd/-

(CA Shubham Agarwal)

Partner

Membership Number: 544869

UDIN: 23544869BGXSCG4223

Date: July 31, 2023

Place of Signature: New Delhi

ANNEXURE I**Certificate from Company Secretary in Practice****CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members

KEI Industries Limited

D-90, Okhla Indl Area,

Phase I, New Delhi-110020,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of KEI Industries Limited having registered office at D-90, Okhla Indl Area, Phase I, New Delhi-110020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company for the financial year ended on March 31, 2023, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility for the appointment /continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For S.K. Batra & Associates
Company Secretaries**

Sd/-

Sumit Kumar

CP NO.: 8072

UDIN: F007714E000470506

Peer Reviewed Units UIN: S2008DE794900

Place: New Delhi

Date: June 08, 2023

CERTIFICATION BY CEO & CFO

**The Board of Directors,
KEI Industries Limited
D-90 Okhla Industrial Area,
Phase-I, New Delhi-110020**

Re: Certification by CEO / CFO on the Audited Standalone and Consolidated Financial results for the year ended on March 31, 2023

We, Anil Gupta, Chairman-cum-Managing Director and Rajeev Gupta, Executive Director (Finance) & CFO of KEI INDUSTRIES LIMITED to the best of our knowledge and belief, certify that:

- A. We have reviewed the, audited standalone and consolidated financial results for the year ended on March 31, 2023 and based on our knowledge and information confirm that:
1. These statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- B. There are, to the best of their knowledge and belief, no transaction entered into by the listed entity during the year ended on March 31, 2023 which are fraudulent, illegal or violative of listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to auditors and the audit committee of the Board that there have been:
- 1) No significant changes in internal control over the financial reporting during the year;
 - 2) No significant changes in accounting policies during the year ended on March 31, 2023 and the same has been disclosed in the notes to the financial statements; and
 - 3) No instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.

Anil Gupta
Chairman-cum-Managing Director
DIN: 00006422

Rajeev Gupta
Executive Director (Finance) & CFO
DIN: 00128865

Place: New Delhi
Date: May 02, 2023

Independent Auditor's Report

To The Members of **KEI INDUSTRIES LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **KEI INDUSTRIES LIMITED ("the Company")**, which comprise the Standalone Balance Sheet as at 31st March 2023, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone statement of Cash Flows, the Standalone Statement of Changes in Equity for the year then ended, notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the standalone financial statements).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profit, total comprehensive income, its cash flows and 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) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
1	<p>Revenue - Performance Obligations</p> <p>The Company is in the business of manufacturing of various types of Cables, SS Wires and sells to customers both through institutional and dealer network globally.</p> <p>Sales contracts contain various performance obligations and other terms and the determination of when significant performance obligations have been met varies albeit a specific point in time can often be established.</p> <p>As a consequence, the Company has analysed its various sales contracts and concluded on the principles for deciding in which period or periods the Company's sales transactions should be recognized as revenue.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● Mapped and evaluated selected systems and processes for revenue recognition and tested a sample of key controls. ● Selecting a sample from each type of the contracts with the customers, and testing the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. ● Tested sample of sales transactions for compliance with the company's accounting principles. ● Read and assessed the disclosure made in the financial statements for assessing compliance with disclosure requirements.
2	<p>Revenue - Variable Consideration</p> <p>Revenue is recognized in accordance with Ind AS 115, net of discounts, incentives, and rebates accrued by the Company's customers based on sales.</p> <p>The company uses sales agreement terms & conditions and historical trends to estimate discounts. At the reporting date, the company estimates and accrues for discounts and rebates they consider as having been incurred but not yet paid.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● Understanding the policies and procedures applied to revenue recognition including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Company. ● Carrying out substantive analytical procedures, analysing the actual performance of revenue and cost of sales related to discounts, incentives and rebates etc. ● Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. ● Analysing and discussing with management significant contracts including contractual terms and conditions related to discounts, incentives and rebates used in the related estimates. ● Reviewing disclosures included in the notes to the accompanying financial statements.

S. No.	Key Audit Matter	Auditor's Response
3	<p>Revenue - Over the Period Revenue Recognition</p> <p>The Company is engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.</p> <p>Revenue is recognized in accordance with Ind AS 115 and Performance obligations in such cases are satisfied over time and accordingly revenue is recognised over the time in such cases. Method used to recognise revenue is also a Key Audit Matter along with measuring progress towards complete satisfaction of performance obligations.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● We tested the relevant internal controls used to ensure the completeness, accuracy and timing of revenue recognised including controls over the degree of completion of EPC projects. ● We evaluated and analysed the significant judgements and estimates made by the management and also reviewed sample contracts with customers to assess whether the method of recognition of revenue is relevant and is consistent with the accounting policies of the company. ● Selecting a sample of contracts for each of the key scope in components and evaluated them along with supporting evidence to determine whether various elements of revenue recognition are assessed in accordance with the principles prescribed under Ind AS 115. ● Tested samples of un-invoiced revenue entries with reference to the reports that records the costs incurred. ● Read and assessed the disclosure made in the financial statements for assessing compliance with disclosure requirements.

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, but does not include the standalone financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will 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 identified above, when it becomes available, and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge

obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude, that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of 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 Indian Accounting Standards prescribed under section 133 of the Act and other accounting principles

generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are 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.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 financial 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 the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner

that achieves fair presentation.

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 of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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 Section 143(3) of the Act, based on our audit, 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income) the Standalone Statement of Cash Flows and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

- d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure A**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
- g. 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31st March, 2023 on its financial position in its standalone financial statements -Refer Note No- 36 of standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses during the year ended 31st March, 2023.
 - 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, 2023.

- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. As stated in Note No. 16(g) to the standalone financial statements, the interim dividend declared and paid by the Company during the year and until the date of this report is in compliance with Section 123 of the Act.
2. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government in terms of sub-section (11) of Section 143 of the Act ("the Order"), we give in **Annexure B** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
3. In our opinion and as per information and explanations given to us, the managerial remuneration for the year ended 31st March 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 of the Act.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration Number: 011573C

CA Pawan Kumar Agarwal

Place of Signature: New Delhi

Partner

Date: 02nd May, 2023

Membership Number: 092345

UDIN: 23092345BGSRSI6826

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Act

Referred to in paragraph 1(f) of the Independent Auditors’ Report of even date to the members of KEI INDUSTRIES LIMITED on the Standalone Financial Statements for the year ended 31st March 2023

We have audited the internal financial controls with reference to Standalone Financial Statements of **KEI INDUSTRIES LIMITED** (“the Company”) as of 31st March 2023 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 and Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal controls 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 (ICAI). 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.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act,

to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company’s internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are

being made only in accordance with 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at 31st March, 2023, 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 Issued by the ICAI.

For PAWAN SHUBHAM & CO.
Chartered Accountants
ICAI Firm Registration Number: 011573C

CA Pawan Kumar Agarwal
Partner
Place of Signature: New Delhi
Date: 02nd May, 2023 Membership Number: 092345
UDIN: 23092345BGSRSI6826

Annexure B to Independent Auditors' Report

Referred to in paragraph 2 of the Independent Auditors' Report of even date to the members of KEI INDUSTRIES LIMITED on the Standalone Financial Statements as of and for the year ended 31st March, 2023

In terms of the information and explanation sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report the following: -

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment and relevant details of right of use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment and right of use assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date except as below:

Description of property	Gross Carrying Value	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of company*
Land at Kheda, Gujarat	₹ 2.33 Million	Under transfer to KEI Industries Limited from Mr. Samirmiya Kalumiya	No	June 2022	Sale deed executed by seller in favour of the Company along with stamp duty and registration charges and same was lodged with the concerned sub-registrar, however, original sale deed yet to be received by the Company.

- (d) The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) or intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The physical verification of inventory (excluding stocks with third parties) has been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. No discrepancies of 10% or more in aggregate for each class of inventory (including inventories lying with the parties) were noticed.
- (b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, during the year, from banks on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks are in agreement with the books of account of the Company.
- iii. During the year, the company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the reporting under clauses 3(iii)(a) and (iii)(b) are not applicable to the company.
- (c) Loans to subsidiary company and associate company are repayable on demand alongwith interest, wherever applicable. Loan given to subsidiary company has been fully impaired, hence, no interest charged from subsidiary. Since, loan and interest due thereon has not been demanded by the company, there is no overdue as at the balance sheet date.
- (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date since the loans are repayable on demand and company has not made any demand.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The Company has granted loans repayable on demand to subsidiary and associate company. The required details are as under:

(₹ in million)

Particulars	Promoters	Directors	KMP	Subsidiary and Associate	Other Related Parties under 2(76) of the Act
Aggregate amount of loans where:					
- Loan is repayable on demand (A)	-	-	-	14.01	-
- Loan Agreement does not specify any terms or period of repayment (B)	-	-	-	-	-
Total (A+B)	-	-	-	14.01	-
Percentage of loans to the total loans	-	-	-	51%	-

(Refer Note No. 8 of standalone financial statements).

- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its

products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

- vii. a) According to the records of the Company and information and explanations given to us and the records of the Company examined by us, the Company has been regular in depositing the undisputed statutory dues including goods and service tax, provident fund, employees state insurance, income tax, sale tax, service tax, duty of customs,

duty of excise, value added tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.

- b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2023 on account of disputes are given below:

Name of the Statute	Nature of the Due	Amount (₹ In million) *	Period to which the amount relates	Forum where dispute is pending
Kerala VAT Act	VAT	1.64	2013-14	Hon'ble High Court
West Bengal Tax on Entry of Goods into Local Areas Act, 2012	Entry Tax	7.68	2013-14 to 2017-18	Hon'ble High Court
UP GST, 2017	GST	0.16	2019-20	Hon'ble Supreme Court
Central Excise Act, 1944	Excise Duty	6.80	2011-12	Commissioner (Appeals)
Cenvat Credit Rules, 2004	CENVAT	34.45	2014-15 to 2015-16 and 2016-17 to 2017-18	Commissioner (Appeals)
Finance Act, 1994	Service Tax	447.99	2015-16 to 2017-18	CESTAT
	Service Tax	0.56	2011-12 to 2014-15	Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	17.53	2013-14, 2015-16, 2016-17, 2019-20	Commissioner (Appeals)

***After considering amount paid against demands.**

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

- c) According to the records of the Company examined by us and the information and explanation given to us, term loans taken by the Company were applied for the purpose for which they were obtained.
- d) On an overall examination of the financial statements of the Company, funds raised on short - term basis have, prima facie, not been used during the year for long-term purposes by the Company.

- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, associate or Joint venture.
- f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiary, joint venture or associate company.
- x. a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) No whistle-blower complaints were received by the Company during the year (and upto the date of this report) and hence reporting under clause 3(xi) (c) of the Order is not applicable.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date.
- xv. During the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a),(b) and (c) of the Order is not applicable. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi) (d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the current and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of

one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. (a) There is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) There is no unspent CSR amount as at Balance Sheet date under section (5) of section 135 of the Act, pursuant to

any ongoing project, hence, reporting under clause 3(xx)(b) of the Order is not applicable.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration Number: 011573C

CA Pawan Kumar Agarwal

Place of Signature: New Delhi

Partner

Date: 02nd May, 2023

Membership Number: 092345

UDIN: 23092345BGSRSI6826

Standalone Balance Sheet As At 31st March, 2023

(₹ in Million)

Particulars	Note No.	As at 31 st March, 2023	As at 31 st March, 2022
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	3	4,838.46	4,739.18
(b) Capital Work in Progress	4	145.59	165.06
(c) Right of Use Assets	5A	817.89	549.21
(d) Other Intangible Assets	6	16.87	20.73
(e) Financial Assets			
(i) Investments	7	12.70	20.14
(ii) Loans	8A	3.44	4.13
(iii) Other Financial Assets	9A	106.17	123.26
(f) Other Non-Current Assets	10A	147.08	38.24
		6,088.20	5,659.95
Current Assets			
(a) Inventories	11	11,022.91	10,794.08
(b) Financial Assets			
(i) Trade Receivables	12	13,877.86	13,955.33
(ii) Cash and Cash Equivalents	13	4,798.89	3,590.15
(iii) Bank Balances Other than (ii) Above	14	572.75	10.11
(iv) Loans	8B	20.84	12.28
(v) Other Financial Assets	9B	154.81	234.83
(c) Income Tax Assets	15A	59.97	44.37
(d) Other Current Assets	10B	1,105.18	969.31
		31,613.21	29,610.46
TOTAL ASSETS		37,701.41	35,270.41
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	16	180.38	180.21
(b) Other Equity	17	25,709.70	21,173.01
		25,890.08	21,353.22
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18A	-	-
(ii) Lease liabilities	19A	219.15	206.72
(b) Provisions	20A	148.79	87.72
(c) Deferred Tax Liability (Net)	15D	268.21	296.18
		636.15	590.62
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18B	1,352.55	3,313.71
(ii) Lease liabilities	19B	46.57	33.42
(iii) Trade Payables	21		
(A) total outstanding dues of micro enterprises and small enterprises		1,223.00	1,172.05
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		6,258.24	6,454.11
(iv) Other Financial Liabilities	22	1,780.46	1,821.77
(b) Other Current Liabilities	23	368.38	329.40
(c) Provisions	20B	91.41	55.54
(d) Current Tax Liabilities (Net)	15B	54.57	146.57
		11,175.18	13,326.57
TOTAL EQUITY AND LIABILITIES		37,701.41	35,270.41
Corporate information and summary of significant accounting policies	1 & 2		
Contingent Liabilities and Commitments	36		
Other notes to accounts	37 to 45		

The accompanying notes are an integral part of the standalone financial statements.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

Place of Signing: New Delhi

Date: 02nd May, 2023

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

Place of Signing: New Delhi

Date: 02nd May, 2023

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Standalone Statement of Profit & Loss For The Year Ended 31st March, 2023

(₹ in Million)

Particulars	Note No.	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Income			
Revenue from Operations	24	69,123.30	57,269.91
Other Income	25	276.24	148.85
Total Income		69,399.54	57,418.76
Expenses			
Cost of Materials Consumed	26	51,634.14	45,392.33
Purchases of Traded Goods	27	14.30	8.20
Changes in inventory of Finished goods, Traded Goods and Work-in-progress	28	75.08	(3,258.74)
Employee Benefits Expenses	29	2,319.85	2,006.37
Finance Costs	30	347.06	403.93
Depreciation and Amortisation Expenses	31	570.79	554.54
Sub Contractor Expense for EPC Projects	32	1,232.70	1,280.22
Other Expenses	33	6,785.14	5,954.59
Total Expenses		62,979.06	52,341.44
Profit Before Tax		6,420.48	5,077.32
Income Tax Expenses	15C		
---Current tax		1,667.48	1,313.51
---Deferred tax (Credit) / Charge		(21.28)	2.06
---Adjustment of tax relating to earlier years		0.45	(0.44)
Profit for the Year		4,773.83	3,762.19
Other Comprehensive Income	34		
--- Items not to be reclassified to Profit & Loss		(7.31)	19.55
--- Income Tax on above		6.69	(11.64)
Other Comprehensive Income for the year, net of Tax		(0.62)	7.91
Total Comprehensive Income for the year, net of Tax		4,773.21	3,770.10
Earnings per Equity Share:	35		
Equity shares of par value ₹ 2/- each			
--- Basic (₹)		52.95	41.80
---Diluted (₹)		52.87	41.59
Corporate information and summary of significant accounting policies	1 & 2		
Contingent Liabilities and Commitments	36		
Other notes to accounts	37 to 45		

The accompanying notes are an integral part of the standalone financial statements.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Place of Signing: New Delhi

Date: 02nd May, 2023

Place of Signing: New Delhi

Date: 02nd May, 2023

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2023

A. Equity Share Capital

For the year from 1st April, 2022 to 31st March, 2023

Particulars	Balance at the beginning of 1 st April, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of 1 st April, 2022	Changes in equity share capital during the current year	Balance at the end of 31 st March, 2023
Equity Shares (in Numbers)	9,01,05,438	-	9,01,05,438	87,000	9,01,92,438
₹ in Million	180.21	-	180.21	0.17	180.38

For the year from 1st April, 2021 to 31st March, 2022

Particulars	Balance at the beginning of 1 st April, 2021	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of 1 st April, 2021	Changes in equity share capital during the previous year	Balance at the end of 31 st March, 2022
Equity Shares (in Numbers)	8,98,55,438	-	8,98,55,438	2,50,000	9,01,05,438
₹ in Million	179.71	-	179.71	0.50	180.21

B. Other Equity

Particulars	Reserves and Surplus				Other Comprehensive Income	Total
	Capital Reserve	Securities Premium	General Reserve	Employee Stock Option Outstanding	Equity Instruments through other Comprehensive Income	
Balance as at 31 st March, 2021	28.00	5,973.81	21.09	115.54	(22.79)	17,555.83
Profit for the year	-	-	-	-	-	3,762.19
Other Comprehensive Income for the Year	-	-	-	-	1.89	7.91
Total Comprehensive Income for the year	-	-	-	-	1.89	3,770.10
Interim Dividend Paid for 2021-22 [refer note no 16(g)]	-	-	-	-	-	(225.26)
Employee Stock Compensation cost for the year	-	-	-	16.59	-	16.59
Securities Premium on allotment of Equity Shares (ESOS) during the year	-	113.65	-	(57.90)	-	55.75
Balance as at 31 st March, 2022	28.00	6,087.46	21.09	74.23	(20.90)	21,173.01
Profit for the year	-	-	-	-	-	4,773.83
Other Comprehensive Income for the Year	-	-	-	-	1.61	(0.62)
Total Comprehensive Income for the year	-	-	-	-	1.61	4,773.21
Interim Dividend Paid for 2022-23 [refer note no. 16(g)]	-	-	-	-	-	(270.58)
Employee Stock Compensation cost for the year	-	-	-	14.66	-	14.66
Securities Premium on allotment of Equity Shares (ESOS) during the year	-	39.43	-	(20.03)	-	19.40
Balance as at 31 st March, 2023	28.00	6,126.89	21.09	68.86	(19.29)	25,709.70

Corporate information and summary of significant accounting policies

Contingent liabilities and commitments

Other notes to accounts

The accompanying notes are an integral part of the standalone financial statements.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

Place of Signing: New Delhi

Date: 02nd May, 2023

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

Place of Signing: New Delhi

Date: 02nd May, 2023

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Standalone Statement of Cash Flows for the Year Ended 31st March, 2023

Accounting Policy

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flows from operating, investing and financing activities of the Company are segregated based on available information.

(₹ in Million)

Particulars		Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(A)	CASH FLOWS FROM OPERATING ACTIVITIES		
	Profit before tax	6,420.48	5,077.32
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and Amortisation Expense	570.79	554.54
	Dividend received	(0.08)	(0.03)
	Interest Income	(164.91)	(18.72)
	Interest income on Financial Assets	(1.73)	(1.53)
	Interest and other finance cost	325.85	383.40
	Interest and Financial Charges on Lease Liabilities	21.21	20.53
	Employee stock options expense	14.66	16.59
	Provision for compensated absence/ Gratuity/Long term service	81.63	11.83
	Impairment Allowance on Trade Receivables	(26.86)	(12.98)
	Provision for warranty	6.39	7.33
	Bad Debts Written off	62.42	51.37
	Unrealised foreign exchange (gain)/loss	(60.55)	(50.25)
	Impairment in Loans Receivables	(5.28)	1.12
	Fair valuation of financial assets	(0.25)	0.17
	Share of Profit received from association of person (AOP)	(0.01)	(2.90)
	Property, Plant and Equipment Written off (net)	20.71	0.68
	(Gain)/ Loss on disposal of Property, Plant and Equipment	(0.43)	(0.26)
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	7,264.04	6,038.21
	Movements in working capital :		
	(Increase)/Decrease in Trade Receivables including Contract Assets	104.39	(448.15)
	(Increase)/Decrease in other financial and non-financial assets	(34.55)	(121.59)
	(Increase)/Decrease in Inventories	(228.83)	(3,166.56)
	Increase/(Decrease) in Trade Payables, other financial and non-financial liabilities and provisions including Contract Liabilities	(190.43)	1,230.89
	Cash Generated from operations	6,914.62	3,532.80
	Income tax paid (including TDS) (net)	(1,775.53)	(1,247.10)
	Net cash flows from/(used in) operating activities (A)	5,139.09	2,285.70
(B)	CASH FLOWS FROM INVESTING ACTIVITIES		
	Purchase of Property, Plant and Equipment (including Capital Work-In-Progress)	(758.26)	(584.58)
	Purchase of Lease hold land & Buildings	(216.56)	-
	Acquisition of Other Intangible assets	(4.56)	(12.72)
	Sale of Property, Plant and Equipment	2.85	1.00
	Purchase of Investment	(12.50)	(80.00)
	Sale/Redemption of Investment	21.54	70.84
	Interest Income	155.43	19.02
	Share of Profit received from association of person (AOP)	0.01	2.90
	Dividend Received	0.08	0.03
	Maturity/(Investment) made in bank deposits (having original maturity of more than 3 months)	(559.35)	(0.05)
	Net cash flows from/(used in) investing activities (B)	(1,371.32)	(583.56)

Standalone Statement of Cash Flows for the Year Ended 31st March, 2023**(Contd...)**

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(C) CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of long term borrowings (Banks)	(201.89)	(191.22)
Repayment of finance lease	-	(9.57)
Interest and other finance cost	(325.85)	(383.40)
Interest and Financial Charges on Lease Liabilities	(21.21)	(20.53)
Inter corporate & other deposits (Net)	-	(407.98)
Working capital demand Loan - from banks	(2,053.89)	1,383.04
Working capital Loan from banks - Factoring Arrangements	294.62	(515.78)
Issue of Equity Share Capital (including premium) upon exercise of ESOS	19.58	56.25
Dividend paid to equity shareholders	(270.66)	(224.34)
Net cash flows from/(used in) financing activities (C)	(2,559.30)	(313.53)
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)	1,208.47	1,388.61
Cash & Cash Equivalents as at the beginning of year	3,590.15	2,201.32
Impact of Unrealised foreign exchange (gain)/loss on Cash and Cash Equivalents	0.27	0.22
Cash and Cash Equivalents at end of the year (Refer Note no. 13)	4,798.89	3,590.15

CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

(₹ in Million)

Particulars	Borrowings (Current & Non-Current)	Finance Lease Obligations on Hire Purchase of Vehicles Current Maturities
As at 31st March, 2021	3,044.85	9.57
Proceeds	2,529.63	-
Repayment	2,261.79	9.57
Fair Value Changes	1.02	-
As at 31st March, 2022	3,313.71	-
Proceeds	294.62	-
Repayment	2,256.13	-
Fair Value Changes	0.35	-
As at 31st March, 2023	1,352.55	-

Note :

i Amounts in brackets, represent Cash Outflow

Corporate information and summary of significant accounting policies

1 & 2

Contingent Liabilities and Commitments

36

Other notes to accounts

37 to 45

The accompanying notes are an integral part of the standalone financial statements.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345**(ANIL GUPTA)**

Chairman-cum-Managing Director

DIN: 00006422

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Place of Signing: New Delhi

Date: 02nd May, 2023

Place of Signing: New Delhi

Date: 02nd May, 2023

1. Corporate Information:

KEI Industries Limited (hereinafter referred to as "KEI" or "the Company") (**CIN-L74899DL1992PLC051527**) is a public limited company incorporated under the provisions of the Companies Act, 1956 having registered office at D-90, Okhla Industrial Area, Phase I, New Delhi-110020, India. It was established as a partnership firm "Krishna Electrical Industries" in the year 1968. The firm was later converted into Limited Company on 31st December 1992.

Equity Shares of the Company are listed at National Stock Exchange of India Ltd (NSE), Bombay Stock Exchange Ltd (BSE) and The Calcutta Stock Exchange Ltd. The Company has seven manufacturing facilities/plants located at Bhiwadi, Chopanki, Pathredi & Harchandpur in Rajasthan and Silvassa, Chinchpada & Dapada in Dadra and Nagar Haveli and Daman and Diu.

KEI is engaged in the business of manufacturing, sale and marketing of all range of power cables up to 400kV - Low Tension (LT), High Tension (HT) and Extra High Voltage (EHV), Control And Instrumentation Cables, Specialty Cables, Elastomeric/Rubber Cables, Submersible Cables, Flexible And House Wires, Winding Wires which address the cabling requirements of a wide spectrum of sectors such as Power, Oil Refineries, Railways, Automobiles, Cement, Steel, Fertilizers, Textiles and Real Estate amongst others. KEI also manufactures Stainless Steel Wires. KEI is also engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

KEI has three major segments Cables & Wires, EPC Projects and Stainless Steel Wire.

2. Summary of Significant Accounting Policies:

2.1 General Information and Statement of Compliance with Ind AS

The Standalone Financial Statements (hereinafter referred as Standalone Financial Statements or the Financial Statements) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015. These Standalone financial statements includes Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year ended 31st March, 2023, and a summary of significant accounting policies and other explanatory information (together hereinafter referred to as Standalone Financial Statements or the Financial Statements).

The financial statements have been prepared on historical cost basis, except for following assets and liabilities:

- i. Certain Financial Assets, Financial Liabilities and Contingent Consideration that are measured at fair value.
- ii. Assets held for sale measured at lower of cost or fair value less cost to sell.
- iii. Defined benefit plan assets measured at fair value.
- iv. Share-based payment liability measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the date of respective transactions.

Accounting policies have been consistently applied except where :

- i. A newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
- ii. The Company presents an additional balance sheet at the beginning of the earliest comparative period when: it applies an accounting policy retrospectively; it makes a

retrospective restatement of items in its financial statements; or, when it reclassifies items in its financial statements, and the change has a material effect on the financial statements.

All amounts are stated in Million of Rupees, rounded off to two decimal places, except when otherwise indicated. The figure "0.00" wherever stated, represents value less than ₹ 5,000.

The Standalone Financial Statements for year ended 31st March, 2023 were authorized and approved for issue by Board of Directors of the Company on 2nd May, 2023.

2.2 Current Versus Non-Current Classification

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs (MCA). Operating Cycle is time between acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current non-current classification of assets and liabilities.

Classification of assets and liabilities

- i. An asset is classified as current when it is:
 - a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
 - b) Held primarily for purpose of trading,
 - c) Expected to be realised within twelve months after reporting period, or
 - d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after reporting period.

All other assets are classified as non-current.

- ii. A liability is classified as current when it is:
 - a) Expected to be settled in normal operating cycle,
 - b) Held primarily for purpose of trading,
 - c) Due to be settled within twelve months after reporting period, or
 - d) There is no unconditional right to defer settlement of liability for at least twelve months after reporting period.

All other liabilities are classified as non-current.

- iii. Deferred tax assets and Deferred tax liabilities are classified as non-current assets and liabilities.

2.3 Functional and Presentation Currency

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Company. All amounts disclosed in the financial statements which also include the accompanying notes have been rounded off to the nearest million up to two decimal places, as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4 Significant Management Judgements in applying Accounting Policies and Estimation Uncertainty

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of financial statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements.

Any revision to accounting estimates is recognized prospectively from the period in which results are known/ materialise in accordance with applicable Indian Accounting Standards (Ind AS). Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below.

A Significant Management Judgements

Following are Significant Management Judgements in applying Accounting Policies of the Company that have most significant effect on the Financial Statements.

I. Evaluation of Indicators for Impairment of Assets

The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of assets.

II. Revenue from contracts with customers

Certain contracts of the Company for sale of goods and services include discounts, rebates & Incentives that give rise to variable consideration. The Company determined that estimates of variable consideration are based on its historical experience, business forecast and current economic conditions. The Company determined that expected value method is appropriate method to use in estimating the variable consideration as the large number of customer contracts that have similar characteristics.

B Estimation uncertainty

Information about estimates and assumptions that have most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

I. Revenue Recognition

Where revenue contracts include deferred payment terms, management of the Company determines fair value of consideration receivable using the expected collection period and incremental rate of borrowing interest rate prevailing at the date of transaction.

II. Cost to Complete

The Company's management estimate the cost to complete for each project for the purpose of revenue recognition and recognition of anticipated losses of the projects, if any. In the process of calculating the cost to complete, management conducts regular and systematic reviews of actual results and future projections with comparison against budget. The process requires monitoring controls including financial and operational controls and identifying major risks facing the

Company and developing and implementing initiative to manage those risks. The Company's management is confident that the costs to complete the project are fairly estimated.

III. Fair Value Measurement of Financial Instrument

When fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as Liquidity Risk, Credit Risk and Volatility. Changes in assumptions about these factors could affect reported fair value of financial instruments.

IV. Impairment of Financial Assets

Impairment Provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

V. Impairment of Investments In Subsidiaries, Associates and Joint Ventures

Determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the directors have anticipated the future market conditions and other parameters that affect the operations of these entities.

VI. Inventories

The Company estimates net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market driven changes that may reduce future selling prices.

VII. Recoverability of Advances / Receivables

The Company from time to time reviews the recoverability of advances and receivables. Review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factors.

VIII. Provisions for Warranties

Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence.

IX. Income Tax and Deferred Tax

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given

the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between actual results and assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

X. Provisions and Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

XI. Defined Benefit Obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the DBO amount and the annual defined benefit expenses.

2.5 Exceptional Items

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Company's financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of subsidiaries, associate and joint ventures and impairment losses/write down in the value of investment in subsidiaries, associates and joint ventures and significant disposal of fixed assets.

2.6 Recent Pronouncement

On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1st April, 2023, as below:

Ind AS 1-Presentation of Financial Statements - The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

Ind AS 12- Income Taxes - The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

- 2.7** The significant accounting policies used in preparation of the financial statements have been disclosed in the respective notes.

3. Property, Plant and Equipment:

Accounting Policy

Freehold land is carried at historical cost. Property, Plant and Equipment are stated at cost, net of accumulated depreciation and impairment losses, if any. Cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.

Borrowing Cost attributable to acquisition, construction of qualifying assets is capitalized until such time as the assets are substantially ready for their intended use. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalised.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and cost of the item can be measured reliably.

Expenditure incurred after Property, Plant and Equipment have been put into operation, such as repairs and maintenance, are charged to Statement of Profit and Loss in the period in which costs are incurred.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets.

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss account when the asset is derecognised.

Depreciation on Property, Plant and Equipment is charged on straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by Independent valuer and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013.

The following useful lives are applied:

Asset category	Useful life
Land	
- Perpetual Lease	Treated as Freehold Land
Buildings	
- Factory Buildings	30 Years
- Building (other than factory buildings)	60 Years
- Other (including temporary structure, etc.)	05 Years
- Leasehold Building Improvements	Over the Lease period
Plant and Equipment including Project tools	05 - 20 Years
Furniture and Fittings	05 - 10 Years
Motor Vehicles	
- Hire Purchase & Owned	08 - 10 Years
Office Equipment	05 Years
Computers	
- Servers and networks	06 Years
- End user devices viz. desktops, laptops, etc.	03 Years

Property, Plant and Equipment individually costing upto ₹ 5,000 are fully depreciated in the year of acquisition.

Transition to Ind AS: On transition to Ind AS, the Company has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as at April 1, 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the Property, Plant and Equipment.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The changes in the carrying value of Property, Plant & Equipment are as follows: (₹ in Million)

Particulars	Freehold Land	Freehold Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Computers	Total
Gross Carrying Amount								
As at 1 st April, 2021	96.98	1,625.92	4,535.85	99.57	86.31	45.40	73.29	6,563.32
Additions	93.65	81.22	245.68	5.42	12.49	6.80	16.02	461.28
Disposals/Adjustments	-	-	0.58	0.35	2.35	0.53	1.78	5.59
Transfer from Right of Use Assets*	-	-	-	-	37.76	-	-	37.76
As at 31 st March, 2022	190.63	1,707.14	4,780.95	104.64	134.21	51.67	87.53	7,056.77
Additions	65.87	144.59	298.63	41.72	29.00	14.02	22.10	615.93
Disposals/Adjustments	-	-	61.12	0.55	11.19	1.73	0.88	75.47
Transfer from Right of Use Assets*	-	-	-	-	-	-	-	-
As at 31 st March, 2023	256.50	1,851.73	5,018.46	145.81	152.02	63.96	108.75	7,597.23
Depreciation and Impairment								
As at 1 st April, 2021	-	226.80	1,424.57	52.78	31.87	25.72	58.12	1,819.86
Depreciation charge for the year	-	56.74	394.42	8.54	15.29	7.80	9.70	492.49
Impairment	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	0.32	0.30	1.77	0.49	1.68	4.56
Transfer from Right of Use Assets	-	-	-	-	9.80	-	-	9.80
As at 31 st March, 2022	-	283.54	1,818.67	61.02	55.19	33.03	66.14	2,317.59
Depreciation charge for the year	-	59.33	388.65	11.50	15.67	8.11	10.26	493.52
Impairment	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	41.22	0.47	8.49	1.34	0.82	52.34
Transfer from Right of Use Assets	-	-	-	-	-	-	-	-
As at 31 st March, 2023	-	342.87	2,166.10	72.05	62.37	39.80	75.58	2,758.77
Net Carrying value								
As at 31 st March, 2023	256.50	1,508.86	2,852.36	73.76	89.65	24.16	33.17	4,838.46
As at 31 st March, 2022	190.63	1,423.60	2,962.28	43.62	79.02	18.64	21.39	4,739.18

Notes:

- (a) Refer note no. 18 for Property, Plant & Equipment pledged as security.
- (b) *Transferred from "Right of Use Assets" as per Ind AS 116.
- (c) The aggregate depreciation has been included under depreciation and amortization expense in the statement of profit & loss.
- (d) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (e) All Property, Plant & Equipment are held in the name of company, except following :-

As at 31 st March, 2023					
Description of Item of property	Held in the name of	Gross Carrying value	whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of company
Land at Kheda, Gujarat	Under transfer to KEI Industries Limited from Mr. Samirmiya Kalumiya	₹ 2.33 Million	No	June-2022	Sale deed executed by seller in favour of the Company along with stamp duty and registration charges and same was lodged with the concerned sub-registrar, however, original sale deed yet to be received by the Company.

As at 31 st March, 2022					
Description of Item of property	Held in the name of	Gross Carrying value	whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of company
-	-	-	-	-	-

4. Capital Work in Progress:

Accounting Policy

Capital Work in Progress comprises of Property, Plant and Equipment that are not ready for their intended use at the end of reporting period and are carried at cost. Cost includes related acquisition expenses, construction cost, borrowing cost capitalized and other direct expenditure. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of Property, Plant and Equipment. Costs are capitalised till the period of assets are substantially ready for their intended use.

Depreciation is not recorded on capital work-in-progress until construction and installation is complete and the asset is substantially ready for its intended use.

The changes in carrying value of Capital Work in Progress are as follows:

(₹ in Million)

Particulars	Building	Plant & Equipment	Furniture & Fixtures	Leasehold building improvement (ROU)	Construction Period Expenses Pending allocation	Total
As at 1st April, 2021	6.22	57.66	-	7.45	0.00	71.33
Additions	75.51	144.08	0.62	116.59	0.59	337.39
Transfer to PPE/ROU	81.03	143.14	0.39	19.10	-	243.66
As at 31st March, 2022	0.70	58.60	0.23	104.94	0.59	165.06
Additions	107.14	243.88	2.52	23.47	17.79	394.80
Transfer to PPE/ROU	107.14	176.91	1.81	128.41	-	414.27
As at 31st March, 2023	0.70	125.57	0.94	0.00	18.38	145.59
Net Carrying value						
As at 31st March, 2023	0.70	125.57	0.94	0.00	18.38	145.59
As at 31st March, 2022	0.70	58.60	0.23	104.94	0.59	165.06

Notes:

- Contractual commitments for the acquisition of Property, Plant & Equipment ₹ 638.27 Million (Previous Year ₹ 98.76 Million).
- CWIP completion schedule, whose completion is overdue or has exceeded its cost compared to its original plan: ₹ NIL (Previous Year ₹ NIL).

Capital Work-in Progress (CWIP) ageing schedule as at 31st March, 2023 is as follows:

(₹ in Million)

Capital Work- in Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress- Leasehold Building Improvement	-	-	-	-	-
Projects in progress - Building	0.70	-	-	-	0.70
Projects in progress - Plant & Equipment	125.57	-	-	-	125.57
Projects in progress - Others	18.73	0.59	-	-	19.32
Total	145.00	0.59	-	-	145.59

Capital Work- in Progress (CWIP) ageing schedule as at 31st March, 2022 is as follows:

(₹ in Million)

Capital Work- in Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress- Leasehold Building Improvement	100.43	4.51	-	-	104.94
Projects in progress - Building	0.70	-	-	-	0.70
Projects in progress - Plant & Equipment	58.60	-	-	-	58.60
Projects in progress - Others	0.82	-	-	-	0.82
Total	160.55	4.51	-	-	165.06

5. Right of Use Assets:

Accounting Policy

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the company has concluded that no material changes are required to lease period relating to the existing lease contracts.

Company as a Lessee

The company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

Finance lease

The Company has entered into land lease arrangement at various locations. Terms of such lease ranges from 75-95 years. In case of lease of land for 90 years and above, it is likely that such leases meet the criteria that at the inception of the lease the present value of the minimum lease payments amounts to at least substantially all of the fair value of the leased asset. Accordingly, the Company has classified leasehold land as finance leases applying Ind AS 17. For such leases, the carrying amount of the right-of-use asset at the date of initial application of Ind AS 116 is the carrying amount of the lease asset on the transition date as measured applying Ind AS 17.

Leasehold land is amortised on a straight line basis over the unexpired period of their respective lease ranging from 75-95 years. Leasehold improvements are depreciated on straight line basis over their initial agreement period.

A- Changes in the carrying value of Right of Use assets are as follows:

(₹ in Million)

Particulars	Lease hold Land	Lease hold Buildings Improvements	Buildings & Warehouses	Asset Taken on Finance Lease - Hire Purchase Vehicles	Total
Gross Carrying Amount					
As at 1st April, 2021	306.77	48.24	313.82	37.76	706.59
Additions	-	17.59	2.33	-	19.92
Disposals/Adjustments	-	7.54	-	-	7.54
Transfer to PPE	-	-	-	37.76	37.76
As at 31st March, 2022	306.77	58.29	316.15	-	681.21
Additions	180.92	89.61	67.00	-	337.53
Disposals/Adjustments	-	-	-	-	-
Transfer to PPE	-	-	-	-	-
As at 31st March, 2023	487.69	147.90	383.15	-	1,018.74
Depreciation and Impairment					
As at 1st April, 2021	7.13	13.28	66.55	9.80	96.76
Depreciation charge for the year	3.60	6.91	41.68	-	52.19
Impairment	-	-	-	-	-
Disposals/Adjustments	-	7.15	-	-	7.15
Transfer to PPE	-	-	-	9.80	9.80
As at 31st March, 2022	10.73	13.04	108.23	-	132.00
Depreciation charge for the year	3.84	17.45	47.56	-	68.85
Impairment	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-
Transfer to PPE	-	-	-	-	-
As at 31st March, 2023	14.57	30.49	155.79	-	200.85
Net Carrying value					
As at 31st March, 2023	473.12	117.41	227.36	-	817.89
As at 31st March, 2022	296.04	45.25	207.92	-	549.21

Notes:

- Refer note no. 18 for Right of Use Assets pledged as security.
- The aggregate depreciation of ROU assets has been included under depreciation and amortization expense in the statement of profit & loss.
- During the year, the company purchased leasehold land along with factory building thereon. Value of leasehold land and building has been bifurcated based upon report of the registered valuer.

B. The following is the break-up of current and non-current lease liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non-current lease liabilities	219.15	206.72
Current lease liabilities	46.57	33.42

C. Disclosures as required under Ind-AS 116 "Leases":**(i) Maturity analysis of lease liabilities on Unconditional basis:**

(₹ in Million)

Maturity analysis - contractual undiscounted cash flows	Class 1 - Buildings & Warehouses	
	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Less than one year	66.48	51.96
One to five years	224.32	193.30
More than five years	35.82	64.01

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ii) Amounts recognised in Statement of profit and loss:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Depreciation on ROU Assets	68.85	52.19
Interest on lease liabilities	21.21	20.53
Lease payments not recognised as a liability in Other Expenses		
- Variable lease payments not included in the measurement of lease liabilities	-	-
- Expenses relating to short-term leases	8.44	8.44
- Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	54.95	55.68

(iii) Amounts recognised in the statement of cash flows:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Total cash outflow for leases	124.82	119.43

(iv) Future Lease Commitments

The total future cash out flow for leases that had not yet commenced: ₹ 19.72 Million (Previous year ₹ Nil).

6. Other Intangible Assets:

Accounting Policy

Other intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortisation and impairment loss, if any. The cost comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities).

Amortisation is recognised in Statement of Profit and Loss on straight-line basis over estimated useful lives of respective Other intangible assets, but not exceeding useful lives given hereunder:

Asset category	Useful Life
Computer Software	05 Years

The residual values, useful lives and methods of amortisation of Other intangible assets are reviewed at each financial year end and adjusted prospectively.

De-recognition of Other Intangible Assets

An item of Other intangible Asset or any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the Intangible Asset (calculated as the difference between net disposal proceeds and carrying amount of the Intangible Asset) is included in Statement of Profit and Loss Account when asset is derecognised.

The changes in the carrying value of Intangible assets are as follows: (₹ in Million)

Particulars	Other Intangibles (Computer software)	Total
Gross Carrying amount (at cost)		
As at 1st April, 2021	67.28	67.28
Additions during the year	12.72	12.72
Disposals/Adjustments	-	-
As at 31st March, 2022	80.00	80.00
Additions during the year	4.56	4.56
Disposals/Adjustments	-	-
As at 31st March, 2023	84.56	84.56
Accumulated Amortization		
As at 1st April, 2021	49.41	49.41
Amortization during the year	9.86	9.86
Disposals/Adjustments	-	-
As at 31st March, 2022	59.27	59.27
Amortization during the year	8.42	8.42
Disposals/Adjustments	-	-
As at 31st March, 2023	67.69	67.69
Net Carrying value		
As at 31st March, 2023	16.87	16.87
As at 31st March, 2022	20.73	20.73

Note:

- (a) The aggregate amortization of Other intangible assets has been included under depreciation and amortization expense in the statement of profit & loss.

7. Investments:

Accounting Policy

(i) Investments in Subsidiaries

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns.

Investments in subsidiaries are carried at cost as per Ind AS 27. Cost comprises price paid to acquire investment and directly attributable cost. The investments in Subsidiaries are carried in these financial statements at historical 'cost', except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for as Non-current assets held for sale and discontinued operations. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

(ii) Investments In Associates and Joint Ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to net assets of joint venture. Joint control is contractually agreed sharing of control of an arrangement, which exists only when decisions about relevant activities require unanimous consent of parties sharing control.

An associate is an entity over which the Company has significant influence. Significant influence is power to participate in financial and operating policy decisions of investee but is not control or joint control over those policies.

Investment in joint ventures and associates are carried at cost as per Ind AS 27. Cost comprises price paid to acquire investment and directly attributable cost.

The investments in Associates and Joint Ventures are carried in these financial statements at historical 'cost', except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for as Non-current assets held for sale and discontinued operations. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

(iii) Investments at Fair Value through OCI

Investments in Mutual funds and in Equity Instruments of other companies are classified as Investments at Fair Value through OCI, as these investments are held with objective of collection of contractual cashflows and subsequent selling of these investments.

Non Current Investment:

(₹ in Million)

Particulars		As at 31 st March, 2023	As at 31 st March, 2022
1.	Investments Equity Instruments (Quoted and Unquoted)		
	a) In Subsidiary*	-	-
	b) In Associate**	-	-
	c) Others *** (Investments at fair value through OCI)	5.73	4.87
2.	Investments Mutual Funds (Unquoted) (Investments at fair value through OCI)		
	a) Investments in Mutual Funds****	6.97	15.27
3.	Investment in AOP (Unquoted) (Investments at Cost)		
	a) Investments in Joint Venture of KEI Industries Ltd New Delhi & Brugg Kabel AG Switzerland *****	-	-
	Total Investments	12.70	20.14

*****During the year, Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f 14th November, 2022. The dissolution will not have any impact on the operations of the Company and, is not material to the Company. However, Company's technical collaboration with Brugg Kabel AG, Switzerland for 400kV Cable is continuing.

Particulars	Face value Per Unit	As at 31 st March, 2023		As at 31 st March, 2022	
		Number of shares / units	₹ in Million	Number of shares / units	₹ in Million
* Investments in Subsidiary (at cost) Fully Paid					
--- KEI Cables Australia PTY LTD	1 AUD	180	0.01	180	0.01
Less: Provision for Impairment			0.01		0.01
Net Investment in Subsidiary			-		-
** Investments in Associates (at cost) fully Paid					
-- KEI Cables SA (PTY) Limited	1 ZAR	490	0.00	490	0.00
Less: Provision for Impairment ₹ 2,351 (Previous year ₹ 2,351)			0.00		0.00
Net Investment in Associate			-		-

Particulars	Face value Per Unit	As at 31 st March, 2023		As at 31 st March, 2022	
		Number of shares / units	₹ in Million	Number of shares / units	₹ in Million
*** Investments in Equity Shares (Quoted)					
--Fully Paid					
--- State Bank of India	₹ 1	670	0.35	670	0.33
--- PNB Gilts Limited	₹ 10	8000	0.46	8000	0.48
--- Punjab National Bank	₹ 2	11000	0.51	11000	0.39
--- Bank of Baroda	₹ 2	285	0.05	285	0.03
--- ICICI Bank Limited	₹ 2	4950	4.34	4950	3.61
--- YES Bank Limited	₹ 2	1270	0.02	1270	0.02
--- Jaypee Infratech Limited	₹ 10	5000	-	5000	0.01
--- Technofab Engineering Limited	₹ 10	104228	-	104228	-
Total Equity Investments (FVOCI)			5.73		4.87
**** Investments in Mutual Funds (Unquoted)					
--- UTI-Opportunities Fund-Growth	₹ 10	11,770.711	1.26	11,770.711	1.16
--- L192D SBI PSU Fund-Regular Plan-Dividend	₹ 10	2,12,944.872	3.21	2,12,944.872	2.82
--- INF955L01I19 Baroda Equity Savings Fund-Regular Growth	₹ 10	-	-	99,990.000	1.24
--- Baroda BNP Paribas Balanced Advantage Fund -Regular Growth-(DE-GP-G)	₹ 10	-	-	6,19,157.897	10.05
--- Baroda BNP Paribas Multi Asset Fund -Regular Growth (MA-RG-G)	₹ 10	2,49,977.501	2.50	-	-
Total investments in Mutual Funds (FVOCI)			6.97		15.27
Aggregate value of quoted investments			28.62		28.62
Aggregate Market value of quoted investments			5.73		4.87
Aggregate value of unquoted investments			4.80		13.30
Aggregate amount of impairment in value of investments			0.01		0.01

Refer note 42 for information on financial information, principal place of business and the Company's ownership interest in the above subsidiary, Associate and joint venture.

The company has not traded or invested in crypto currency or virtual currency during the financial year and in the previous financial year.

8. Loans:

A. Loans - Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured, considered good	-	-
Unsecured, considered good		
Loans to Workers & Staff	3.44	4.13
Loans having Significant increase in Credit Risk	-	-
Credit Impaired	-	-
Total	3.44	4.13

B. Loans - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Unsecured, Considered Good		
Loans to Related Parties- Associate "KEI Cables SA (PTY) Limited"	10.63	-
Loans to Workers & Staff	10.21	6.81
Total	20.84	6.81
Loan Receivables - Having Significant increase in credit risk		
Loans to Related Parties		
-Associate "KEI Cables SA (PTY) Limited"	-	10.75
- Less: Impairment in Loans Receivables	-	5.28
Total	-	5.47
Loan Receivables - Credit Impaired		
Loans to Related Parties		
-Subsidiary Company " KEI Cables Australia PTY LTD"	3.38	3.38
- Less: Impairment in Loans Receivables	3.38	3.38
Total	-	-
Total	20.84	12.28

For Related Parties disclosures refer Note No. 37.

Loans or Advances to Specified Persons

-- Repayable on demand

(₹ in Million)

Type of Borrower	As at 31 st March, 2023		As at 31 st March, 2022	
	Gross amount of Loan or advance in the nature of loan outstanding	% of Total Loans and advances in the nature of loans	Gross amount of Loan or advance in the nature of loan outstanding	% of Total Loans and advances in the nature of loans
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties as per the Act-Subsidiary and Associate	14.01	51%	14.13	56%

- C. The Company has complied with the provision Section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
- D. The Company has not entered with any Scheme(s) of arrangement in terms of Sections 230 to 237 of the Companies Act, 2013.
- E. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

9. Other Financial Assets:**Accounting Policy**

Contract Assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (where only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned/deferred revenue ("contract liability") is recognised when there is billing in excess of revenue.

A. Other Financial Assets - Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Security Deposits / Rental Deposits to Related Parties (refer note no 37)	1.43	1.32
Security Deposits / Rental Deposits to Others	102.01	115.84
Fixed Deposits with banks having more than 12 month Maturity*	0.18	3.52
Unpaid Dividend Bank Account **	2.55	2.58
Total	106.17	123.26

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
*Fixed Deposits under lien/custody with Banks / Others	0.18	3.52

** Balance in unpaid dividend bank account can only be used towards settlement of dividend unclaimed by shareholders of the Company or by transfer to Investor Education Protection Fund.

B. Other Financial Assets - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Security Deposits to Related Parties (refer note no 37)	4.97	4.97
Security Deposits to Others	8.41	11.83
Contract Assets [refer note no 24 (f)]	127.75	213.84
Others		
--- Interest Accrued on bank deposits	13.68	4.19
	154.81	234.83

10. Other Assets:

A. Other Assets- Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Capital Advances	145.61	37.79
Others		
--- Prepaid Expenses	1.47	0.45
Total	147.08	38.24

B. Other Assets - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Advances other than capital advances		
--- Advances to Suppliers	693.41	421.32
--- Advances/Amount Recoverable*	5.36	14.17
Others		
--- Prepaid Expenses	65.34	53.95
--- Earnest Money	24.60	22.22
--- Claims Recoverable from Government**	316.47	457.65
Total	1,105.18	969.31

Break-up of amount recoverable from Related Parties:*(₹ in Million)**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Recoverable from Subsidiary Company " KEI Cables Australia PTY LTD" (refer note no 37)	0.01	0.01
- Less: Impairment in Amount Recoverable	0.01	0.01
Total	-	-
Recoverable from Associate " KEI Cables SA PTY LTD" (refer note no 37)	4.01	3.02
Total	4.01	3.02
Total	4.01	3.02

***Claim recoverable from Government primarily consist of input tax credits and other taxes recoverable from various Central and State Governments.

11. Inventories:**Accounting Policy**

Raw materials, traded goods, Work-in-progress, finished goods, packing materials, project material and stores ,spares and consumables are valued at lower of cost or net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, packing materials, and stores,spares and consumables is determined on a Moving Weighted Average Cost Method basis.

Work-in-progress and finished goods, are valued at lower of cost or net realisable value. Cost includes direct materials as aforesaid and allocated production overheads.

Project Material, Traded Goods at lower of cost and or realisable value. Cost is determined on a weighted average method.

The stock of scrap materials have been valued at net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make sale.

(₹ in Million)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Raw Materials Including in Transit	2,247.51	2,044.55
Work -in- Progress	2,735.50	2,811.73
Finished Goods Including in Transit	5,510.22	5,531.21
Traded Goods	14.71	13.49
Stores, Spares and consumables Including in Transit	86.27	87.94
Project Materials Including in Transit	183.81	98.52
Packing Materials	137.17	119.84
Scrap Materials	107.72	86.80
Total	11,022.91	10,794.08

Notes:-

(a) The above includes Goods-In-Transit as under:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
--- Finished Goods	1,353.99	1,635.14
--- Raw Materials	183.22	120.55
--- Project Materials	90.22	35.37
--- Traded Goods	-	2.71
--- Stores & Spares	-	8.17
Total	1,627.43	1,801.94

(b) During the year ended 31st March, 2023 ₹ 39.25 Million (Previous Year ₹ 35.16 Million) was recognised as an expense for inventories carried at net realisable value.

(c) Value of Inventories includes held by third parties as at 31st March, 2023 ₹ 24.92 Million (Previous Year ₹ 36.35 Million).

(d) Inventories are hypothecated as security against bank borrowings (refer note no. 18).

12. Trade Receivables:

Accounting Policy

Trade receivables represent Company's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Trade Receivables are generally non-interest bearing and are recognised initially at fair value and subsequently measured at cost less provision for impairment.

As a practical expedient the Company has adopted 'Simplified Approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three years rolling average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses.

Trade Receivables current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured, Considered Good	-	-
Unsecured, Considered Good	13,957.36	14,084.06
Receivables having Significant Increase in Credit Risk *	99.93	77.56
Receivables Credit Impaired*	-	-
Total Trade Receivables (Gross)	14,057.29	14,161.62
Less: Expected Credit Loss (ECL)	79.50	186.91
Less: Impairment Allowance for Trade receivable - Significant Increase in Credit Risk *	99.93	19.38
Less: Impairment Allowance for Trade receivable - Credit Impaired	-	-
Total Impairment Allowance	179.43	206.29
Total	13,877.86	13,955.33

(a) Movement in impairment allowance – Trade Receivables**(₹ in Million)**

Reconciliation of Loss Allowance	Loss allowance
Impairment Loss allowance on 1st April, 2021	219.27
Expected credit loss (ECL) Recognized/ (Reversal)	(12.98)
Impairment Loss allowance on 31st March, 2022	206.29
Expected credit loss (ECL) Recognized/ (Reversal)	(26.86)
Impairment Loss allowance on 31st March, 2023	179.43

- (b) No trade or other receivable are due from directors or officers of company either severally or jointly with other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- (c) The carrying amount of the trade receivables include receivables which are subject to a factoring arrangement. Under this arrangement, Company has transferred the relevant receivables to factor in exchange for cash and is prevented from selling or pledging the receivables. However, Company has retained late payment and credit risk. Company therefore continues to recognize transferred assets in their entirety in its Balance Sheet. Amount repayable under the factoring arrangement is presented as secured borrowing.

Relevant carrying amounts are as follows:**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Total Transferred Receivables	1,352.55	1,057.93
Associated Secured Borrowing (refer note no. 18B)	1,352.55	1,057.93

- (d) Trade receivables are usually non-interest bearing and are generally on credit terms up to 90 days except EPC business.
- (e) For EPC business trade receivables are non-interest bearing and credit terms are specific to contracts.
- (f) * Includes Trade Receivable and impairment allowance thereon, for Related Parties disclosures, refer note no. 37.
- (g) Trade receivables have been hypothecated as security against bank borrowings, the terms relating to which have been described in note no. 18.
- (h) Refer note no. 39 for Accounting Policies on Financial instruments.
- (i) Trade Receivables include Retention by Customers as at 31st March, 2023 ₹ 2,483.92 Million (Previous Year ₹ 3,029.98 Million). Retention are specific to projects and are generally receivable within six months from completion of Project.

(j) Trade Receivables (Current) Ageing Schedule as at 31st March, 2023:

(₹ in Million)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	9,144.68	3,558.96	666.74	270.88	159.01	157.09	13,957.36
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	22.28	26.42	18.40	32.83	99.93
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	9,144.68	3,558.96	689.02	297.30	177.41	189.92	14,057.29
Less: Allowance for Expected Credit Loss (ECL)							79.50
Less: Allowance for significant increase in credit risk							99.93
Total Trade Receivables							13,877.86

Trade Receivables (Current) Ageing Schedule as at 31st March, 2022:

(₹ in Million)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	8,803.28	3,921.24	377.72	779.66	172.19	29.97	14,084.06
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	12.39	3.28	14.67	47.22	-	77.56
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	8,803.28	3,933.63	381.00	794.33	219.41	29.97	14,161.62
Less: Allowance for Expected Credit Loss (ECL)							186.91
Less: Allowance for significant increase in credit risk							19.38
Total Trade Receivables							13,955.33

13. Cash and Cash Equivalents:

Accounting Policy

Cash and Cash Equivalents comprise Cash in Hand, Balances in Bank Account, Remittance in Transit, Cheques in hand and Demand Deposits, together with other short-term, highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Cash in Hand	2.58	2.72
Balances with Banks		
--- Current Accounts	700.05	1,829.96
--- Fixed Deposits with less than 3 month maturity*	4,096.26	1,750.01
--- Fixed Deposits with Banks as Deposits Repayment Reserve Account**	-	7.46
Total	4,798.89	3,590.15

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
*Fixed Deposits under lien/custody with Banks /Others	0.10	0.01

** Deposits Repayment Reserve Account is created as per requirement of Sec. 73 of Companies Act, 2013.

14. Bank Balances other than Cash and Cash Equivalents:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fixed Deposits with original maturity of more than 3 months but less than 12 months*	572.53	2.75
Fixed Deposits with Banks as Deposits Repayment Reserve Account**	-	7.09
Unpaid Dividend Accounts	0.22	0.27
Total	572.75	10.11

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
* Fixed Deposits under lien/custody with Banks /Others	12.53	2.75

** Deposits Repayment Reserve Account is created as per requirement of Sec. 73 of Companies Act, 2013.

15. Income Taxes:

Accounting Policy

Current Income Tax assets and liabilities are measured at amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside Profit and Loss is also recognised outside profit and loss (either in Other Comprehensive Income or in Equity). Current tax items are recognised in correlation to underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Tax expense for the year comprises of current tax and deferred tax.

Further, the Company periodically receives notices and inquiries from Indian income tax authorities related to the Company's operations. The Company has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands, if any, by the income tax authorities will not succeed on ultimate resolution.

(A) Income Tax Assets: (₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Income Tax Refundable (Net of provision for taxation)	59.97	44.37
	59.97	44.37

(B) Current Tax Liabilities (Net): (₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Provision for Current Tax (Net of advance Tax)	54.57	146.57
Total	54.57	146.57

(C) Reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Income tax expense		
Accounting Profit	6,420.48	5,077.32
Enacted tax rates in India	25.168%	25.168%
Computed expected tax expense	1,615.91	1,277.86
Tax effect of Exempt non operating income	0.00	(0.73)
Tax effect due to non-taxable income for Indian tax purposes	(0.48)	(1.85)
Overseas taxes	0.48	1.85
Tax reversals due to expenses allowed for Indian tax purpose	(373.56)	(413.41)
Tax Effect of non-deductible expenses	425.13	449.79
Adjustment of tax relating to earlier years	0.45	(0.44)
Total Current Income tax expense	1,667.93	1,313.07
Deferred tax		
(Decrease) /Increase in deferred tax liabilities	(6.13)	(18.91)
Decrease / (Increase) in deferred tax assets	(15.15)	20.97
Total deferred tax expenses/(credit)	(21.28)	2.06
Total Income tax expense	1,646.65	1,315.13

The applicable Indian corporate statutory tax rate for the year ended 31st March, 2023 and 31st March, 2022 is 25.168%.

Overseas Tax expense is due to income taxes payable overseas, principally in Nepal.

(D) Deferred Tax**Accounting Policy**

Deferred Income Taxes are calculated using Balance Sheet Approach, on temporary differences between tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except when it is probable that temporary differences will not reverse in foreseeable future. Deferred tax assets are recognised for all deductible temporary differences and carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to extent that it is probable that taxable profit will be available against which deductible temporary differences and carry forward of unused tax credits and unused tax losses can be utilized.

Carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and same taxation authority.

Deferred Tax Liability (Net):**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Deferred Tax Liability :		
Additional depreciation/amortization on PPE and Intangible Assets	435.60	443.88
Other timing differences	-	0.09
Defined benefit obligations	2.24	4.45
Total Deferred Tax Liabilities	437.84	448.42
Deferred Tax Asset :		
Liabilities / provisions that are deducted for tax purposes when paid	43.01	23.73
Impairment allowance on Doubtful Debts/Loan/ Investment	46.01	54.10
Right of use assets	66.88	60.44
Other timing differences	13.73	13.97
Total Deferred Tax Assets	169.63	152.24
Net Deferred Tax Liability	268.21	296.18

(E) Movement in Deferred Tax Assets:
(₹ in Million)

Particulars	On inventory restatement	Provision for doubtful debts/ loans/ advances that are deducted for tax purposes when written off	Defined benefit obligations	Liabilities / provisions that are deducted for tax purposes when paid	Other items- Other Jurisdiction	Other items	Total deferred tax assets
As at 1st April, 2021	13.77	57.09	7.19	23.87	-	78.48	180.40
-- Profit and Loss*	(13.77)	(2.99)		(0.14)	-	(4.07)	(20.97)
-- Other Comprehensive Income		-	(7.19)	-	-	-	(7.19)
As at 31st March, 2022	-	54.10	-	23.73	-	74.41	152.24
-- Profit and Loss	-	(8.09)	(4.45)	19.28	-	8.41	15.15
-- Other Comprehensive Income		-	2.24	-	-	-	2.24
As at 31st March, 2023	-	46.01	(2.21)	43.01	-	82.82	169.63

(F) Movement in Deferred Tax Liabilities:
(₹ in Million)

Particulars	Additional depreciation/ amortization on PPE and Intangible Assets	Additional depreciation/ amortization on PPE and Intangible Assets- Other Jurisdiction	Defined benefit obligations	Other items	Total deferred tax liabilities
As at 1st April, 2021	461.94	0.60	-	0.34	462.88
-- Profit and Loss	(18.06)	(0.60)	-	(0.25)	(18.91)
-- Other Comprehensive Income	-	-	4.45	-	4.45
As at 31st March, 2022	443.88	-	4.45	0.09	448.42
-- Profit and Loss	(8.28)	-	2.24	(0.09)	(6.13)
-- Other Comprehensive Income	-	-	(4.45)	-	(4.45)
As at 31st March, 2023	435.60	-	2.24	-	437.84

(G) Details of transaction not recorded in the books of account that has been surrendered/ disclosed as income during the year ended 31st March, 2023 in the tax assessments ₹ Nil (Previous year ₹ Nil).

(H) The Company does not have any unrecorded income and assets related to previous years which are required to be recorded during the year ended 31st March, 2023 and during the ended 31st March, 2022.

16. Equity Share Capital:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Authorized Share Capital		
110,000,000 (Previous Year 110,000,000) Equity Shares of ₹ 2/- each	220.00	220.00
300,000 (Previous Year 300,000) Preference Shares of ₹ 100/- each	30.00	30.00
Total	250.00	250.00
Issued, Subscribed & Paid-up		
90,192,438 (Previous Year 90,105,438) Equity shares of ₹ 2/- each fully paid	180.38	180.21
Total	180.38	180.21

(a) Rights, preferences and restrictions attached to shares:

Equity Shares: The company has issued one class of equity shares having par value of ₹ 2 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation of the company, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

(b) Reconciliation of Number of Equity Shares outstanding and the amount of share capital:

Particulars	As at 31 st March, 2023		As at 31 st March, 2022	
	Number of shares	₹ in Million	Number of shares	₹ in Million
Balance as at the beginning of the year	9,01,05,438	180.21	8,98,55,438	179.71
Add: Equity Shares issued during the year through ESOP*	87,000	0.17	2,50,000	0.50
Balance as at the end of the year	9,01,92,438	180.38	9,01,05,438	180.21

* Equity Shares of face value ₹ 2/- each issued to eligible employees of the Company under KEI Employees Stock Option Scheme-2015.

(c) List of Equity Shareholders holding more than 5% of the aggregate Equity Shares:

Name of shareholder	As at 31 st March, 2023		As at 31 st March, 2022	
	Nos.	%	Nos.	%
Mr. Anil Gupta	1,09,93,302	12.19	1,16,93,302	12.98
M/s Anil Gupta HUF beneficiary Mr. Anil Gupta	46,50,375	5.16	46,50,375	5.16
M/s Projection Financial and Management Consultants Private Limited	79,00,000	8.76	79,00,000	8.76
Small Cap World Fund, INC	39,12,218	4.34	45,26,134	5.02

(d) The details of shareholding of promoters are as under as at 31st March, 2023 and 31st March, 2022 are as follows:

Promoter name	As at 31 st March, 2023		As at 31 st March, 2022		% Change during the year**
	Number of shares	% of total share	Number of shares	% of total share	
Promoter					
Anil Gupta	1,09,93,302	12.19	1,16,93,302	12.98	-0.79
Archana Gupta	8,37,315	0.93	8,37,315	0.93	-0.00
Promoter Group					
Anil Gupta HUF (Karta - Anil Gupta)	46,50,375	5.16	46,50,375	5.16	-0.00
Projection Financial and Management Consultants Private Limited	79,00,000	8.76	79,00,000	8.76	-0.00
Shubh Laxmi Motels and Inns Private Limited	34,80,000	3.86	34,80,000	3.86	-0.00
Soubhagya Agency Private Limited	31,25,000	3.46	31,25,000	3.47	-0.01
KEI Cables Private Limited	15,75,000	1.75	15,75,000	1.75	-0.00
Dhan Versha Agency Private Limited	10,00,000	1.10	10,00,000	1.11	-0.01
Total	3,35,60,992	37.21	3,42,60,992	38.02	-0.81

(e) Aggregate number of shares issued during the period of 5 years immediately preceding the reporting date:

During the year 2017-18, 5,64,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2018-19, 5,64,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2019-20, 5,79,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2019-20, 100,00,000 equity shares of ₹ 2 each fully paid were issued to Qualified Institutional Buyers under QIP.

During the year 2020-21, 3,51,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2021-22, 2,50,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

(f) There were no buy back of shares or issue of shares pursuant to contract without payment being received in cash in previous 5 years.

(g) Dividend:**Accounting Policy**

Dividend Payments: Final dividend distribution to shareholders is recognised as a liability in the period in which dividend is approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable and corresponding tax on Dividend Distribution (if any) is recognised directly in equity.

Companies are required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Interim equity dividend*	270.58	225.26
Final equity dividend	-	-

* The Company declared and paid an interim dividend of ₹ 3.00/- per equity share (150%) on 23rd January, 2023, resulting in cash out flow of ₹ 270.58 Million for the Financial year 2022-23. The Board has proposed that this may be treated as final dividend for Financial Year 2022-23.

The Company declared and paid an interim dividend of ₹ 2.50/- per equity share (125%) on 27th January, 2022, resulting in cash out flow of ₹ 225.26 Million for the Financial year 2021-22.

For dividend paid to Related Parties, refer note no. 37.

(h) Employee stock Option Plan (ESOP):**Accounting Policy**

Fair Value of options granted under this option plan is recognised as an employee benefit expense with corresponding increase in equity in accordance with recognition and measurement principles as prescribed in Ind AS 102 Share Based Payments.

Total expense is recognised over the vesting period, which is period over which all of specified vesting conditions are to be satisfied. At end of the reporting period, the company revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises impact of revision to original estimates, if any, in profit and loss, with corresponding adjustment to equity.

No expense is recognised for options that do not ultimately vest because non-market performance and/or service conditions have not been met.

The dilutive effect, if any of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Employee Stock Options

The Company had approved "KEI Employees Stock Option Scheme" (KEI ESOS 2015 or Scheme) for granting Employees Stock Options in the form of Equity Shares to eligible employees and the same was approved by the members of the Company on September 16, 2015. The plan is administered under the supervision of the Nomination and Remuneration Committee of the Board of Directors of the Company ("Committee") in compliance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and other applicable provisions for the time being in force. The Nomination and Remuneration Committee had granted 2,252,000 share Options (par value ₹ 2/- each share) on September 23, 2015; 15,000 share Options (par value ₹ 2/- each share) were granted on September 25, 2018 and further granted 13,65,000 share options and 30,000 share options (par value ₹ 2/- each share) on August 05, 2019 and September 27, 2019 respectively which were exercised by eligible employees. In FY 2022-23, the Nomination and Remuneration Committee further granted 1,96,000 share Options (par value ₹ 2/-

each share) on September 22, 2022 which will vest over a period of 4 years from the date of grant. Details of Scheme is given as below:

Vesting Particulars of Options granted on 22.09.2022 (Grant V)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	49,000	225.00	07-10-2023	1,96,000
2 nd vesting - at the end of 2 nd year from the date of grant	49,000	225.00	07-10-2024	1,47,000
3 rd vesting - at the end of 3 rd year from the date of grant	49,000	225.00	07-10-2025	98,000
4 th vesting - at the end of 4 th year from the date of grant	49,000	225.00	07-10-2026	49,000

The above said options can be exercised any time within a period of 30 days from the date of vesting and will be settled by way of equity shares in accordance with the aforesaid scheme

Vesting Particulars of Options granted on 27.09.2019 (Grant IV)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	10,000	225.00	12-10-2020	30,000
2 nd vesting - at the end of 2 nd year from the date of grant	10,000	225.00	12-10-2021	20,000
3 rd vesting - at the end of 3 rd year from the date of grant	10,000	225.00	12-10-2022	10,000

Vesting Particulars of Options granted on 05.08.2019 (Grant III)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	4,55,000	225.00	20-08-2020	13,65,000
2 nd vesting - at the end of 2 nd year from the date of grant	4,55,000	225.00	20-08-2021	9,10,000
3 rd vesting - at the end of 3 rd year from the date of grant	4,55,000	225.00	20-08-2022	4,55,000

Movement of options granted under the Scheme are:

Particulars	KEI ESOS 2015		
	V	IV	III
Date of Grant	22.09.2022	27.09.2019	05.08.2019
Options outstanding as at 1st April, 2021	NIL	20,000	7,02,000
Options Granted during the year	NIL	NIL	NIL
Option vested	NIL	10,000	3,51,000
Option exercised	NIL	4,000	2,46,000
Option expired during the year	NIL	6,000	1,05,000
Options Exercisable at the end of the year	NIL	10,000	3,51,000
Options outstanding as at 31st March, 2022	NIL	10,000	3,51,000
Options Granted during the year	1,96,000	NIL	NIL
Option vested	NIL	10,000	3,51,000
Option exercised	NIL	-	87,000
Option expired during the year	NIL	10,000	2,64,000
Options Exercisable at the end of the year	NIL	-	-
Options outstanding as at 31st March, 2023	1,96,000	-	-

Refer note no. 17 (e) for expense recognized during the year on account of ESOP as per Ind AS 102 - Share Based Payments.

Significant assumptions and inputs to estimate the fair value of options granted during the year are as follows:

Particulars	KEI ESOS 2015		
	V	IV	III
	2022-23	2021-22	
Method of Settlement	Equity Settlement		
Risk-free interest rate	6.36%	6.15%	6.16%
Weighted average expected life of options	0.99	0.53	0.39
Historical Volatility	47.93%	45.68%	44.26%
Dividend Yield	0.34%	0.22%	0.22%
Exercise price at the date of grant (₹)	225.00	225.00	225.00
Share price at the time of option grant (₹)	1,491.05	525.90	420.10
Model used	Black Scholes	Black Scholes	Black Scholes

Equity Shares reserved and issued under KEI Employees Stock Option Scheme, 2015:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
	Nos. of shares	Nos. of shares
Options available under ESOS, 2015		
-- Options available at the beginning of the year	3,61,000	7,22,000
-- Options granted during the year	1,96,000	-
-- Equity Shares issued during the year		
Under KEI ESOS 2015 option Plan: equity shares of ₹ 2 each.	87,000	2,50,000
-- Options expired during the year	2,74,000	1,11,000
Options available at the end of the year	1,96,000	3,61,000

17. Other Equity:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Reserve and Surplus		
Capital Reserve	28.00	28.00
Securities Premium	6,126.89	6,087.46
General Reserve	21.09	21.09
Retained Earnings	19,484.15	14,983.13
Employee Stock Options Outstanding	68.86	74.23
Other Comprehensive Income		
Equity instrument through OCI	(19.29)	(20.90)
Total	25,709.70	21,173.01

(a) Capital Reserve

Subscribed capital forfeited due to non- receipt of call money treated as Capital reserve.

(b) Securities Premium:

Amount received in excess of face value of the equity shares is recognized in Securities Premium. In case of equity-settled share based payment transactions difference between fair value on grant date and nominal value of share is accounted as Securities Premium. The QIP issue expenses have been adjusted with securities premium account, net of taxes, if any.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening balance	6,087.46	5,973.81
Add: On allotment of Equity Shares	39.43	113.65
Total	6,126.89	6,087.46

(c) General Reserve:

The Company has transferred a portion of the net profit of the Company before declaring dividend to General Reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to General Reserve is not required under the Companies Act, 2013.

(d) Retained Earnings:

Retained Earnings include all current and prior period retained profits.

Retained earnings are the profits that the Company has earned till date less any transfers to General Reserve, dividends or other distributions to shareholders.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening balance	14,983.13	11,440.18
Add: Profit for the year	4,773.83	3,762.19
Add: Re-Measurement of the Net defined benefit Plans	(2.23)	6.02
Less: Interim equity dividend	270.58	225.26
Total	19,484.15	14,983.13

(e) Employee Stock Options Outstanding :

Fair value of equity-settled share based payment transactions with employees is recognized in Statement of Profit and Loss with corresponding credit to Employee Stock Options Outstanding.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening Balance	74.23	115.54
Add: Employee Compensation Expense during the year (net)	14.66	16.59
Less: Transfer to Securities Premium Account	20.03	57.90
Total	68.86	74.23

(f) Other Comprehensive Income:

Other Components of Equity includes Other Comprehensive Income arising due to investments valued at fair value through Other Comprehensive Income.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening Balance	(20.90)	(22.79)
Add: Addition during the year	1.61	1.89
Total	(19.29)	(20.90)

18. Borrowings:**A. Borrowings Non Current:**

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured Term Loan		
-- Term Loans from Bank	-	-
-- External Commercial Borrowings from Bank	-	-
Total Term Loan	-	-

(a) Repayment Terms of Term Loan:

(₹ in Million)

Sl. No.	Nature of Facility	Currency	Tenure end date	Nominal Interest Rate	As at 31 st March, 2023	As at 31 st March, 2022
1	External Commercial Borrowing from Bank	USD	Dec, 2022	Floating 3 month LIBOR + 190 BPS	-	151.89
2	Secured Term Loan from Bank	INR	Sep, 2022	Floating 6 month MCLR + 0% p.a.	-	50.00
Total					-	201.89
Less: Current Maturities of Long term Borrowings (Note no.18B)					-	201.89
Non-Current Borrowings (Note no. 18A)					-	-

(b) The above loans are secured by way of:

- (i) Term Loans from Banks are Secured by way of first Pari-passu charge by equitable mortgage of Land and building (including Lease Hold) and hypothecation of Plant & Machinery and other movable fixed assets including WIP, both present and future, located at SP-919 RIICO Industrial Area Phase- III, Bhiwadi Distt. Alwar (Rajasthan); SP 2/874 RIICO Industrial Area Pathredi, Distt. Alwar (Rajasthan); 99/2/7 Madhuban Industrial Estate village Rakholi Silvassa (Dadra & Nagar Haveli and Daman and Diu) and Survey no.1/1/2/5, situated at Village Chinchpada, Silvassa (Dadra & Nagar Haveli and Daman and Diu).
- (ii) 2nd charge by equitable mortgage of land and building (including Lease Hold) and hypothecation of Plant & Machinery and other movable fixed assets including WIP, both present and future located at Plot No. A 280-284, RIICO Industrial Area, Chopanki, Distt. Alwar (Rajasthan) in favour of SBI Gift City Gandhinagar Branch for ECB Loan. Further these loans are secured by personal guarantee of Shri Anil Gupta, Chairman-cum-Managing Director of the Company.

(c) For Related Parties disclosures, refer note no. 37.

(d) The Company has not defaulted during the year or the previous year on any loans payable during the year and has satisfied all debt covenants prescribed by lenders.

(e) All charges are registered with ROC within statutory period by the Company.

B. Borrowings Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured:		
Current Maturities of Long Term Borrowings		
---Term Loan from Bank	-	50.00
-- External Commercial Borrowings from Bank	-	151.89
Total Current Maturities of Long Term Borrowing (refer note no. 18a)	-	201.89

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Loan repayable on demand		
--- Working Capital Loans from Banks	-	2,053.89
--- Factoring Arrangements	1,352.55	1,057.93
Unsecured:		
Loans from Related Parties		
--- Loan from Related Party *	-	-
Total	1,352.55	3,313.71

*For Related Parties disclosures refer note no. 37.

Notes:

(a) The above loans are secured by way of:

- (i) Working Capital facilities from banks are secured by 1st Pari-passu charge by way of hypothecation of entire current assets including raw material, stock in process, finished goods, consumable, stores & spares and receivables of the company.
 - (ii) 1st Pari-passu charge by way of equitable mortgage of land and building (including Lease Hold) and hypothecation of plant and machinery and other moveable fixed assets including WIP, both present and future, located at SP 920 & 922, RIICO Industrial Area, Phase III, Bhiwadi, Distt. Alwar (Rajasthan); Plot No. A 280-284, RIICO Industrial Area, Chopanki, Distt Alwar (Rajasthan) , and movable fixed assets at D-90, Okhla Industrial Area, Phase-I, New Delhi.
 - (iii) 2nd Pari-passu charge by equitable mortgage of Land and Building (including Lease Hold) and hypothecation of plant and machinery and other movable fixed assets including WIP, both present and future located at 99/2/7, Madhuban Industrial Estate, Village Rakholi, Silvassa, (Dadra & Nagar Haveli and Daman and Diu); SP 2/874, RIICO Industrial Area, Pathredi Distt. Alwar (Rajasthan); SP 919, RIICO Industrial Area, Phase III, Bhiwadi, Distt. Alwar, (Rajasthan); and Survey No.- 1/1/2/5, situated at Village Chinchpada, Silvassa (Dadra & Nagar Haveli and Daman and Diu). Further these loans are secured by personal guarantee of Shri. Anil Gupta, Chairman-cum- Managing Director of the company.
- (b)** Working Capital Loans from Banks are generally renewable within twelve months from the date of sanction or immediately previous renewal, unless otherwise stated, as per the terms and conditions of the sanction.
- (c)** For Term and Conditions of Loans and Deposits from Related parties refer note no. 37.
- (d)** The Company has not defaulted on any loans/deposits payable during the year and has satisfied all debt covenants prescribed by lenders.
- (e)** The Company has arranged Channel Finance facility for its customers from various banks against which a sum of ₹ 3,053.38 Million (Previous Year ₹ 2,237.88 Million) has been utilized as on the date of Balance Sheet. The Company is liable to pay in case of default by its customers along with interest thereon. The amount of such defaults on part of customers as on 31st March, 2023 is ₹ 34.53 Million (Previous Year ₹ 46.51 Million).
- (f)** All charges are registered with ROC within statutory period by the Company.
- (g)** Funds raised on short-term basis have not been utilised for long-term purposes.
- (h)** Term loans were applied for the purpose for which the loans were obtained.

(i) Credit facilities:

The company has fund based and non-fund based revolving credit facilities under consortium arrangement amounting to ₹ 32,100.00 million (31st March 2022: ₹ 32,100.00 million), towards operational requirements that can be used for the short term loan, issuance of letter of credit and bank guarantees. The unutilized credit line out of these working capital facilities at the year-end are given as below:

(₹ in Million)		
Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fund Based	6,000.00	3,946.19
Non Fund Based	14,963.17	15,705.37
Total	20,963.17	19,651.56

(j) There are no discrepancies in Quarterly returns or statements of current assets filed by the company during the year with banks as per the books of accounts.

19. Lease Liabilities:

Accounting Policy

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-Term Leases and Leases of Low-Value Assets

The company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of real estate properties that have a lease term upto 12 months. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

A Lease Liabilities- Non Current :**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Lease Liability	219.15	206.72
Total	219.15	206.72

B Lease Liabilities- Current :**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Lease Liability	46.57	33.42
Total	46.57	33.42

20. Provisions:**Accounting Policy**

Provisions represent liabilities to the Company for which amount, or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost.

The Company provides product warranties and does not sell the warranty separately to its customers. Provision for warranty-related costs is recognised when the product is sold, or service is provided to customers. Initial recognition is based on historical experience. The Company periodically reviews the adequacy of product warranties and adjusts warranty percentage and warranty provisions for actual experience, if necessary. The timing of outflow is expected to be within one to two years.

An Onerous Contract is a contract in which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. If the company identifies a contract as an Onerous Contract, the present obligation under the contract is measured and recognised as provision.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

A. Provisions Non- Current:**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Employee benefits (refer note no. 29)		
---Provision for Compensated Absences	101.67	87.72
---Long Service Award	47.12	-
	148.79	87.72

B. Provisions Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Employee benefits (refer note no. 29)		
---Provision for Compensated Absences	13.88	12.87
---Provision for Gratuity	37.51	10.60
---Long Service Award	1.56	-
Provision for Warranty	38.46	32.07
Total	91.41	55.54

(a) Movement of Provisions (Current and Non Current):

(₹ in Million)

Particulars	Compensated Absences	Gratuity	Long service Award	Warranty Provision
As at 1st April, 2022	100.59	10.60	-	32.07
Credited during the year	25.14	37.51	49.33	34.12
Paid during the year	10.18	10.60	0.65	-
Unused amount reversal	-	-	-	27.73
As at 31st March, 2023	115.55	37.51	48.68	38.46

(b) Provision for Compensated Absences (Unfunded):

Compensated Absences to an extent is a terminal employee benefit, which covers Company's liability towards earned leaves of employees of the Company.

(c) Provision for Gratuity (Funded):

Company provides gratuity for employees in India as per the Payment of Gratuity Act 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. Gratuity plan is a funded plan and company makes contributions to fund maintained by approved trust and administrated through separate irrevocable trust setup by Company.

(d) Long Service Award (Unfunded):

The company has introduced long service award at the time of exit of employee from the Financial year 2022-23 covering all the eligible employees.

(e) Provision for Warranty:

Provision for warranty relates to estimated outflow in respect of warranty for products sold/ contracts executed by Company. Due to nature of such costs it is not possible to estimate timing/ uncertainties relating to the outflows of economic benefits.

21. Trade Payables:

Accounting Policy

These amounts represents liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 to 90 days of recognition other than usance letter of credit. Trade payables are presented as current financial liabilities.

The Company enters into arrangements for purchase under usance letter of credit issued by banks under non-fund based working capital limits of the Company. Considering these arrangements are majorly for raw materials with a maturity of up to twelve months, the economic substance of the transaction is determined to be operating in nature and these are recognised as acceptances under trade payables.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Outstanding dues of micro enterprises and small enterprises (refer note no. 21(d))	1,223.00	1,172.05
Outstanding dues of creditors other than micro enterprises and small enterprises:		
Acceptances	2,192.26	2,987.86
Others*	4,065.98	3,466.25
Total	6,258.24	6,454.11
Total	7,481.24	7,626.16

* The amount are Unsecured and non-interest bearing.

Notes:-

- (a) Acceptances represent amounts payable to banks on due date as per usance period of Letter of Credit (LCs) issued to raw material vendors under non-fund based working capital facility approved by Banks for the Company. For security of Non-fund based limits refer note 18B.
- (b) Others includes amount payable to vendors, employees liability and accrual of expenses that are expected to be settled in the Company's normal operating cycle or due to be settled within twelve months from the reporting date.
- (c) Company's liquidity risk management processes, refer note no. 40.
- (d) Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the company.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Amount remaining unpaid to supplier covered under MSMED Act at the end of the year		
Principal	1,223.00	1,172.05
Interest	-	-
Total	1,223.00	1,172.05
The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-
The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period.	-	2.27

(e) Trade Payable Ageing Schedule as at 31st March, 2023: (₹ in Million)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	996.71	226.29	-	-	-	1,223.00
(ii) Others	5,278.44	958.55	17.39	3.86	-	6,258.24
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	6,275.15	1,184.84	17.39	3.86	-	7,481.24

Trade Payable Ageing Schedule as at 31st March, 2022: (₹ in Million)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	1,169.78	2.27	-	-	-	1,172.05
(ii) Others	5,444.03	1,010.08	-	-	-	6,454.11
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	6,613.81	1,012.35	-	-	-	7,626.16

(f) Details of Transactions with companies struck off under section 248 of the companies Act ,2013 or section 560 of companies Act ,1956

During the year ended 31st March, 2023

(₹ in Million)

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at 31 st March, 2023	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at 31 st March, 2022	Relationship with the struck off company, if any, to be disclosed
Yesh Dreams Infotech Private Limited	Payable	1.33	Contractor	0.51	Contractor

During the year ended 31st March, 2022

(₹ in Million)

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at 31 st March, 2022	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at 31 st March, 2021	Relationship with the struck off company, if any, to be disclosed
Shrigurukripa Infrazone Pvt Ltd	Payable	-	Contractor	0.03	Contractor

22. Other Financial Liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Contract Liabilities [refer note no. 24(f)]	1,437.02	1,609.73
Interest on Borrowings		
---Accrued but not due	-	0.06
---Accrued and due	0.00	0.51
Unpaid Dividend	2.77	2.85
Security Deposits Received	21.67	25.45
Employee Benefits Payable	319.00	183.17
Total	1,780.46	1,821.77

(a) Amount due & outstanding to be credited to Investor Education and Protection Fund as at 31st March, 2023 ₹ Nil (Previous Year ₹ Nil).

23. Other Current Liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Sundry Creditors -Capital Goods	113.29	63.62
Statutory Dues Payable (Other than income tax)	255.09	265.78
Total	368.38	329.40

24. Revenue from Operations:

Accounting Policy

(i) Measurement of Revenue

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, incentive schemes, if any, as per contracts with customers. Taxes collected from customers on behalf of Government are not treated as Revenue.

(ii) Engineering, Procurement and Construction (EPC) Projects

Performance obligation in case of revenue from long - term contracts is satisfied over the time. Since the company creates an asset that the customer controls as the asset is created and the company has an enforceable right to payment for performance completed to date if it meets the agreed specifications, revenue from long term contracts, where the outcome can be estimated reliably and 10% of the project cost is incurred, is recognized under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by input method i.e. the proportion that costs incurred to date bear to the estimated total costs of a contract.

The total costs of contracts are estimated based on technical and other estimates. In case of value of uninstalled materials incurred that is not proportionate to the Company's progress in satisfying the performance obligation, revenue is to be recognised at an amount equal to the cost of a good used to satisfy a performance obligation. In the event that a loss is anticipated on a particular contract, provision is made for the estimated loss. Contract revenue earned in excess of billing is reflected under as "contract asset" and billing in excess of contract revenue is reflected under "contract liabilities". Retention money receivable from project customers does not contain any significant financing element, these are retained for satisfactory performance of contract.

(iii) Sale of Goods

Revenue from sale of goods is recognised at the point of time when control of the asset is transferred to the customer, generally on delivery of the goods. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., Freight and Incentive schemes). In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration and consideration payable to the customer (if any).

For contracts that are CIF (Cost Insurance Freight) contracts, the revenue is recognised when the goods reached at final destination. For contracts that are FOB (Free on Board) contracts, revenue is recognised when company delivers the goods to an independent carrier.

(iv) Variable Consideration

If consideration in a contract includes a variable amount, the Company estimates amount of consideration to which it will be entitled in exchange for transferring the goods to customer. Variable Consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in amount of cumulative revenue recognised will not occur when associated uncertainty with variable consideration is subsequently resolved. Some contracts for sale of manufactured goods provide customers with a right of incentives & discounts. The incentives and volume rebates give rise to variable consideration.

- (a) Cash Discount which are determinable on the date of transaction, are recognised as reduction of revenue by the company
- (b) Volume Discounts, Timely Payment Incentives & Other Incentive Schemes the Company provides retrospective volume discounts to certain customers once the quantity of products purchased during the period exceed a threshold specified in the contract. Other Incentives promised by the company on achieving certain sales thresholds also a form of identifiable benefit that are identified as a separate component of the sales transaction.

In such cases, the Company estimates fair value of Incentives promised to its customers. To estimate the variable consideration for the expected future rebates and discounts, the Company applies the expected value method. The Company estimates variable consideration and recognises a refund liability for the expected future rebates. Accordingly, the company recognises lesser revenue if such discounts are probable and the amount is determinable. Any subsequent changes in the amount of such estimates are transferred to statement of profit and loss.

- (c) Other Variable Considerations if the consideration promised in the contract includes a variable amount, the company estimates the amount of consideration to which the in exchange for transferring the promised goods or services to the customer. This estimate is updated at each reporting date.

(v) Significant Financing Components

Significant financing Components In respect of advance received from customers, using the practical expedient in Ind AS 115. the company does not adjust the promised amount of consideration for the effect of a significant financing component if it expects , at contract inception, that the period between transfer of the promised good or service to the customer and when the customer pays for that good or service will be within normal operating cycle. Retention money receivable from project customers does not contain any significant financing element, these are retained for satisfactory performance of contract.

(vi) Export Incentives/Benefits

Export incentives/benefits under various schemes notified by the government have been recognised on the basis of applicable regulations , and when reasonable assurance to receive such revenue is established . The company has chosen to present export benefits/incentives as other operating revenue in the statement of Profit and Loss .

(vii) Contract Balances

Contract assets are in the nature of unbilled receivables, which arises when Company satisfies a performance obligation but does not have an unconditional right to consideration. Contract assets are subject to impairment assessment.

A contract liability is the obligation to transfer goods and services for which income is received in advance. When an incentive is payable to a customer for which the revenue is already recognised by the company, the incentive so payable to the customer is also treated as Contract Liability.If a customer pays consideration before the Company transfers goods or services to the customer, i.e advance received from customer the same is recognised as contract liability.Contract liabilities are recognized as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

Revenue From Operations:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Revenue from Contract with Customers				
Sale of Products				
--- Finished Goods	62,711.80		49,994.19	
--- Traded Goods	18.37		10.44	
Sale of Services				
--- Income from EPC Projects	5,763.56		6,715.44	
--- Income from Other Services	16.44		21.53	
Other Revenue				
--- Project Material	22.32		70.86	
--- Scrap Material	549.25	69,081.74	420.54	57,233.00
Other operating Revenues				
--- Export Incentives		41.56		36.91
Total		69,123.30		57,269.91

Disclosures as required under Ind-AS 115" Revenue from contracts with customer":
(a) Disaggregation of Revenue:

Year Ended 31st March, 2023

(₹ in Million)

Product type	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Finished Goods	60,197.96	2,513.84	1,476.40	(1,476.40)	62,711.80
--- Traded Goods	18.37	-		-	18.37
--- Income From EPC Projects	-	-	5,763.56	-	5,763.56
--- Income from Other Services	16.44	-	-	-	16.44
--- Sale of Project Material	-	-	22.32	-	22.32
--- Scrap Material	529.36	19.89	-	-	549.25
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

(₹ in Million)

Timing of transfer of goods and services	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Point in time	60,762.13	2,533.73	22.32	(1,476.40)	61,841.78
--- Over the time	-	-	7,239.96	-	7,239.96
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

(₹ in Million)

Geographical Market	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- India	55,563.03	1,313.44	6,166.02	(1,088.84)	61,953.64
--- Outside India	5,199.10	1,220.29	1,096.26	(387.56)	7,128.10
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

Year Ended 31st March, 2022

(₹ in Million)

Product type	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Finished Goods	47,767.17	2,227.02	1,963.51	(1,963.51)	49,994.19
--- Traded Goods	10.44	-	-	-	10.44
--- Income From EPC Projects	-	-	6,715.44	-	6,715.44
--- Income from Other Services	21.53	-	-	-	21.53
--- Sale of Project Material	-	-	70.86	-	70.86
--- Scrap Material	405.95	14.59	-	-	420.54
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(₹ in Million)

Timing of transfer of goods and services	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Point in time	48,205.09	2,241.61	70.86	(1,963.51)	48,554.05
--- Over the time	-	-	8,678.95	-	8,678.95
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(₹ in Million)

Geographical Market	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- India	44,117.14	1,146.66	7,285.38	(1,208.66)	51,340.52
--- Outside India	4,087.95	1,094.95	1,464.43	(754.85)	5,892.48
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(b) Reconciliation of the Revenue from Contracts with customers with the amounts disclosed in the segment information :

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Total Revenue from Contracts with customers	69,081.74	57,233.00
Export Incentives	41.56	36.91
Total	69,123.30	57,269.91

(c) Remaining performance obligations to be executed over a period of more than one year:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
--- Finished Goods*	1,192.42	-
--- EPC Projects*	14,592.39	10,333.34
Total	15,784.81	10,333.34

* Based on the estimates of the Management.

(d) Reconciliation of revenue recognized with Contract Price:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Gross revenue recognized during the year	70,011.97	58,343.21
Add: Incentives paid/payable to Customers	(365.62)	(484.01)
Add: Discount paid/payable to Customers	(629.36)	(684.86)
Add: Other Variable Consideration	64.75	58.66
Net revenue recognized during the year	69,081.74	57,233.00

(e) No single Customer Contributed 10% or more to the company's revenue for the year ended 31st March, 2023 and 31st March, 2022.

(f) Contract Balances:

(₹ in Million)

Particulars	Contract Assets	Contract Liabilities	Contract Assets	Contract Liabilities
	As at 31 st March, 2023	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2022
Current :				
---Advance received from Customers	-	1,153.22	-	1,128.31
---Incentive Payable to Customers	-	238.68	-	309.65
---Income received in advance	-	45.12	-	171.77
---Unbilled Revenue	127.75	-	213.84	-
Total	127.75	1,437.02	213.84	1,609.73

Trade Receivables from Contract with customers are separately shown in note no. 12.

25. Other Income:

Accounting Policy

(i) Dividend Income

Dividends are recognised in profit and loss only when the right to receive payment is established.

(ii) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is rate that exactly discounts estimated future cash receipts through expected life of the financial asset to gross carrying amount of a financial asset. When calculating effective interest rate, the Company estimates expected cash flows by considering all contractual terms of financial instrument but does not consider expected credit losses.

(iii) Other Income

Other claims including interest on outstanding are accounted for when there is virtual certainty of ultimate collection.

(iv) Foreign Currency Transactions and Balances

Transactions in currencies other than functional currency are translated into functional currency at exchange rates ruling at date of transaction. Monetary assets and liabilities denominated in other currencies are translated into functional currency at exchange rates prevailing on reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are not retranslated.

All exchange differences are included in the statement of profit and loss except any exchange differences on monetary items designated as an effective hedging instrument of the currency risk of designated forecasted sales or purchases, which are recognized in the Other Comprehensive Income.

For advance consideration, date of transaction for purpose of determining exchange rate to use on initial recognition of the related asset or liability, expense or income when the Company has received or paid advance consideration in foreign currency.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Dividend from long term investments	0.08	0.03
Share of Profit received from Association of Person (AOP)	0.01	2.90
Interest Income from Bank Deposits/Others	164.91	18.72
Interest Income from financial assets carried at amortized cost	1.73	1.53
Miscellaneous Income	17.74	18.31
Insurance Claims	19.45	7.74
Reversal of Impairment in Loans Receivables	5.28	-
Profit on sales of Assets (Net)	0.43	0.26
Exchange Fluctuation (Net)	66.61	99.36
Total	276.24	148.85

26. Cost of Materials Consumed:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Raw Materials Consumed				
Opening Stock	1,924.00		1,908.93	
Add : Purchases	50,698.44		44,121.77	
Less : Closing Stock	2,064.29		1,924.00	
Less : Captive Consumption	11.03	50,547.12	27.06	44,079.64
EPC Project Materials				
Opening Stock	98.52		191.16	
Add : Purchases	1,172.31		1,220.05	
Less: Closing Stock	183.81	1,087.02	98.52	1,312.69
Total		51,634.14		45,392.33

(a) Details of Materials Consumed :

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Copper Wire and Rod	26,579.76	23,758.28
Aluminium Wire and Rod	10,828.14	8,838.47
PVC Compound/HDPE/XLPE	7,766.29	6,510.95
G.I. Wire	2,642.12	2,352.38
Stainless Steel Rod	1,822.33	1,730.85
Others	908.48	888.71
Total	50,547.12	44,079.64

27. Purchases of Traded Goods:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Miscellaneous	14.30	8.20
	14.30	8.20

28. Changes in Inventory of Finished Goods, Traded Goods and Work-in-progress:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Opening Stock				
--- Finished Goods	5,531.21		3,397.54	
--- Traded Goods	13.49		23.97	
--- Work in Progress	2,811.73		1,730.28	
--- Scrap Material	86.80	8,443.23	32.70	5,184.49
Less : Closing Stock				
--- Finished Goods	5,510.22		5,531.21	
--- Traded Goods	14.71		13.49	
--- Work in Progress	2,735.50		2,811.73	
--- Scrap Material	107.72	8,368.15	86.80	8,443.23
(Increase)/decrease in inventories of finished goods, traded goods and work-in-progress		75.08		(3,258.74)

29. Employee Benefits Expenses:**Accounting Policy****(i) Short-Term Employee Benefits**

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, performance incentives and compensated absences which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as related service is rendered by employees.

(ii) Compensated Absences

Company provides for encashment of accumulated leaves with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment/availing. The liability is provided based on number of days of unutilized leave at each Balance Sheet date on basis of an independent actuarial valuation.

(iii) Gratuity

Liabilities with regard to gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to fund maintained by approved trust and administered through a separate irrevocable trust set up by the Company.

Actuarial gains and losses arising from changes in actuarial assumptions are recognized in Other Comprehensive Income and shall not be reclassified to the Statement of Profit and Loss in subsequent period.

(iv) Long Service Award

Company provides for long service award subject to certain rules. The liability is provided on the basis of an independent actuarial valuation at each balance sheet date using Projected Unit Credit method.

(v) Provident Fund

Eligible employees of the Company receive benefits from a Provident Fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to provident fund plan equal to a specified percentage of covered employee's salary.

(vi) Share-Based Payments (Employee)

Fair Value of options granted under this option plan is recognised as an employee benefit expense with corresponding increase in equity in accordance with recognition and measurement principles as prescribed in Ind AS 102 Share Based Payments.

Total expense is recognised over the vesting period, which is period over which all of specified vesting conditions are to be satisfied. At end of the reporting period, the company revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises impact of revision to original estimates, if any, in profit and loss, with corresponding adjustment to equity.

The dilutive effect, if any of the Outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (Refer Note 35).

Employee Benefits Expense:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Salaries, Wages & Other Benefits	2,167.56		1,873.48	
Contribution to Provident & Other Funds	70.04		70.67	
Expense on employee stock option scheme	14.66		16.59	
Staff Welfare Expenses	67.59	2,319.85	45.63	2,006.37
		2,319.85		2,006.37

(a) Compensation Paid To Key Managerial Personnel included in above (Refer Note no. 37):

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Salaries, Wages & Other Benefits	366.46	291.80
Contribution to Provident & Other Funds	0.09	0.09
Director's Meeting Fee	5.78	6.15
Expense on employee stock option scheme	-	13.95
Total	372.33	311.99

(b) Disclosures under Ind AS 19 "Employee Benefits":

Defined Contribution Plan:

Amount recognized as an expenses in defined contribution plans:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Contribution to Employee Provident Fund & Employees Pension Scheme	41.43	42.38

Compensated absences (Unfunded)

The Leave Obligation cover the company's Liability for earned leave. The amount of the provision of ₹ 101.67 Million (previous year ₹ 87.72 Million) is presented as non current and ₹ 13.88 Million (previous year ₹ 12.87 Million) is presented as current. The company has recognised

₹ 25.14 Million (previous year ₹ 7.62 Million) for compensated absences in the statement of Profit and Loss.

Long Service Award (Unfunded)

The amount of the provision of ₹ 47.12 Million (previous year ₹ NIL) is presented as non current and ₹ 1.56 Million (previous year ₹ NIL) is presented as current. The company has recognised ₹ 49.33 Million (previous year ₹ NIL) for long service award in the statement of Profit and Loss.

Defined Benefit Plan- As Per Actuarial Valuation

The Company operates a defined benefit plan, viz., gratuity for its employees. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policy.

Risks Associated with Plan Provisions

Valuations are based on certain assumptions which are dynamic in nature and vary over time. As such Company is exposed to various risks as follows:

Salary Increases	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government Bonds Yield. If the plan liability is funded and return on plan assets is below this rate it will create a plan deficit.
Discount Rate Risk	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality & Disability	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. For this report we have used Indian Assured Lives Mortality (2006-08) ultimate table. A change in mortality rate will have a bearing on the plan's liability.

The following tables summarise the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for gratuity.

The amounts recognized in the Balance Sheet is as under:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Present value of obligations as at the end of year	257.28	232.62
Fair value of plan assets as at the end of the year	219.78	222.02
Funded status	(37.50)	(10.60)
Net Assets/(Liability) recognized in balance sheet	(37.50)	(10.60)

Expense recognized in Statement of Profit and Loss is as under: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Current Service Cost	28.81	28.30
Interest Cost on Defined Benefit Obligation	15.90	13.56
Interest Income on Plan Assets	16.12	13.57
Net Interest Cost	(0.22)	(0.01)
Expense recognized in Statement of Profit and Loss	28.59	28.29

Expense recognized in Other Comprehensive Income is as under: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Actuarial (Gains)/Loss on Defined Benefit Obligation	9.92	(17.24)
Actuarial (Gains)/Loss on Asset	(1.01)	(0.42)
Actuarial (Gain)/Loss recognized in Other Comprehensive Income	8.91	(17.66)

Movements in the present value of the Defined Benefit Obligations: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Present Value of Obligations as at beginning of year	232.63	220.32
Interest Cost	15.90	13.56
Current Service Cost	28.81	28.30
Actuarial (Gains)/Losses arising from:		
Changes in Financial Assumptions	(7.96)	(20.00)
Experience Adjustments	17.88	2.76
Benefits Paid	(29.98)	(12.31)
Present value of obligations as at end of year	257.28	232.63

Movements in fair value of Plan Assets: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Fair Value of plan assets as on beginning of year	222.02	206.34
Interest Income	16.12	13.57
Re-measurement Gain/(Loss) – return on plan assets excluding amounts included in net interest expense)	1.01	0.42
Contributions from the employer	10.60	14.00
Benefits paid	(29.98)	(12.31)
Fair value of Plan Assets at the end of year	219.77	222.02

Current & non-current bifurcation of provision for gratuity as per actuarial valuation is as follows:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non current	7.75	-
Current	29.76	10.60
Total	37.51	10.60

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Investment with insurer	219.77	222.02
Total	219.77	222.02

Actuarial Assumptions are as under:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Discount Rate	7.45% p.a.	7.15%
Expected rate of Future Salary Increase	6.00% p.a.	6.00%
Retirement Age	58 yrs	58 yrs
Mortality rates	As per Indian Assured Lives Mortality (2012-14) Table	As per Indian Assured Lives Mortality (2012-14) Table
Age	Withdrawal Rate	
Up to 30 Years	3.00%	3.00%
From 31 to 44 Years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

Maturity Profile of Defined Benefit Obligation is as under:

Duration of defined benefit obligation

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
1	8.08	20.62
2	16.59	8.02
3	15.97	14.79
4	15.62	14.23
5	30.72	13.71
Above 5	121.07	100.35

Summary of Membership Data:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Number of Employees	1,705	1,682
Total Monthly Salary for Gratuity (₹ in Million)	58.92	52.59
Average Past Service (Years)	7.73 yrs	7.57 yrs
Average Age (Years)	38.62 yrs	38.54 yrs
Average Remaining Working Life (Years)	19.38 yrs	19.46 yrs

Sensitivity analysis is as under:

Impact of the Change in Discount Rate:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Impact due to Increase of 1%	233.20	210.89
Impact due to Decrease of 1%	285.31	258.04

Impact of the Change in Salary Increase:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Impact due to Increase of 1%	285.33	257.98
Impact due to Decrease of 1%	232.77	210.58

30. Finance Cost:

Accounting Policy

Borrowing Costs directly attributable to acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of asset. Financing Cost incurred on general borrowing used for projects is capitalized at weighted average cost. Amount of such borrowing is determined after setting off amount of internal accruals. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and interest on tax matters. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to borrowing cost.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Interest on borrowings	214.83	196.15
Other Financial Charges *	106.59	176.27
Interest and Financial Charges on Lease Liabilities	21.21	20.53
Interest on Income Tax (Net)	4.43	10.98
Total	347.06	403.93

*Other Financial Charges include Bank Commission charges , Bank Guarantee charges, Letter of Credit charges, other ancillary costs incurred in connection with borrowings.

31. Depreciation and Amortisation Expenses:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Depreciation on Property, Plant and Equipment (refer note no. 3)	493.52	492.49
Depreciation on Right of use Assets (refer note no. 5A)	68.85	52.19
Amortisation on Intangible Assets (refer note no. 6)	8.42	9.86
Total	570.79	554.54

32. Sub Contractor Expenses for EPC Projects:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Sub Contractor Expenses	1,232.70	1,280.22
Total	1,232.70	1,280.22

33. Other Expenses:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Consumption of Store, Spares and Consumables	199.87	155.22
Packing Expenses	1,370.98	1,200.04
Job Work Charges	1,031.05	838.28
Power, Fuel & Lighting	746.68	619.50
Repairs & Maintenance		
--- Plant & Machinery	218.41	183.10
--- Buildings	20.93	7.61
--- Others	28.74	27.78
Freight, Handling and Octroi	1,357.41	1,192.56
Rebate, Discount, Commission on Sales	140.57	109.03
Bad Debts Written off	62.42	51.37
Impairment Allowance on Trade Receivables (including ECL)-[Refer Note No.12 (a)]	(26.86)	(12.98)
Impairment in Loans Receivables	-	1.12
Rates & Taxes	89.82	131.59
Rent (For Rent paid to Related Parties, refer note no. 37)	63.72	65.74
Insurance	120.46	138.37
Travelling & Conveyance	226.62	174.50
Advertisement & Publicity	215.19	276.81
Auditor's Remuneration [Refer Note No. 33 (a)]	6.10	6.35
Property, Plant and Equipment Written off (net)	20.71	0.68
Communication Expenses	27.38	26.24
Donations	6.42	1.85
Contribution to Political Party- CPI (M)	-	0.50
Professional & Consultancy Charges	280.86	216.86
Miscellaneous Expenses	497.37	477.40
Corporate Social Responsibility Expenditure	80.29	65.07
Total	6,785.14	5,954.59

(a) Auditor's Remuneration (excluding applicable Tax):

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Audit Fee	4.60	4.60
Limited Review Fee	0.60	0.60
Tax Audit	0.60	0.60
For Other Services	0.30	0.55
Total	6.10	6.35

(b) Corporate Social Responsibility (CSR) Expenses during the year on:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(i) Gross amount required to be spent by the Company during the year as per provisions of section 135 of the Companies Act, 2013 i.e. 2% of average net profits for last three financial years, calculated as per section 198 of the Companies Act, 2013.	80.29	65.07
(ii) Gross amount spent by the Company during the year		
i. Construction/Acquisition of assets	-	-
ii. On purpose other than (i) above	80.79	65.19
Total	80.79	65.19
(iii) Shortfall/(Excess) for the year (i-ii)	(0.50)	(0.12)
(iv) Total of previous years shortfall	0.00	36.24
(v) Previous years shortfall spent during the year	0.00	36.24
(vi) Reason for shortfall	NA	NA
(vii) Nature of CSR Activities : Eradicating Hunger, Promoting Healthcare, Promoting Education, and Animal Welfare amongst others		
(viii) CSR Activities with Related Parties	NIL	NIL
(ix) Movement of CSR Provision :		
Opening Provision	(0.12)	36.24
Created during the year	80.29	65.07
Utilized during the Year	80.67	101.43
Closing Provision	(0.50)	(0.12)

34. Other Comprehensive Income:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Items that will not be reclassified to profit and loss :		
Re-measurement gains (losses) on defined benefit plans	(8.92)	17.66
Net (loss)/gain on FVTOCI equity securities	1.61	1.89
Income tax effect on above	6.69	(11.64)
Total	(0.62)	7.91

35. Earnings Per Share (EPS):**Accounting Policy**

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares.

- (i) **Basic EPS** is calculated by dividing profit/ (loss) attributable to equity shareholders of the Company by weighted average number of equity shares outstanding during the period.
- (ii) **Diluted EPS** is computed using profit/ (loss) for the year attributable to equity shareholders and weighted average number of equity and potential equity shares outstanding during the period, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(iii) Employee Stock Option

The Company had approved "KEI Employees Stock Option Scheme" (KEI ESOS 2015 or Scheme) for granting Employees Stock Options in the form of Equity Shares to eligible employees and the same was approved by the members of the Company on September 16, 2015. The plan is administered under the supervision of the Nomination and Remuneration Committee of the Board of Directors of the Company ("Committee") in compliance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and other applicable provisions for the time being in force. The Nomination and Remuneration Committee had granted 2,252,000 share Options (par value ₹ 2/- each share) on September 23, 2015; 15,000 share Options (par value ₹ 2/- each share) were granted on September 25, 2018 and further granted 13,65,000 share options and 30,000 share options (par value ₹ 2/- each share) on August 05, 2019 and September 27, 2019 respectively which were exercised by eligible employees. In FY 2022-23, the Nomination and Remuneration Committee further granted 1,96,000 share Options (par value ₹ 2/- each share) on September 22, 2022 which will vest over a period of 4 years from the date of grant.

(a) Earnings Per Equity Share (EPS):

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Profit after Tax (₹ in Million)	4,773.83	3,762.19
Basic Earnings Per Share (₹)	52.95	41.80
Diluted Earnings Per Share (₹)	52.87	41.59
Par Value Per Equity Share (₹)	2.00	2.00

(b) Weighted Average Number of Equity Shares Used as Denominator:

Particular	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Number of Equity shares at the beginning of the year	9,11,88,438	9,05,77,438
Add: Weighted average number of equity shares issued during the year	56,014	1,58,389
Weighted average number of Equity shares for Basic EPS	9,12,44,452	9,07,35,827
Add: Adjustment for Employee Stock Options Outstanding	1,33,550	4,52,611
Weighted average number of equity shares for Diluted EPS	9,13,78,002	9,11,88,438

36. Contingent Liabilities & Commitments:

Accounting Policy

In normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees including Guarantees given on behalf of Subsidiary & Joint Venture Companies are also provided in the normal course of business.

There are certain obligations which management of the Company has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Claims against the Company, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities. Show Cause Notices received are not treated as Contingent Liabilities.

Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

A. Contingent Liabilities (to the extent not provided for):

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Claims against Company not acknowledged as debt		
(i) Sales Tax / Entry Tax demands under appeal	10.25	26.12
(ii) Income tax Matters: -- Demand due to Additions / disallowances during Assessments, Penalty which are under Appeal	33.47	20.02
(iii) Excise / Service tax / GST demands under appeal/ Pending appeal	520.30	1,227.08
(iv) Miscellaneous claims against Company in Labour Court	3.13	1.07
Other money for which Company is contingently liable		
(i) Unutilized Letter of Credits	349.59	186.31
(ii) Outstanding LC Discounted	529.01	1,307.50

In respect of the items above, future cash outflows in respect of contingent liabilities are determinable only on receipt of judgments/decisions pending at various forums /authority. The Company doesn't expect the outcome of matters stated above to have a material adverse effect on the Company's financial conditions, result of operations or cash flows.

B. Commitments

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Estimated amount of contracts remaining to be executed on Capital Account	638.27	98.76

For Lease Commitments (refer note no 5-C)

37. The Related party disclosures as per Ind AS-24" Related Party Disclosures" :**(a) Name of Related Parties :****i) Subsidiary Company**

KEI Cables Australia PTY Limited

Place of Business/Country of Incorporation	Ownership Interest	
	As at 31 st March, 2023	As at 31 st March, 2022
Australia	90%	90%

ii) Jointly Controlled Entity**Joint Venture**

Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)*

Place of Business/Country of Incorporation	Ownership Interest	
	As at 31 st March, 2023	As at 31 st March, 2022
India	-	100% share in Profit/Loss

*During the year, Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f 14th November, 2022. The dissolution will not have any impact on the operations of the Company and is not material to the Company. However, Company's technical collaboration with Brugg Kabel AG, Switzerland for 400KV Cable is continuing.

iii) Associate

KEI Cables SA (PTY) Limited

Place of Business/Country of Incorporation	Ownership Interest	
	As at 31 st March, 2023	As at 31 st March, 2022
South Africa	49%	49%

iv)

Key Managerial Personnel (KMP):	Designation
Shri Anil Gupta	Chairman-cum-Managing Director
Shri Rajeev Gupta	Executive Director Finance & CFO
Shri Akshit Diviaj Gupta	Whole Time Director
Shri Kishore Kunal	AVP Corporate Finance & Company Secretary
Smt. Archana Gupta	Non-Executive Director
Shri Kishan Gopal Somani	Independent Director
Shri Pawan Bholusaria	Independent Director
Shri Sadhu Ram Bansal	Independent Director
Shri Vikram Bhartia	Independent Director
Shri Vijay Bhushan	Independent Director
Smt. Shalini Gupta	Independent Director

v) **Other related parties where KMP are interested and transactions have taken place:**

Anil Gupta (HUF)
 Projection Financial & Management Consultants Private Limited
 Shubh Laxmi Motels & Inns Private Limited
 Soubhagya Agency Private Limited
 Dhan Versha Agency Private Limited
 KEI Cables Private Limited

vi) **Relatives of KMP with whom transaction have taken place:**

Smt. Vedika Gupta
 Shri Sunil Gupta
 Smt. Shashi Gupta
 Smt. Shweta Jha

vii) **Other related parties where relatives of KMP are interested and transactions have taken place:**

Sunil Gupta (HUF)

viii) **Post employee benefit plan for the benefitted employees:**

KEI Industries Limited Employee Group Gratuity Fund

(b) **Transactions with related parties are:**

(₹ in Million)

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(i)	Settlement of liabilities on behalf of related party		
	Joint Venture		
	Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)	-	0.01
		-	0.01

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(ii)	Payment received on behalf of related party		
	Other related parties where KMP are interested		
	Projection Financial & Management Consultants Private Limited	-	0.12
		-	0.12
	Post employee benefit plan for the benefitted employees		
	KEI Industries Limited Employee Group Gratuity Fund	-	0.26
		-	0.26
(iii)	Reimbursement of advance paid by related party		
	Other related parties where KMP are interested and transactions have taken place		
	Soubhagya Agency Private Limited	-	0.21
		-	0.21
(iv)	Interest paid on Deposits/ Unsecured Loan		
	Key Managerial Personnel		
	Shri Anil Gupta	-	14.99
	Shri Akshit Diviaj Gupta	-	0.10
		-	15.09
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	-	3.32
		-	3.32
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta	-	1.53
	Smt. Shweta Jha	-	0.19
		-	1.72
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF)	-	0.26
		-	0.26
(v)	Impairment in loan		
	Subsidiary Company		
	KEI Cables Australia PTY Limited	-	1.12
		-	1.12

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(vi)	Share of profit received from Joint Venture Joint Venture Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)	0.01	2.90
		0.01	2.90
(vii)	Interest Income on loan given Associate KEI Cables SA (PTY) Limited	0.49	0.10
		0.49	0.10
(viii)	Reversal of Impairment in loan Associate KEI Cables SA (PTY) Limited	5.28	-
		5.28	-
(ix)	Lease Rental Paid Key Managerial Personnel Smt. Archana Gupta	0.96	0.96
	Shri Akshit Diviaj Gupta	0.20	0.20
		1.16	1.16
	Other related parties where KMP are interested Anil Gupta (HUF)	0.78	0.78
	Projection Financial & Management Consultants Private Limited	8.44	8.44
	Soubhagya Agency Private Limited	9.80	9.60
	Dhan Versha Agency Private Limited	3.60	3.60
		22.62	22.42
	Relatives of Key Managerial Personnel Shri Sunil Gupta	20.70	20.03
		20.70	20.03
(x)	Managerial Remuneration Key Managerial Personnel Shri Anil Gupta	339.39	267.75
	Shri Rajeev Gupta	14.06	12.25
	Shri Akshit Diviaj Gupta	8.20	7.46
		361.65	287.46

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xi)	Employee Benefits Expenses		
	Key Managerial Personnel		
	Shri Kishore Kunal	4.90	4.43
		4.90	4.43
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	3.02	2.84
		3.02	2.84
(xii)	Expense on Share Based Payments to Key Managerial Personnel		
	Shri Rajeev Gupta	-	13.95
	Shri Kishore Kunal	-	-
		-	13.95
(xiii)	Director Meeting Fees paid		
	Key Managerial Personnel		
	Smt. Archana Gupta	0.45	0.60
	Shri Kishan Gopal Somani	0.45	0.52
	Shri Pawan Bholusaria	1.65	1.72
	Shri Sadhu Ram Bansal	0.75	0.75
	Shri Vikram Bhartia	1.20	1.20
	Shri Vijay Bhushan	0.98	0.98
	Smt. Shalini Gupta	0.30	0.38
		5.78	6.15
(xiv)	Obligation for Gratuity Benefit		
	Key Managerial Personnel		
	Shri Rajeev Gupta	-	7.46
	Shri Akshit Diviaj Gupta	0.85	0.80
	Shri Kishore Kunal	1.46	1.31
		2.31	9.57
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.18	0.14
		0.18	0.14
(xv)	Obligation for Leave Encashment Benefit		
	Key Managerial Personnel		
	Shri Rajeev Gupta	1.18	0.98
	Shri Akshit Diviaj Gupta	0.38	0.06
	Shri Kishore Kunal	0.59	0.53
		2.15	1.57
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.20	0.18
		0.20	0.18

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xvi)	Contribution to post employee benefit plan		
	Post employee benefit plan for the benefitted employees		
	KEI Industries Limited Employee Group Gratuity Fund	10.60	14.00
		10.60	14.00
(xvii)	Dividend Paid (Including Interim Dividend)		
	Key Managerial Personnel		
	Shri Anil Gupta	33.28	29.23
	Shri Rajeev Gupta	1.03	0.80
	Shri Kishore Kunal	0.13	0.11
	Smt. Archana Gupta	2.51	2.09
	Shri Kishan Gopal Somani (NIL, Previous Year ₹ 2500/-)	-	0.00
	Shri Pawan Bholusaria	0.01	0.01
	Shri Vikram Bhartia	0.03	0.03
		36.99	32.27
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	13.95	11.63
	Projection Financial & Management Consultants Private Limited	23.70	19.75
	Shubh Laxmi Motels & Inns Private Limited	10.44	8.70
	Soubhagya Agency Private Limited	9.38	7.81
	Dhan Versha Agency Private Limited	3.00	2.50
	KEI Cables Private Limited	4.73	3.94
		65.20	54.33
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta (₹ 3900/-, Previous Year ₹ 3250/-)	0.00	0.00
	Smt. Shashi Gupta (₹ 4500/-, Previous Year ₹ 3,750/-)	0.00	0.00
		0.00	0.00
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF) (₹1500/-, Previous year ₹1250/-)	0.00	0.00
		0.00	0.00

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xviii)	Equity Share Allotment (KEI ESOS 2015)		
	Key Managerial Personnel		
	Shri Rajeev Gupta	0.05	0.24
	Shri Kishore Kunal	0.01	0.01
		0.06	0.25
(xix)	Security Premium on share allotment (KEI ESOS 2015)		
	Key Managerial Personnel		
	Shri Rajeev Gupta	5.35	26.76
	Shri Kishore Kunal	0.78	1.56
		6.13	28.32
(xx)	Loan Given		
	Subsidiary Company		
	KEI Cables Australia PTY Limited	-	1.13
		-	1.13
(xxi)	Deposits/Unsecured Loan received during the period		
	Key Managerial Personnel		
	Shri Anil Gupta	-	1,135.00
		-	1,135.00
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta	-	-
	Smt. Shweta Jha	-	7.50
		-	7.50
(xxii)	Deposits/Unsecured Loan repaid during the period		
	Key Managerial Personnel		
	Shri Anil Gupta	-	1,420.00
	Shri Akshit Diviaj Gupta	-	2.50
		-	1,422.50
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	-	51.00
		-	51.00
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta	-	23.50
	Smt. Shweta Jha	-	7.50
		-	31.00
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF)	-	4.00
		-	4.00

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xxiii)	Outstanding of Security Deposit Given (fair Value)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	1.43	1.32
		6.35	6.24
(xxiv)	Maximum Outstanding Balance of security during the period (At fair value)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	1.43	1.32
		6.35	6.24
(xxv)	Maximum Outstanding Balance of security during the period (At Cost)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	2.40	2.40
		7.32	7.32

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xxvi)	Salary Payable		
	Key Managerial Personnel		
	Shri Anil Gupta	200.80	69.21
	Shri Rajeev Gupta	0.07	0.03
	Shri Akshit Diviaj Gupta	0.39	0.36
	Shri Kishore Kunal	0.13	0.36
		201.39	69.96
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.21	0.13
		0.21	0.13
(xxvii)	Amount Payable		
	Other related parties where KMP are interested		
	Projection Financial & Management Consultants Private Limited	0.12	0.12
	Less: Paid during the year	0.12	-
		-	0.12
(xxviii)	Loan Outstanding		
	Subsidiary Company		
	KEI Cables Australia PTY Limited	3.38	3.38
	Less: Impairment	3.38	3.38
		-	-
	Associate		
	KEI Cables SA (PTY) Limited	10.63	10.75
	Less: Impairment	-	5.28
		10.63	5.47
(xxix)	Maximum amount of loan outstanding during the period		
	Subsidiary Company		
	KEI Cables Australia PTY Limited	3.38	3.38
		3.38	3.38
	Associate		
	KEI Cables SA (PTY) Limited	10.63	10.75
		10.63	10.75
(xxx)	Investment in Equity Shares		
	Subsidiary Company		
	KEI Cables Australia PTY Limited	0.01	0.01
	Less: Provision for Impairment	0.01	0.01
		-	-
	Associate		
	KEI Cables SA (PTY) Limited (₹ 2351)	0.00	0.00
	Less: Provision for Impairment (₹ 2351)	0.00	0.00
		-	-

S. No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xxxi)	Trade Receivables Outstanding Associate		
	KEI Cables SA (PTY) Limited	30.92	38.06
	Less : Impairment	16.58	19.38
		14.34	18.68
	Bad Debt Written off Associate		
	KEI Cables SA (PTY) Limited	10.34	-
		10.34	-
(xxxii)	Interest Income Receivable Subsidiary Company		
	KEI Cables Australia PTY Limited	0.01 (0.01)	0.01 (0.01)
		-	-
	Associate		
	KEI Cables SA (PTY) Limited	0.84	0.41
		0.84	0.41
(xxxiii)	Amount Receivable Associate		
	KEI Cables SA (PTY) Limited	3.17	2.61
		3.17	2.61

(c) Other information

- (i) Shri Anil Gupta, Chairman-cum-Managing Director has given personal guarantee to lender banks for company's borrowings.
- (ii) The company has given Performance Bank Guarantees of ₹ NIL (Previous year ₹ 60.80 Million) on behalf of Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland.
- (iii) The company has outstanding Performance Bank Guarantees of ₹ NIL (Previous year ₹ 10.60 Million) on behalf of KEI Cables Australia PTY Limited.
- (iv) Disclosures in respect of transactions with identified related parties are given only for such period during which such relationships existed.
- (v) All outstanding balances pertaining to loans and security deposits with related parties are at fair value.
- (vi) Inter corporate loans/advances have been given for business purposes only.
- (vii) In case of Loan to subsidiary, since the entire amount is impaired no interest on loan has been charged.
- (viii) As the amount for gratuity and Leave encashment are provided on actuarial basis for the company as a whole, the amount pertaining to the KMP and relatives of KMP are not included in their remuneration.
- (ix) Transactions with Related parties are made on terms equivalent to those that prevail in arms' length transactions.
- (x) Deposits and loans received from Related Parties are for business purpose and the rate of interest thereon is at arms length price.
- (xi) Interest charged from Associate at the rate LIBOR plus 0.50% spread, no interest charged from subsidiary since Loan is fully credit impaired.
- (xii) Trade Receivables and Loan given to Associate and Subsidiary company are unsecured.

38. SEGMENT REPORTING:

Accounting Policies:

- i. Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker.
- ii. Revenue and Expenses are identified to segments on the basis of their relationship to the operating activities of the segment.
- iii. The Company generally accounts for intersegment sales and transfers at cost plus appropriate margins.
- iv. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue / expenses / assets / liabilities".

Disclosure as per Indian Accounting Standard (Ind AS) 108 "Operating Segments"

(i) Basis of identifying operating segments, reportable segments, segment profit and definition of each reportable segment:

Operating segments are identified as those components of the Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Company's other components; (b) whose operating results are regularly reviewed by the Company's Management to make decisions about resource allocation and performance assessment and (c) for which separate financial information is available.

(ii) Reportable segments:

The Company has three reportable segments as described under "Segment Composition" below. The nature of products and services offered by these businesses are different and are managed separately given the different sets of technology and competency requirements.

(iii) Segment composition

Cables & Wires Segment comprise manufacturing, sale and marketing of all range of power cables such as - Low Tension (LT), High Tension (HT) and Extra High Voltage (EHV), control and instrumentation cables, specialty cables, elastomeric / rubber cables, submersible cables, flexible and house wires, winding wires etc.

Engineering, Procurement and Construction (EPC) projects Segment comprises of survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

Stainless Steel Wire Segment comprises manufacturing sale and Job work related to Stainless Steel Wires.

(iv) Segment Revenue, Expenditure & Profit:

Performance of a segment is measured based on segment profit (before interest and tax), as included in the internal management reports that are reviewed by the Company's Management.

Operating revenues and expenses related to both third party and inter-segment transactions are included in determining the segment results of each respective segment.

Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocated".

Finance income earned and finance expense incurred are not allocated to individual segment and the same has been reflected at the Company level for segment reporting.

Unallocated expenses/ results, assets and liabilities include expenses/ results, assets and liabilities

(including inter-segment assets and liabilities) and other activities not allocated to the operating segments. These also include current taxes, deferred taxes and certain financial assets and liabilities not allocated to the operating segments.

Current Taxes, Deferred Taxes and certain financials assets and liabilities are not allocated to those segments as they are also managed on company level.

(v) Segment Asset Liabilities and Capital Expenditure

The total assets disclosed for each segment represent assets directly managed by each segment, and primarily include receivables, property, plant and equipment, intangibles, inventories, operating cash and bank balances, intersegment assets and exclude derivative financial assets, deferred tax assets and income tax recoverable.

Segment liabilities comprise operating liabilities, specific borrowings and exclude external borrowings (other than specific), provision for taxes, deferred tax liabilities and derivative financial liabilities.

Segment capital expenditure comprises additions to property, plant and equipment and intangible assets (net of rebates, where applicable).

(₹ in Million)

Particulars	Cables & Wires		Stainless steel Wire		EPC Projects		Unallocated		Inter Segment Elimination		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Revenue (Gross)												
External	59,310.10	46,260.73	2,550.93	2,259.37	7,060.17	8,734.87	-	-	202.10	14.94	69,123.30	57,269.91
Inter-Segment Revenue	3,228.98	4,970.51	-	-	-	-	-	-	(3,228.98)	(4,970.51)	-	-
Total Revenue	62,539.08	51,231.24	2,550.93	2,259.37	7,060.17	8,734.87	-	-	(3,026.88)	(4,955.57)	69,123.30	57,269.91
Result												
Segment Result	5,708.20	4,864.19	190.37	136.34	668.65	819.80	-	-	115.96	(228.59)	6,683.18	5,591.74
Unallocated Expenditure net of unallocated income	-	-	-	-	-	-	(80.63)	(129.24)	-	-	(80.63)	(129.24)
Finance Cost	-	-	-	-	-	-	(347.06)	(403.93)	-	-	(347.06)	(403.93)
Interest Income	-	-	-	-	-	-	164.91	18.72	-	-	164.91	18.72
Dividend Income	-	-	-	-	-	-	0.08	0.03	-	-	0.08	0.03
Profit Before Tax	5,708.20	4,864.19	190.37	136.34	668.65	819.80	(262.70)	(514.42)	115.96	(228.59)	6,420.48	5,077.32
Tax including Deferred Tax											1,646.65	1,315.13
Profit for the year											4,773.83	3,762.19
Other Information												
Segment Assets	25,974.20	24,433.18	851.72	903.09	4,971.25	5,800.74	5,904.24	4,133.40	-	-	37,701.41	35,270.41
Segment Liabilities	8,801.89	8,925.76	280.64	256.50	1,748.70	1,568.00	980.10	3,166.93	-	-	11,811.33	13,917.19
Capital Expenditure	886.39	425.12	11.41	19.05	9.46	5.09	63.64	134.91	-	-	970.90	584.17
Depreciation and Amortization	469.23	466.65	19.12	18.67	16.43	16.68	66.01	52.54	-	-	570.79	554.54

Information about Geographical Segment:

(₹ in Million)

SECONDARY SEGMENT INFORMATION	India		Outside India		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
External Revenue (Gross)	61,995.20	51,377.43	7,128.10	5,892.48	69,123.30	57,269.91
Addition to Non Current Assets	1,039.28	582.53	3.55	1.58	1,042.83	584.11

Information about major customers :

There are no customers having revenue exceeding 10% of total revenues.

39. Financial Instruments and Fair Value Measurements:

Accounting Policy

(i) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(A) Financial Assets:

Initial Recognition & Measurement:

Financial Assets are recognised when the Company becomes a party to contractual provisions of Financial Instrument.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to acquisition of financial assets (other than financial assets at fair value through Profit or Loss) are added to fair value of financial assets. Transaction costs directly attributable to acquisition of financial assets at fair value through profit or loss are recognised immediately in statement of Profit and Loss.

Subsequent Measurement:

i. Debt Instruments at Amortised Cost- A 'debt instrument' is measured at amortised cost if both of the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on principal amount outstanding.

After initial measurement, such Financial Assets are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. All other debt instruments are measured at Fair Value through Other Comprehensive Income (FVOCI) or Fair Value through Profit and loss (FVTPL) based on the Company's business model.

ii. Equity Investments - All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at fair value through Profit and Loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at Fair Value through Other Comprehensive Income (FVOCI) or Fair Value through Profit and Loss (FVTPL) on an instrument to instrument basis.

iii. Mutual Funds - All mutual funds in scope of Ind AS 109 are measured at Fair Value through Other Comprehensive Income (FVOCI).

Impairment of Financial Assets:

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments, and are measured at amortised cost e.g., Loans, Debt Securities, Deposits and Trade Receivables or any contractual right to receive cash or another financial asset that result from transactions that are within scope of Ind AS 115.

The Company follows 'Simplified Approach' for recognition of impairment loss allowance on trade receivables. Application of simplified approach recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in

a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognising impairment loss allowance based on 12 month ECL.

ECL impairment loss allowance (or reversal) recognized during the year is recognized under the head 'Other Expenses' in the statement of Profit and Loss. The Balance Sheet presentation for various financial instruments is described below:

- i. Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Balance Sheet. This allowance reduces the net carrying amount.
- ii. Debt instruments measured at FVTPL: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Change in fair value is taken to the statement of Profit and Loss.
- iii. Debt instruments measured at FVTOCI: Since financial assets are already reflected at Fair Value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'Accumulated Impairment Amount' in the Other Comprehensive Income (OCI). The Company does not have any Purchased or Originated Credit Impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/origination.

De-Recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

- i. The rights to receive cash flows from asset has expired, or
- ii. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement and either:
 - (a) The Company has transferred substantially all risks and rewards of the asset, or
 - (b) The Company has neither transferred nor retained substantially all risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates, if and to what extent it has retained risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects rights and obligations that the Company has retained.

(B) Financial Liabilities:

Initial Recognition and Measurement

Financial liabilities are classified at initial recognition as

- Financial liabilities at fair value through Profit or Loss
- Loans and Borrowings
- Payables

All financial liabilities are recognised initially at fair value and in case of loans and borrowings and payables, they are recognised net of directly attributable transaction costs.

The Company's financial liabilities include Loans and Borrowings including Bank Overdraft, Trade Payable, Trade Deposits, Retention Money, Liabilities towards Services and Other Payables.

Financial Liabilities are classified as at amortised cost.

Subsequent Measurement:

Subsequent to initial recognition, measurement of financial liabilities depends on their classification, as described below:

- i. Financial liabilities at Fair Value Through Profit or Loss (FVTPL): Financial liabilities at Fair Value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through statement of profit and loss. Financial liabilities are classified as held for trading if they are incurred for purpose of repurchasing in near term.
- ii. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognition at fair value through statement of profit and loss are designated as such at the initial date of recognition, and only if criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk is recognized in OCI. These gains/losses are not subsequently transferred to statement of profit and loss. However, the Company may transfer cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.
- iii. Loans and Borrowings: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (hereinafter referred as EIR) method. Gains and Losses are recognised in statement of profit and loss when liabilities are derecognised as well as through EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. EIR amortisation is included as Finance Costs in the statement of profit and loss.

De-Recognition of Financial Liabilities:

A Financial Liability is de-recognised when obligation under the liability is discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on the previous experience of Management and actual facts of each case and recognised in Other Operating Income if arising during normal course of business. When an existing Financial Liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and the recognition of a new liability. Difference in respective carrying amounts is recognised in the Statement of Profit and Loss.

(C) Derivative Financial Instruments:

In some cases, Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. Method of recognizing resulting gain or loss depends on whether derivative is designated as a hedging instrument, and if so, on nature of item being hedged. Any gains or losses arising from changes in fair value of derivatives are taken directly to statement of profit and loss.

(D) Offsetting of Financial Instruments:

Financial Assets and Financial Liabilities are offset and net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset recognised amounts and there is an intention to settle on a net basis, to realise assets and settle liabilities simultaneously.

Company's businesses are subject to several risks and uncertainties including financial risks. Company's documented risk management policies, act as an effective tool in mitigating various financial risks to which business is exposed to in course of their daily operations. Risk management policies cover areas such as liquidity risk, commodity price risk, foreign exchange risk, interest rate risk, counterparty and concentration of credit risk and capital management.

Company's senior management oversees management of these risks. Senior professionals working to manage financial risks and appropriate financial risk governance framework for Company are accountable to Board of Directors and Audit Committee. This process provides assurance to Company's senior management that Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

(ii) Fair Value Measurements:

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurement is based on presumption that transaction to sell asset or transfer liability takes place either:

- i. In the principal market for asset or liability, or
- ii. In absence of a principal market, in most advantageous market for asset or liability.
The principal or the most advantageous market must be accessible to the Company.

Fair Value of an asset or liability is measured using assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using asset in its highest and best use or by selling it to another market participant that would use asset in its highest and best use.

The Company uses valuation techniques that are appropriate in circumstances and for which sufficient data are available to measure fair value, maximising use of relevant observable inputs and minimizing use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2- Valuation techniques for which lowest level input that is significant to fair value measurement is directly or indirectly observable.

Level 3- Valuation techniques for which lowest level input that is significant to fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Other Fair Value related disclosures are given in the relevant notes.

Carrying amounts of Financial Assets and Financial Liabilities in each category are as follows:

(₹ in Million)

Particulars	Note Reference	As at 31 st March, 2023				As at 31 st March, 2022			
		FVPL	FVOCI	AMORTISED COST	FAIR VALUE	FVPL	FVOCI	Amortized Cost	FAIR VALUE
Financial Assets									
Investments	7								
- Equity Instruments	-	-	5.73	-	5.73	-	4.87	-	4.87
- Mutual funds	-	-	6.97	-	6.97	-	15.27	-	15.27
Loans	8A & 8B	-	-	24.28	24.28	-	-	16.41	16.41
Trade receivables	12	-	-	13,877.86	13,877.86	-	-	13,955.33	13,955.33
Cash and Cash equivalents	13	-	-	4,798.89	4,798.89	-	-	3,590.15	3,590.15
Bank Balances other than Cash and Cash equivalents	14	-	-	572.75	572.75	-	-	10.11	10.11
Other financial assets	9A & 9B	-	-	260.98	260.82	-	-	358.09	358.30
Total financial assets	-	-	12.70	19,534.76	19,547.30	-	20.14	17,930.09	17,950.44
Financial Liabilities									
Borrowings	18A & 18B	1,352.55	-	-	1,352.55	3,313.71	-	-	3,313.71
Trade payables	21	-	-	7,481.24	7,481.24	-	-	7,626.16	7,626.16
Lease Liabilities	19A & 19B	-	-	265.72	265.72	-	-	240.14	240.14
Other Current Financial Liabilities	22	-	-	1,780.46	1,780.46	-	-	1,821.77	1,821.77
Total financial liabilities	-	1,352.55	-	9,527.42	10,879.97	3,313.71	-	9,688.07	13,001.78

(a) Carrying amount of Trade Receivables, Trade Payables, other current financial assets, other current financial liabilities and Cash & Cash Equivalent are considered to be the same as their Fair Value due to their short term nature.

(b) Carrying amount of Financial Assets and Liabilities carried at Amortized Cost is considered a reasonable approximation of Fair Value.

(c) Above table excludes Investment in Subsidiary, Associate and Joint Venture, which are measured at cost in accordance with Ind AS 27, 'Separate Financial Statements'.

(iii) Fair Value Hierarchy

This section explains the judgments and estimates made in determining fair values of financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in financial statements. To provide an indication about reliability of inputs used in determining fair value, Company has classified its financial instruments into three levels prescribed under accounting standard. An explanation of each level follows underneath the table:

Fair value of financial instruments as referred to in note above has been classified into three categories depending on inputs used in valuation technique. Hierarchy gives highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurement) and lowest priority to unobservable inputs (level 3 measurements).

The categories used are as follows:

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

Level 2: The fair value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data relied as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(₹ in Million)

Financial assets and liabilities measured at fair value	Note Reference	Level 1		Level 2		Level 3	
		As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022
Financial assets							
Investments at FVOCI	7						
- Equity Instruments		5.73	4.87	-	-	-	-
- Mutual funds		-	-	6.97	15.27	-	-
Loans	8A & 8B	-	-	-	-	24.28	16.41
Other Financial Assets	9A & 9B	-	-	-	-	116.82	133.96
Total financial assets		5.73	4.87	6.97	15.27	141.10	150.37
Financial liabilities							
Borrowings	18A & 18B	-	-	-	-	1,352.55	3,313.71
Other Current Financial Liabilities	22	-	-	-	-	1,780.46	1,821.77
Total Financial Liabilities		-	-	-	-	3,133.01	5,135.48

Company's policy is to recognize transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

During the year ended 31st March, 2023 and 31st March, 2022 there were no transfers between level 1 and level 2 fair value measurements and no transfer into and out of level 3 fair value measurement.

40. Financial Risk Management Objectives and policies:

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds FVTPL investments and enters into derivative transactions.

The Company is exposed to market risk, credit risk and liquidity risk etc. The Board of Directors of the Company has formed a Risk Management Committee to periodically review the risk management policy of the Company so that the management manages the risk through properly defined mechanism. The Risk Management Committee's focus is to foresee the unpredictability and minimise potential adverse effects on the Company's financial performance. The Company's overall risk management procedures to minimise the potential adverse effects of financial market on the Company's performance are as follows:

Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency Risk
- Price Risk
- Commodity Price Risk
- Interest Rate Risk
- Liquidity Risk
- Credit Risk

Above risks may affect Company's income and expenses, or value of its financial instruments. Company's exposure to and management of these risks are explained below:

(a) Currency Risk - Potential Impact of Risk & Management Policy:

Company undertakes transactions denominated in foreign currencies mainly related to its operating activities. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

Carrying amounts of Company's foreign currency denominated monetary assets and monetary liabilities at end of reporting period are as follows:

Amount payable in foreign currency on account of the following:

Particulars	As at 31 st March, 2023			As at 31 st March, 2022		
	Currency	Amount in foreign currency	₹ in Million	Currency	Amount in foreign currency	₹ in Million
Import of Goods & Advance Received	USD	2,57,36,781	2,010.67	USD	2,07,79,720	1,544.33
	EURO	1,69,449	15.22	EURO	38,340	3.28
	CHF	3,44,668	31.25	CHF	3,93,757	32.56
	NPR	30,03,75,165	186.80	NPR	29,13,98,844	180.99
Royalty/Know How/License fee	EURO	2,67,785	24.21	EURO	3,55,285	30.33
Expenses Payable	USD	2,79,914	23.10	USD	7,17,221	54.59
	GBP	1,27,226	13.03	GBP	1,27,636	12.75
	AED	48,784	1.10	AED	55,342	1.15
	NPR	8,50,624	0.58	NPR	12,84,881	0.84
	EURO	326	0.03	EURO	5,352	0.46
Statutory Dues Payable	USD	-	-	USD	2,40,025	18.27
	NPR	2,52,380	0.16	NPR	16,98,459	1.06
Balance With Bank	GMD	-	-	GMD	1,37,588	0.19
Term Loan/ECB	USD	-	-	USD	20,00,000	152.24

Amount receivable in foreign currency on account of the following:

Particulars	As at 31 st March, 2023			As at 31 st March, 2022		
	Currency	Amount in foreign currency	₹ in Million	Currency	Amount in foreign currency	₹ in Million
Exports of Goods & Advance Paid	USD	2,52,38,882	2,051.05	USD	2,07,51,068	1,561.38
	EURO	21,44,061	187.77	EURO	24,63,665	206.65
	CHF	-	-	CHF	1,202	0.10
	AUD	1,81,15,541	990.56	AUD	88,23,056	495.68
	NPR	10,65,18,429	65.76	NPR	16,26,65,625	99.83
	GBP	60,753	6.15	GBP	1,19,971	11.85
Recoverables	AUD	67,000	3.38	AUD	67,000	3.38
	AED	83,015	1.86	AED	65,673	1.34
	GMD	5,49,408	0.75	GMD	51,118	0.07
	USD	1,31,594	10.83	USD	1,78,273	13.44
	ZAR	31,67,443	14.64	ZAR	28,83,086	13.77
	EURO	486	0.04	EURO	500	0.04
	RMB	1,594	0.02	RMB	1,594	0.02
	NPR	1,42,81,418	8.84	NPR	1,48,66,675	9.21
Balance with Banks	USD	83,133	6.79	USD	29,062	2.19
	GMD	3,68,564	0.49	GMD	346	0.00
	NPR	2,55,00,442	15.74	NPR	73,69,486	4.52
	AED	1,13,072	2.50	AED	1,11,885	2.28
Amount recoverable from Govt	NPR	4,57,35,569	28.97	NPR	22,34,582	1.44
Fixed Deposit with Banks	NPR	20,47,741	1.26	NPR	19,14,249	1.17

(b) Currency Risk - Sensitivity to Risk:

Following table demonstrates sensitivity to a reasonably possible change in USD, EUR, AUD exchange rates, with all other variables held constant. Impact on company profit before tax is due to changes in fair value of monetary assets and liabilities. Foreign currency exposures recognized by Company that have not been hedged by a derivative instrument or otherwise are as under:

(₹ in Million)

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
USD - Increase/ Decrease by 5%	1.75	(9.62)	(1.75)	9.62
EUR - Increase/ Decrease by 5%	7.42	8.63	(7.42)	(8.63)
AUD - Increase/ Decrease by 5%	49.70	24.95	(49.70)	(24.95)

Currency Risk due to receivables net of payable in Nepali Rupees (NPR):

Since exchange rate between INR and NPR is fixed, impact on company profit before tax due to change in exchange rate is negligible. Remittances from Nepal, are subject to fulfillment of certain conditions imposed by the local Government at Nepal.

(c) Price Risk - Potential Impact of Risk & Management Policy:

- (i) Company is exposed to price risk due to its investment in Equity Shares & Mutual Funds. Price risk arises due to uncertainties about future market values of these investments.
- (ii) Company reviews its investments at regular intervals in order to minimize price risk arising from investments in Equity Shares & Mutual Funds.
- (iii) Majority of investments of Company are publicly traded and listed in BSE/NSE. Carrying amounts of the Company's investment in Equity Shares & Mutual Funds at the end of the reporting period are given in Note 7.

(d) Price Risk - Sensitivity to Risk:

Following table demonstrates sensitivity to a reasonably possible change in equity index where investments of Company are listed. Impact on company's profit before tax is due to changes in NSE Index.

(₹ in Million)

Particulars	Impact on profit before tax		Impact on Other Components of Equity before tax	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
NSE Index Increase by 5%	-	-	0.64	1.01
NSE Index Decrease by 5%	-	-	(0.64)	(1.01)

(e) Commodity Price Risk - Potential Impact of Risk & Management Policy:

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of industrial and domestic cable and therefore require a continuous supply of major items of raw material viz copper and Aluminium. Due to the volatility of the prices of the Copper and Aluminium, Company has entered into various purchase contracts for these materials. The Company's Board of Directors has adopted a risk management strategy regarding commodity price risk and its mitigation. The Company partly mitigated the risk of price volatility by entering into the contract for purchase of these raw material based on average price of for each month.

(f) Interest Rate Risk - Potential Impact of Risk & Management Policy:

- (i) Company invests in fixed deposits for a period between 8 days to 7 years. All fixed deposits are with banks, accordingly there is no significant interest rate risk pertaining to these deposits.
- (ii) Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Company's exposure to risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates and fixed deposits. Company's fixed rate borrowings and deposits are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither carrying amount nor future cash flows will fluctuate because of a change in market interest rates. The Company also uses interest rate swap to mitigate the interest rate risk.
- (iii) Risk is managed by Company by maintaining an appropriate mix between fixed and floating rate of borrowings.

Exposure of Company's borrowing to interest rate changes at end of reporting period are as follows:

(₹ in Million)

Particulars	31 st March, 2023	31 st March, 2022
Variable rate borrowings	-	2,255.78
Fixed rate borrowings	1,352.55	1,057.93
Total borrowings	1,352.55	3,313.71

Refer Note No.18A & 18B for maturities of Company borrowings.

(g) Interest Rate Risk – Sensitivity:

Sensitivity analysis below has been determined based on exposure to interest rates for non-derivative instruments at end of reporting period. For floating rate liabilities, analysis is prepared assuming amount of liability outstanding at end of reporting period was outstanding for whole year.

(₹ in Million)

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
Interest Rate – Increase/ Decrease by 50 basis point (50 bps)	(1.07)	(0.87)	1.07	0.87

(h) Credit Risk

- (i) Credit risk refers to risk that counterparty will default on its contractual obligations resulting in financial loss to Company.
- (ii) Company is exposed to credit risk from its operating activities (primarily Trade Receivables, Contract Assets, Loan and security deposit and also from its investing activities including deposits with banks, forex transactions and other financial instruments) for receivables, cash and cash equivalents, short-term investments and derivative financial instruments. Credit limits are set based on a counterparty value. Methodology used to set list of counterparty limits includes, counterparty Credit Ratings (CR) and sector exposure. Evolution of counterparties is monitored regularly, taking into consideration CR and sector exposure evolution. As a result of this review, changes on credit limits and risk allocation are carried out.
- (iii) In respect of its investments, Company aims to minimize its financial credit risk through application of risk management policies.
- (iv) For financial instruments, Company attempts to limit credit risk by only dealing with reputed banks and financial institutions.
- (v) None of Company's cash equivalents, including fixed deposits with banks, are past due or impaired.
- (vi) Trade receivables and contract assets are subject to credit limits, controls & approval processes. These terms and conditions are determined on a case to case basis with reference to customer's Credit quality and prevailing market conditions. credit quality of Company's customers is monitored on an ongoing basis and assessed for impairment where indicators of such impairment exist. Due to large geographical base & number of customers, Company is not exposed to material concentration of credit risk. Based on historical experience, risk of default

in case of trade receivable is low. Provision is made for doubtful receivables on individual basis depending on the customer ageing, customer category, specific credit circumstances & the historical experience of Company. Solvency of customers and their ability to repay receivable is considered in assessing receivables for impairment. Where receivables are impaired, Company actively seeks to recover amounts in question and enforce compliance with credit terms. The company has taken trade credit insurance for certain class of trade receivables. An impairment analysis is performed at each reporting date on trade receivables by lifetime expected credit loss method based on provision matrix. In case of contract assets, 12 month expected credit loss method is followed by the company.

(vii) Company assesses and manages credit risk of Financial Assets based on following categories arrived on basis of assumptions, inputs and factors specific to class of Financial Assets.

A: Low Credit Risk on financial reporting date

B: Moderate Credit Risk

C: High Credit Risk

Company provides for Expected Credit Loss based on following:

Asset group	Basis of categorization	Provision for expenses credit loss
Low Credit Risk	Cash and Cash Equivalents, other Bank Balances and Fixed Deposits with Banks	12 month expected credit loss
Moderate Credit Risk	Trade Receivables and other Current Financial Assets	Life time expected credit loss
	Loans and Contract Assets	12 month expected credit loss
High Credit Risk	Trade Receivables, Contract Assets, Loans and other Current Financial Assets	Life time expected credit loss or fully provided for

(₹ in Million)

Credit rating	Particulars	Note reference	As at 31 st March, 2023	As at 31 st March, 2022
A: Low credit risk	Cash and Cash Equivalents, other Bank Balances and other Non Current Financial Assets	13 & 14 & 9A	5,374.37	3,606.36
B: Moderate credit risk	Trade Receivables, Contract Assets, Loans and other Financial Assets	12, 8A & 8B, 9A & 9B	14,146.71	14,255.89
C: High credit risk	Loans, Trade Receivables	8B & 12	-	63.65

A: Low Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Cash and Cash Equivalents	13	4,798.89	-	4,798.89
Bank Balances other than Cash and Cash equivalents	14	572.75	-	572.75
Other Non Current Financial Assets	9A	2.73	-	2.73

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Cash and Cash Equivalents	13	3,590.15	-	3,590.15
Bank Balances other than Cash and Cash equivalents	14	10.11	-	10.11
Other Non Current Financial Assets	9A	6.10	-	6.10

B: Moderate Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivables and Contract Assets	12 & 9B	13,957.36	79.50	13,877.86
Loans	8A & 8B	24.28	-	24.28
Other Financial Assets- Security Deposit	9A & 9B	116.82	-	116.82
Other Financial Assets- Contract Assets	9B	127.75	-	127.75

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivables and Contract Assets	12 & 9B	14,084.06	186.91	13,897.15
Loans	8A & 8B	10.94	-	10.94
Other Financial Assets- Security Deposit	9A & 9B	133.96	-	133.96
Other Financial Assets- Contract Assets	9B	213.84	-	213.84

C: High Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivable - Having Significant increase in credit risk	12	99.93	99.93	-
Loan Receivables - Having Significant increase in credit risk	8B	-	-	-

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivable - Having Significant increase in credit risk	12	77.56	19.38	58.18
Loan Receivables - Having Significant increase in credit risk	8B	10.75	5.28	5.47

(i) Liquidity Risk:

Liquidity risk is the risk that Company will face in meeting its obligations associated with its financial liabilities. Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

- (i) Company maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31st March, 2023 and 31st March, 2022.
- (ii) Cash flow from operating activities provides funds to service financial liabilities on a day-to-day basis.
- (iii) Company regularly monitors rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated is used for working capital management.

Following table analyses Company's financial liabilities into relevant maturity grouping based on their contractual maturity for all non derivative financial liabilities:

(₹ in Million)

As at 31 st March, 2023					
Non-derivative liabilities	Note reference	Carrying amount	Payable within 1 year	More than 1 years	Total
Trade payables (including acceptances)	21	7,481.24	7,481.24	-	7,481.24
Borrowings	18A & 18B	1,352.55	1,352.55	-	1,352.55
Lease Liability	19A & 19B	265.72	46.57	219.15	265.72
Unpaid dividend	22	2.77	2.77	-	2.77
Other current financial liabilities including contract liabilities	22	1,777.69	1,777.69	-	1,777.69

(₹ in Million)

As at 31 st March, 2022					
Non-derivative liabilities	Note reference	Carrying amount	Payable within 1 year	More than 1 years	Total
Trade payables (including acceptances)	21	7,626.16	7,626.16	-	7,626.16
Borrowings	18A & 18B	3,313.71	3,313.71	-	3,313.71
Lease Liability	19A & 19B	240.14	33.42	206.72	240.14
Unpaid dividend	22	2.85	2.85	-	2.85
Other current financial liabilities including contract liabilities	22	1,818.92	1,818.92	-	1,818.92

(j) Current & Liquid Ratio:

Following table shows ratio analysis of Company for respective periods:

Period	Current Ratio	Liquid Ratio
31 st March, 2023	2.83	1.84
31 st March, 2022	2.22	1.41

Company has hypothecated all of its Plant & Machinery, Factory Building, Trade Receivables and Cash & Cash Equivalents in order to fulfill collateral requirements for financial facilities in place. The counterparties have an obligation to return the securities to Company.

Under terms of major borrowings facilities, Company is required to comply with certain financial covenants and Company has complied with those covenants throughout the reporting period.

41. Capital Management:**(A) Risk Management:**

Capital management is driven by Company's policy to maintain a sound capital base to support the continued development of its business. The Management and Board of Directors seeks to maintain a prudent balance between different components of Company's capital. Management monitors capital structure and net financial debt at individual currency level. Net financial debt is defined as current and non-current financial liabilities including lease liabilities less cash and cash equivalents and short term investments.

The capital structure is governed by policies approved by the Board of Directors and monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, lease liabilities, less cash and cash equivalents.

(₹ in Million)

Particulars	31 st March, 2023	31 st March, 2022
Borrowings (Note No. - 18A & 18B)	1,352.55	3,313.71
Trade Payables (Note No. 21)	7,481.24	7,626.16
Other Payables including Lease Liabilities (Note No. 22, 19A & 19B)	2,046.18	2,061.91

Particulars	31 st March, 2023	31 st March, 2022
Less: Cash & Cash Equivalents (Note No. 13)	4,798.89	3,590.15
Net Debt	6,081.08	9,411.63
Equity (Note No. 16)	180.38	180.21
Other Equity (Note No. 17)	25,709.70	21,173.01
Total Capital	25,890.08	21,353.22
Capital and net debt	31,971.16	30,764.85
Gearing Ratio (%)	19.02	30.59

No changes were made in the objectives, policies or processes for managing capital during the year:

(B) Dividends:

Particulars	31 st March, 2023	31 st March, 2022
Total number Equity shares outstanding	9,01,92,438	9,01,05,438
Interim dividend for the year [Refer Note No. 16(g)] (₹ in Million)	270.58	225.26

42. Investment in Subsidiary, Associate and Joint Venture:

a) Company's investment in direct subsidiary:

Particulars	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
		31 st March, 2023	31 st March, 2022	
KEI Cables Australia PTY Limited	Australia	90%	90%	Cost

b) Company's investment in Associate and Joint Venture is as under:

Particulars	Status	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
			31 st March, 2023	31 st March, 2022	
KEI Industries Ltd New Delhi & Brugg Kabel AG Switzerland*	Joint Venture	India	-	100% in Profit & Loss	Cost
KEI Cables SA (PTY) Limited	Associate	South Africa	49%	49%	Cost

*During the year, Joint Venture between the Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f 14th November, 2022. The dissolution will not have any impact on the operations of the Company and is not material to the Company. However, Company's technical collaboration with Brugg Kabel AG, Switzerland for 400KV Cable is continuing.

c) Disclosure required under Section 186(4) of the Companies Act, 2013

Particulars of Loan/Investment Made :

Sr. No	Name of Investee	2022-23			2021-22		
		Investment made	Loan Given	Gross Outstanding Balance	Investment made	Loan Given	Gross Outstanding Balance
1	KEI Cables Australia Pty Ltd*	-	-	3.38	-	1.13	3.38
2	KEI Cables SA Pty Ltd*	-	-	10.63	-	-	10.75

* Interest charged from Associate at the rate LIBOR plus 0.50% spread, no interest charged from subsidiary since Loan is fully credit impaired.

43. Disclosures of Ratios:

The following are analytical ratios:

Sr. No	Ratio	Numerator	Denominator	31 st March, 2023	31 st March, 2022	% Variance	Reasons for change in ratio by more than 25% as compared to the previous year
(a)	Performance Ratios						
	Net profit ratio	Profit after Tax	Net Sales	6.91%	6.57%	5%	-
	Net capital turnover ratio	Net Sales	Working capital	3.38	3.52	-4%	-
	Return on capital employed	Earning before Interest and taxes	Capital Employed	24.86%	22.24%	12%	-
	Return on equity ratio	Net Profit after Tax	Average Shareholder Equity	20.21%	19.25%	5%	-
	Return on Investment- Equity	Net Gain/Loss on Investment during the year +Change in Market value during the year +dividend income	Weighted Average Cost of Investment	12.70%	9.72%	31%	Increase of Fair Market Value of Investments
	Debt service coverage ratio	Earning Available for debt service	Debt service	21.67	18.06	20%	-
(b)	Leverages Ratios						
	Debt- equity ratio	Total Debt	Shareholder Equity	0.05	0.16	-66%	Reduction in borrowings
(c)	Liquidity Ratios						
	Current Ratio	Current Assets	Current Liabilities	2.83	2.22	27%	Reduction in borrowing and improvement Trade Receivable collection

Sr. No	Ratio	Numerator	Denominator	31 st March, 2023	31 st March, 2022	% Variance	Reasons for change in ratio by more than 25% as compared to the previous year
(d)	Activity Ratios						
	Inventory turnover ratio	Sale	Average Inventory	6.34	6.22	2%	-
	Trade receivables turnover ratio	Net Credit Sale	Avg Account Receivable	4.97	4.17	19%	-
	Trade Payable turnover ratio	Net Credit Purchase	Avg Trade Payable	7.08	6.22	14%	-

44. Other Significant matters:

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

45. Previous Year's figures have been regrouped / rearranged, wherever necessary.

As per our Report of even date.

For and on behalf of the Board of Directors of

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

KEI Industries Limited

CIN: L74899DL1992PLC051527

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Place of Signing: New Delhi

Date: 02nd May, 2023

Place of Signing: New Delhi

Date: 02nd May, 2023

Independent Auditor's Report

To The Members of **KEI INDUSTRIES LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **KEI INDUSTRIES LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") which includes Group's share of loss in its associate and joint venture, which comprise the Consolidated Balance Sheet as at 31st March, 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows, the Consolidated Statement of Changes in Equity for the year then ended, notes to the financial statements including summary of significant accounting policies and other explanatory information (hereinafter referred to as the consolidated financial statements).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at 31st March, 2023, and their consolidated profit, consolidated total comprehensive income,

consolidated cash flows and consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group, its Associate and Joint Venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
1	<p>Revenue - Performance Obligations</p> <p>The Group is in the business of manufacturing of various types of Cables, SS Wires and sells to customers both through institutional and dealer network globally.</p> <p>Sales contracts contain various performance obligations and other terms and the determination of when significant performance obligations have been met varies albeit a specific point in time can often be established.</p> <p>As a consequence, the Group has analysed its various sales contracts and concluded on the principles for deciding in which period or periods the Group's sales transactions should be recognized as revenue.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● Mapped and evaluated selected systems and processes for revenue recognition and tested a sample of key controls. ● Selecting a sample from each type of the contracts with the customers, and testing the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. ● Tested sample of sales transactions for compliance with the Holding company's accounting principles. ● Read and assessed the disclosure made in the financial statements for assessing compliance with disclosure requirements.
2	<p>Revenue - Variable Consideration</p> <p>Revenue is recognized in accordance with Ind AS 115, net of discounts, incentives, and rebates accrued by the Holding company's customers based on sales.</p> <p>The Holding company uses sales agreement terms & conditions and historical trends to estimate discounts. At the reporting date, the Holding company estimates and accrues for discounts and rebates they consider as having been incurred but not yet paid.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● Understanding the policies and procedures applied to revenue recognition including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Holding Company. ● Carrying out substantive analytical procedures, analysing the actual performance of revenue and cost of sales related to discounts, incentives and rebates etc. ● Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. ● Analysing and discussing with management significant contracts including contractual terms and conditions related to discounts, incentives and rebates used in the related estimates. ● Reviewing disclosures included in the notes to the accompanying financial statements.

S. No.	Key Audit Matter	Auditor's Response
3	<p>Revenue - Over the Period Revenue Recognition</p> <p>The Holding Company is engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.</p> <p>Revenue is recognized in accordance with Ind AS 115 and Performance obligations in such cases are satisfied over time and accordingly revenue is recognised over the time in such cases. Method used to recognise revenue is also a Key Audit Matter along with measuring progress towards complete satisfaction of performance obligations.</p>	<p>Audit Procedure Applied</p> <p>Our audit included but was not limited to the following procedures:</p> <ul style="list-style-type: none"> ● We tested the relevant internal controls used to ensure the completeness, accuracy and timing of revenue recognised including controls over the degree of completion of EPC projects. ● We evaluated and analysed the significant judgements and estimates made by the management and also reviewed sample contracts with customers to assess whether the method of recognition of revenue is relevant and is consistent with the accounting policies of the company. ● Selecting a sample of contracts for each of the key scope in components and evaluated them along with supporting evidence to determine whether various elements of revenue recognition are assessed in accordance with the principles prescribed under Ind AS 115. ● Tested samples of un-invoiced revenue entries with reference to the reports from the information system that records the costs incurred. ● Read and assessed the disclosure made in the financial statements for assessing compliance with disclosure requirements.

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

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above, when it becomes available, compare with the financial

statements of the subsidiary, associate and joint venture to the extent it relates to these entities and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude, that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect

to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its Associate and Joint Venture in accordance with the Indian Accounting Standards prescribed under section 133 of the Act and other accounting principles generally accepted in India. The respective Management and Board of Directors of the companies included in the Group and of its Associate and Joint Venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, its Associate and its joint venture and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the Companies included in the Group, its Associate and Joint Venture are responsible for assessing the ability of the Group, its Associate and Joint Venture 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 or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group and its Associate and Joint Venture are responsible for overseeing the financial reporting process of the Group and its Associate and Joint Venture.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 financial 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 the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors 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 Group's ability and its Associate and Joint Venture to continue as a going concern. If we conclude that a material uncertainty

exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Associate and Joint Venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate and joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

Other Matter

- (a) We did not audit the financial statements / financial information of subsidiary, whose financial statements / financial information reflect total assets of Rs. 0.11 million as at 31st March, 2023, total revenues of Rs. Nil, total net profit / (loss) after tax of Rs. (0.40) million and net cash inflows / (outflows) amounting to Rs. (0.03) million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of Subsidiary are solely on the basis of such unaudited financial statements / financial information. In our opinion and according to the information and explanation given to us by the Management, these financial statements / financial information are not material to the Group.
- (b) The consolidated financial statements also include the Group's share of net profit / (loss) of Rs. (0.00) million for the year ended 31st March, 2023, as considered in the consolidated financial statements, in respect of an associate and a joint venture, whose financial statements / financial information have not been audited by us. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of associate and Joint Venture, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the financial statements /

financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the separate financial statements/ financial information of the subsidiary, associate and joint venture referred to in the Other Matters section above we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and returns.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company (there are no subsidiary, associate incorporated in India) is disqualified as on 31st March, 2023 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 with reference to financial statements and the operating

effectiveness of such controls, refer to our separate Report in **"Annexure A"**, which is based on the auditors' reports of the Holding Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements reporting of Holding Company.

- g) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its Associate and joint venture – Refer Note No. 36 to the consolidated financial statements.
 - ii. The Group, its Associate and joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses during the year ended 31st March, 2023.
 - iii. There has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended 31st March, 2023.
 - iv. (a) The Management of the Holding Company has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or provide any

guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management of the Holding Company has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. As stated in Note No. 16(g) to the consolidated financial statements. The interim dividend declared and paid by the Holding Company during the year and until the date of this report is in compliance with Section 123 of the Act.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company, we give in "**Annexure B**" a statement on the matter specified in paragraphs 3(xxi) of the Order.
3. In our opinion and as per information and

explanations given to us, the managerial remuneration for the year ended 31st March, 2023 has been paid / provided by the Holding Company to its directors in accordance with the provisions of section 197 of the Act.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration Number: 011573C

CA Pawan Kumar Agarwal

Place of Signature: New Delhi

Partner

Date: 02nd May, 2023

Membership Number: 092345

UDIN: 23092345BGSRSJ7229

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

Referred to in paragraph 1(f) of the Independent Auditors' Report of even date to the members of KEI INDUSTRIES LIMITED on the Consolidated Financial Statements for the year ended 31st March, 2023

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March, 2023, we have audited the internal financial controls with reference to consolidated financial statements of **KEI INDUSTRIES LIMITED** (hereinafter referred to as "Holding Company"), as of that date. Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act is not applicable to joint venture (Association of Persons), subsidiary company and Associate which are companies not incorporated in India.

Management's Responsibility for Internal Financial Controls

The Management and Board of Directors of the Holding Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the ICAI"). 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 the Holding Company's policies, the safeguarding of

its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) Act., to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company has, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31st March, 2023, 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 issued by the ICAI.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration Number: 011573C

CA Pawan Kumar Agarwal

Place of Signature: New Delhi

Partner

Date: 02nd May, 2023

Membership Number: 092345

UDIN: 23092345BGSRSJ7229

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 of the Independent Auditors' Report of even date to the members of KEI INDUSTRIES LIMITED on the Consolidated Financial Statements as of and for the year ended 31st March 2023.

I. As required under clause 3(xxi) of the Order we report as under:

According to the information and explanations given to us, following company incorporated in India and included in the Consolidated financial statements, have certain remarks included in the report under Companies (Auditor's Report) Order, 2020 ("CARO"):

Sr. No.	Name	CIN	Clause number of the CARO report which is qualified or adverse
1	KEI Industries Limited (Holding Company)	L74899DL1992PLC051527	3(i)(c), 3(iii)(c) & 3(iii)(f)

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration Number: 011573C

Place of Signature: New Delhi

Date: 02nd May, 2023

UDIN: 23092345BGSRSJ7229

CA Pawan Kumar Agarwal

Partner

Membership Number: 092345

Consolidated Balance Sheet As At 31st March, 2023

(₹ in Million)

Particulars	Note No.	As at 31 st March, 2023	As at 31 st March, 2022
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	3	4,838.46	4,739.18
(b) Capital Work in Progress	4	145.59	165.06
(c) Right of Use Assets	5A	817.89	549.21
(d) Other Intangible Assets	6	16.87	20.73
(e) Financial Assets			
(i) Investments	7	12.70	20.16
(ii) Loans	8A	3.44	4.13
(iii) Other Financial Assets	9A	106.17	123.26
(f) Other Non-Current Assets	10A	147.08	38.24
		6,088.20	5,659.97
Current Assets			
(a) Inventories	11	11,022.91	10,794.08
(b) Financial Assets			
(i) Trade Receivables	12	13,877.86	13,955.33
(ii) Cash and Cash Equivalents	13	4,798.96	3,590.25
(iii) Bank Balances Other than (ii) Above	14	572.75	10.11
(iv) Loans	8B	20.84	12.28
(v) Other Financial Assets	9B	154.81	234.83
(c) Income Tax Assets	15A	59.97	44.37
(d) Other Current Assets	10B	1,105.22	969.40
		31,613.32	29,610.65
TOTAL ASSETS		37,701.52	35,270.62
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	16	180.38	180.21
(b) Other Equity	17	25,711.46	21,175.12
		25,891.84	21,355.33
(c) Non Controlling Interests		(0.18)	(0.14)
		25,891.66	21,355.19
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18A	-	-
(ii) Lease liabilities	19A	219.15	206.72
(b) Provisions	20A	148.79	87.72
(c) Deferred Tax Liability (Net)	15D	266.42	294.42
		634.36	588.86
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18B	1,352.55	3,313.71
(ii) Lease liabilities	19B	46.57	33.42
(iii) Trade Payables	21		
(A) total outstanding dues of micro enterprises and small enterprises		1,223.00	1,172.05
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		6,258.56	6,454.11
(iv) Other Financial Liabilities	22	1,780.46	1,821.77
(b) Other Current Liabilities	23	368.38	329.40
(c) Provisions	20B	91.41	55.54
(d) Current Tax Liabilities (Net)	15B	54.57	146.57
		11,175.50	13,326.57
TOTAL EQUITY AND LIABILITIES		37,701.52	35,270.62
Corporate information and summary of significant accounting policies	1 & 2		
Contingent Liabilities and Commitments	36		
Other notes to accounts	37 to 44		

The accompanying notes are an integral part of the consolidated financial statements.

As per our Report of even date.
For PAWAN SHUBHAM & CO.
Chartered Accountants
ICAI Firm Registration No: 011573C

For and on behalf of the Board of Directors of
KEI Industries Limited
CIN: L74899DL1992PLC051527

(PAWAN KUMAR AGARWAL)
Partner
M.No. 092345

(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422
(KISHORE KUNAL)
AVP (Corporate) & Company Secretary
M.No. FCS-9429

(RAJEEV GUPTA)
Executive Director (Finance) & CFO
DIN: 00128865
(ADARSH KUMAR JAIN)
Vice President (Finance)
M.No. FCA-502048

Place of Signing: New Delhi
Date: 02nd May, 2023

Place of Signing: New Delhi
Date: 02nd May, 2023

Consolidated Statement of Profit & Loss For The Year Ended 31st March, 2023

(₹ in Million)

Particulars	Note No.	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Income			
Revenue from Operations	24	69,123.30	57,269.91
Other Income	25	276.23	145.96
Total Income		69,399.53	57,415.87
Expenses			
Cost of Materials Consumed	26	51,634.14	45,392.33
Purchases of Traded Goods	27	14.30	8.20
Changes in inventory of Finished goods, Traded Goods and Work-in-progress	28	75.08	(3,258.74)
Employee Benefits Expenses	29	2,319.85	2,006.37
Finance Costs	30	347.07	403.94
Depreciation and Amortisation Expenses	31	570.79	554.54
Sub Contractor Expense for EPC Projects	32	1,232.70	1,280.22
Other Expenses	33	6,785.53	5,954.08
Total Expenses		62,979.46	52,340.94
Profit/ (loss) before share of profit / (loss) of Joint Venture & Associate		6,420.07	5,074.93
Share of profit/ (loss) of joint venture (net of tax)		(0.00)	0.35
Share of profit/ (loss) of Associate (net of tax)		-	-
Profit Before Tax		6,420.07	5,075.28
Income Tax Expenses	15C		
---Current tax		1,667.48	1,313.51
---Deferred tax (Credit) / Charge		(21.28)	2.06
---Adjustment of tax relating to earlier years		0.45	(0.44)
Profit for the Year		4,773.42	3,760.15
Other Comprehensive Income	34		
--- Items not to be reclassified to Profit & Loss		(7.31)	19.55
--- Income Tax on above		6.69	(11.64)
--- Items to be reclassified to Profit & Loss		(0.01)	(0.01)
--- Income Tax on above		0.03	0.01
Other Comprehensive Income for the year, net of Tax		(0.60)	7.91
Total Comprehensive Income for the year, net of Tax		4,772.82	3,768.06
Profit/(Loss) attributable to			
Equity Shareholders of Holding Company		4,773.46	3,760.21
Non Controlling Interests		(0.04)	(0.06)
Other Comprehensive Income attributable to			
Equity Shareholders of Holding Company		(0.60)	7.91
Non Controlling Interests		0.00	(0.00)
Total Comprehensive Income attributable to			
Equity Shareholders of Holding Company		4,772.86	3,768.12
Non Controlling Interests		(0.04)	(0.06)
(Comprising Profit/(Loss) and Other Comprehensive Income)		4,772.82	3,768.06
Earnings per Equity Share:	35		
Equity shares of par value ₹ 2/- each			
--- Basic (₹)		52.94	41.77
---Diluted (₹)		52.86	41.56
Corporate information and summary of significant accounting policies	1 & 2		
Contingent Liabilities and Commitments	36		
Other notes to accounts	37 to 44		

The accompanying notes are an integral part of the consolidated financial statements.

As per our Report of even date.
For PAWAN SHUBHAM & CO.
Chartered Accountants
ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)
Partner
M.No. 092345

For and on behalf of the Board of Directors of
KEI Industries Limited
CIN: L74899DL1992PLC051527

(ANIL GUPTA)
Chairman-cum-Managing Director
DIN: 00006422

(KISHORE KUNAL)
AVP (Corporate) & Company Secretary
M.No. FCS-9429

(RAJEEV GUPTA)
Executive Director (Finance) & CFO
DIN: 00128865

(ADARSH KUMAR JAIN)
Vice President (Finance)
M.No. FCA-502048

Place of Signing: New Delhi
Date: 02nd May, 2023

Place of Signing: New Delhi
Date: 02nd May, 2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2023

A. Equity Share Capital

For the year from 1st April, 2022 to 31st March, 2023

Particulars	Balance at the beginning of 1 st April, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of 1 st April, 2022	Changes in equity share capital during the current year	Balance at the end of 31 st March, 2023
Equity Shares (in Numbers)	9,01,05,438	-	9,01,05,438	87,000	9,01,92,438
₹ in Million	180.21	-	180.21	0.17	180.38

For the year from 1st April, 2021 to 31st March, 2022

Particulars	Balance at the beginning of 1 st April, 2021	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of 1 st April, 2021	Changes in equity share capital during the previous year	Balance at the end of 31 st March, 2022
Equity Shares (in Numbers)	8,98,55,438	-	8,98,55,438	2,50,000	9,01,05,438
₹ in Million	179.71	-	179.71	0.50	180.21

B. Other Equity

(₹ in Million)

Particulars	Reserves and Surplus				Other Comprehensive Income		Total	Non Controlling Interest
	Capital Reserve	Securities Premium	General Reserve	Employee Stock Option Outstanding	Retained Earnings	Foreign Currency Translation Reserve (FCTR)		
Balance as at 31st March, 2021	28.00	5,973.81	21.09	115.54	11,445.62	(1.35)	17,559.92	(0.08)
Profit for the year	-	-	-	-	3,760.21	-	3,760.21	(0.06)
Other Comprehensive Income for the Year	-	-	-	-	6.02	-	7.91	(0.00)
Total Comprehensive Income for the year	-	-	-	-	3,766.23	-	3,768.12	(0.06)
Interim Dividend Paid for 2021-22 [refer note no 16(g)]	-	-	-	-	(225.26)	-	(225.26)	-
Employee Stock Compensation cost for the Year	-	-	-	16.59	-	-	16.59	-
Securities Premium on allotment of Equity Shares (ESOS) during the year	-	113.65	-	(57.90)	-	-	55.75	-
Balance as at 31st March, 2022	28.00	6,087.46	21.09	74.23	14,986.59	(1.35)	21,175.12	(0.14)
Profit for the year	-	-	-	-	4,773.46	-	4,773.46	(0.04)
Other Comprehensive Income for the Year	-	-	-	-	(2.23)	0.02	1.61	0.00
Total Comprehensive Income for the year	-	-	-	-	4,771.23	0.02	4,772.86	(0.04)
Interim Dividend Paid for 2022-23 [refer note no. 16(g)]	-	-	-	-	(270.58)	-	(270.58)	-
Employee Stock Compensation cost for the year	-	-	-	14.66	-	-	14.66	-
Securities Premium on allotment of Equity Shares (ESOS) during the year	-	39.43	-	(20.03)	-	-	-	-
Balance as at 31st March, 2023	28.00	6,126.89	21.09	68.86	19,487.24	(1.33)	25,711.46	(0.18)

Corporate information and summary of significant accounting policies

Contingent liabilities and commitments

Other notes to accounts

The accompanying notes are an integral part of the consolidated financial statements.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

Place of Signing: New Delhi

Date: 02nd May, 2023

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

Place of Signing: New Delhi

Date: 02nd May, 2023

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Consolidated Statement of Cash Flows For The Year Ended 31st March, 2023

Accounting Policy

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flows from operating, investing and financing activities of the Company are segregated based on available information.

(₹ in Million)

Particulars		Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(A)	CASH FLOWS FROM OPERATING ACTIVITIES		
	Profit before tax	6,420.07	5,074.93
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and Amortisation Expense	570.79	554.54
	Dividend received	(0.08)	(0.03)
	Interest Income	(164.91)	(18.72)
	Interest income on Financial Assets	(1.73)	(1.53)
	Interest and other finance cost	325.86	383.41
	Interest and Financial Charges on Lease Liabilities	21.21	20.53
	Employee stock options expense	14.66	16.59
	Provision for compensated absence/ Gratuity/Long term service	81.63	11.83
	Impairment Allowance on Trade Receivables	(26.86)	(12.98)
	Provision for warranty	6.39	7.33
	Bad Debts Written off	62.42	51.37
	Unrealised foreign exchange (gain)/loss	(60.55)	(50.25)
	Impairment in Loans Receivables	(5.28)	-
	Fair valuation of financial assets	(0.25)	0.17
	Unrealised Foreign Currency Translation Reserve (FCTR)	(0.01)	(0.01)
	Property, Plant and Equipment Written off (net)	20.71	0.68
	(Gain)/ Loss on disposal of Property, Plant and Equipment	(0.43)	(0.26)
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	7,263.64	6,037.60
	Movements in working capital :		
	(Increase)/Decrease in Trade Receivables including Contract Assets	104.39	(448.15)
	(Increase)/Decrease in other financial and non-financial assets	(34.50)	(120.48)
	(Increase)/Decrease in Inventories	(228.83)	(3,166.56)
	Increase/(Decrease) in Trade Payables, other financial and non-financial liabilities and provisions including Contract Liabilities	(190.10)	1,230.20
	Cash Generated from operations	6,914.60	3,532.61
	Income tax paid (including TDS) (net)	(1,775.53)	(1,247.10)
	Net cash flows from/(used in) operating activities (A)	5,139.07	2,285.51
(B)	CASH FLOWS FROM INVESTING ACTIVITIES		
	Purchase of Property, Plant and Equipment (including Capital Work-In-Progress)	(758.26)	(584.58)
	Purchase of Lease hold land & Buildings	(216.56)	-
	Acquisition of Other Intangible assets	(4.56)	(12.72)
	Sale of Property, Plant and Equipment	2.85	1.00
	Purchase of Investment	(12.50)	(80.00)
	Sale/Redemption of Investment	21.54	70.84
	Interest Income	155.43	19.02
	Share of Profit received from association of person (AOP)	0.01	2.90
	Dividend Received	0.08	0.03
	Maturity/(Investment) made in bank deposits (having original maturity of more than 3 months)	(559.35)	(0.05)
	Net cash flows from/(used in) investing activities (B)	(1,371.32)	(583.56)

Consolidated Statement of Cash Flows for the Year Ended 31st March, 2023

(Contd...)

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(C) CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of long term borrowings (Banks)	(201.89)	(191.22)
Repayment of finance lease	-	(9.57)
Interest and other finance cost	(325.86)	(383.41)
Interest and Financial Charges on Lease Liabilities	(21.21)	(20.53)
Inter corporate & other deposits (Net)	-	(407.98)
Working capital demand Loan - from banks	(2,053.89)	1,383.04
Working capital Loan from banks - Factoring Arrangements	294.62	(515.78)
Issue of Equity Share Capital (including premium) upon exercise of ESOS	19.58	56.25
Dividend paid to equity shareholders	(270.66)	(224.34)
Net cash flows from/(used in) financing activities (C)	(2,559.31)	(313.54)
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)	1,208.44	1,388.41
Cash & Cash Equivalents as at the beginning of year	3,590.25	2,201.62
Impact of Unrealised foreign exchange (gain)/loss on Cash and Cash Equivalents	0.27	0.22
Cash and Cash Equivalents at end of the year (Refer Note no. 13)	4,798.96	3,590.25

CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

(₹ in Million)

Particulars	Borrowings (Current & Non-Current)	Finance Lease Obligations on Hire Purchase of Vehicles Current Maturities
As at 31st March, 2021	3,044.85	9.57
Proceeds	2,529.63	-
Repayment	2,261.79	9.57
Fair Value Changes	1.02	-
As at 31st March, 2022	3,313.71	-
Proceeds	294.62	-
Repayment	2,256.13	-
Fair Value Changes	0.35	-
As at 31st March, 2023	1,352.55	-

Note :

i Amounts in brackets, represent Cash Outflow

Corporate information and summary of significant accounting policies

1 & 2

Contingent Liabilities and Commitments

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Other notes to accounts

37 to 44

The accompanying notes are an integral part of the consolidated financial statements.

As per our Report of even date.

For and on behalf of the Board of Directors of

For PAWAN SHUBHAM & CO.

KEI Industries Limited

Chartered Accountants

CIN: L74899DL1992PLC051527

ICAI Firm Registration No: 011573C

(PAWAN KUMAR AGARWAL)

(ANIL GUPTA)

(RAJEEV GUPTA)

Partner

Chairman-cum-Managing Director

Executive Director (Finance) & CFO

M.No. 092345

DIN: 00006422

DIN: 00128865

(KISHORE KUNAL)

(ADARSH KUMAR JAIN)

AVP (Corporate) & Company Secretary

Vice President (Finance)

M.No. FCS-9429

M.No. FCA-502048

Place of Signing: New Delhi

Place of Signing: New Delhi

Date: 02nd May, 2023

Date: 02nd May, 2023

1. Corporate Information:

KEI Industries Limited (hereinafter referred to as "KEI" or "the Holding Company" or "the Company") (**CIN-L74899DL1992PLC051527**) is a public limited company incorporated under the provisions of the Companies Act, 1956 having registered office at D-90, Okhla Industrial Area, Phase I, New Delhi-110020, India. It was established as a partnership firm "Krishna Electrical Industries" in the year 1968. The firm was later converted into Limited Company on 31st December 1992.

Equity Shares of the Holding Company are listed at National Stock Exchange of India Ltd (NSE), Bombay Stock Exchange Ltd (BSE) and The Calcutta Stock Exchange Ltd. The Holding Company has seven manufacturing facilities/plants located at Bhiwadi, Chopanki, Pathredi & Harchandpur in Rajasthan and Silvassa, Chinchpada & Dapada in Dadra and Nagar Haveli and Daman and Diu.

The Group is engaged in the business of manufacturing, sale and marketing of all range of power cables up to 400kV - Low Tension (LT), High Tension (HT) and Extra High Voltage (EHV), Control And Instrumentation Cables, Specialty Cables, Elastomeric/Rubber Cables, Submersible Cables, Flexible And House Wires, Winding Wires which address the cabling requirements of a wide spectrum of sectors such as Power, Oil Refineries, Railways, Automobiles, Cement, Steel, Fertilizers, Textiles and Real Estate amongst others. Group also manufactures Stainless Steel Wires. Group is also engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

Group has three major segments Cables & Wires, EPC Projects and Stainless Steel Wire.

2. Summary of Significant Accounting Policies:

2.1 General Information and Statement of Compliance with Ind AS

The Consolidated Financial Statements (hereinafter referred as Consolidated Financial Statements or the Financial Statements) of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015. These Consolidated financial statements includes Consolidated Balance Sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity for the year ended 31st March, 2023, and a summary of significant accounting policies and other explanatory information (together hereinafter referred to as Consolidated Financial Statements or the Financial Statements).

The Consolidated Financial Statements comprise Financial Statements of Holding Company and it's Subsidiary (Collectively known as "Group") and Share of Profit/Loss of Joint Venture and Associate for the year ended 31st March, 2023.

The financial statements have been prepared on historical cost basis, except for following assets and liabilities:

- i. Certain Financial Assets, Financial Liabilities and Contingent Consideration that are measured at fair value.
- ii. Assets held for sale measured at lower of cost or fair value less cost to sell.
- iii. Defined benefit plan assets measured at fair value.
- iv. Share-based payment liability measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the date of respective transactions.

Accounting policies have been consistently applied except where :

- i. A newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
- ii. The Group presents an additional balance sheet at the beginning of the earliest comparative period when: it applies an accounting policy retrospectively; it makes a retrospective restatement of items in its financial statements; or, when it reclassifies items in its financial statements, and the change has a material effect on the financial statements.

All amounts are stated in Million of Rupees, rounded off to two decimal places, except when otherwise indicated. The figure "0.00" wherever stated, represents value less than ₹ 5,000.

The Consolidated Financial Statements for year ended 31st March, 2023 were authorized and approved for issue by Board of Directors of the Holding Company on 2nd May, 2023.

2.2 Current Versus Non-Current Classification

The Group presents assets and liabilities in statement of financial position based on current/non-current classification. The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs (MCA). Operating Cycle is time between acquisition of assets for processing and their realisation in cash or cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of current non-current classification of assets and liabilities.

Classification of assets and liabilities

- i. An asset is classified as current when it is:
 - a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
 - b) Held primarily for purpose of trading,
 - c) Expected to be realised within twelve months after reporting period, or
 - d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after reporting period.

All other assets are classified as non-current.

- ii. A liability is classified as current when it is:
 - a) Expected to be settled in normal operating cycle,
 - b) Held primarily for purpose of trading,
 - c) Due to be settled within twelve months after reporting period, or
 - d) There is no unconditional right to defer settlement of liability for at least twelve months after reporting period.

All other liabilities are classified as non-current.

- iii. Deferred tax assets and Deferred tax liabilities are classified as non-current assets and liabilities.

2.3 Functional and Presentation Currency

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Holding Company. All amounts disclosed in the Consolidated financial statements which also include the accompanying notes have been rounded off to the nearest million up to two decimal places, as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4 Foreign Currency Transactions And Balances

In Consolidated Financial Statements of the Group, transactions in currencies other than functional currency are translated into functional currency at exchange rates ruling at date of transaction. Monetary assets and liabilities denominated in other currencies are translated into functional currency at exchange rates prevailing on reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are not retranslated.

All exchange differences are included in the statement of profit and loss except any exchange differences on monetary items designated as an effective hedging instrument of the currency risk of designated forecasted sales or purchases, which are recognized in the Other Comprehensive Income.

For Advance Consideration, date of transaction for purpose of determining exchange rate to use on initial recognition of the related asset, expense or income when the Group has received or paid advance consideration in Foreign Currency.

2.5 Basis of Consolidation

Basis of Accounting

- i. Financial Statements of the Subsidiary, Associate and Joint Venture in the consideration are drawn up to same reporting date as of Holding Company for purpose of consolidation.
- ii. Consolidated Financial Statements have been prepared in accordance Indian Accounting Standard (Ind AS) 110-‘Consolidated Financial Statements’ and Indian Accounting Standard (Ind AS) 111-‘Financial Reporting of interest in Joint Ventures’ specified under Section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

Principles Of Consolidation

The Consolidated Financial Statements relate to the Holding Company, its Subsidiary, Associate and Joint Venture.

Subsidiary are those entities in which the Holding Company directly or indirectly, has interest more than 50% of voting power or otherwise control composition of board or governing body so as to obtain economic benefits from activities.

Associates are all entities where the group has significant influence but not control or joint control. This is generally when the group holds between 20% and 50% of voting rights. Investment in associates are accounted for using equity method of accounting.

When Group with other parties has joint control of arrangement and rights to net assets of joint arrangement, it recognises its interest as Joint Venture.

Consolidated Financial Statements have been prepared as per the following principles

- i. Financial Statements of Holding Company and its Subsidiary are combined on a line by line basis by adding together of like items of Assets, Liabilities, Income and Expenses after eliminating intra-group balances, intra-group transactions, unrealized profits or losses in accordance with Ind AS 110-‘Consolidated Financial Statements’ notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time.
- ii. Non-Controlling Interest (NCI) in net assets of the consolidated subsidiaries is identified and presented in Consolidated Balance Sheet separately from liabilities and equity attributable to Holding Company’s shareholders. NCI in net assets of consolidated subsidiary consists of:-
 - a) Amount of equity attributable to NCI at the date on which investment in a subsidiary is made; and
 - b) NCI share of movement in equity since the date the Holding Subsidiary relationship came into existence
- iii. For acquisitions of additional interests in subsidiary, where there is no change in control, Group recognises a reduction to NCI of the respective Subsidiary with difference between this figure and cash paid, inclusive of transaction fees, being recognised in equity. In addition, upon dilution of NCI, difference between cash received from sale or listing of subsidiary shares and increase to NCI is also recognised in equity.
- iv. If Group loses control over a subsidiary, it derecognises related assets (including goodwill), liabilities, NCI and other components of equity, while any resultant gain or loss is recognised in profit and loss account. Any investment retained is recognised at fair value. Results of subsidiaries acquired or disposed of during the year are included in the Consolidated Statement of Profit and Loss from effective date of acquisition or up to effective date of disposal, as appropriate.
- v. In case of foreign subsidiaries, being non integral foreign operations, revenue items are consolidated at average exchange rates prevailing during the year. All assets and liabilities are converted at rates prevailing at end of the year. Components of equity are translated at closing rate. Any Gain or (Loss) on exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve (FCTR).
- vi. In case of Associate and Joint Venture, investments are accounted for using equity method in accordance with Ind AS-28 “Investments in Associates and Joint Ventures”. Under equity method, carrying amount of investment in Associates and Joint Ventures is increased or decreased to recognize the Group’s share of Profit and Loss and Other Comprehensive Income of Associate and Joint Venture, adjusted where necessary to ensure consistency with Accounting Policies of Group. Goodwill relating to associate or joint venture is included in carrying amount of investment and is not tested for impairment individually. The carrying amount of these investments are tested for impairment in accordance with Ind AS-36 “Impairment of Assets”.
- vii. Consolidated Financial Statements are prepared using uniform Accounting Policies for like transactions and other events in similar circumstances and are presented to extent possible, in same manner as Holding Company’s Separate Financial Statements except as otherwise stated in notes to the accounts.

2.6 Significant Management Judgements in applying Accounting Policies and Estimation Uncertainty

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of financial statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements.

Any revision to accounting estimates is recognized prospectively from the period in which results are known/ materialise in accordance with applicable Indian Accounting Standards (Ind AS). Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below.

A Significant Management Judgements

Following are Significant Management Judgements in applying Accounting Policies of the Group that have most significant effect on the Financial Statements.

I. Evaluation of Indicators for Impairment of Assets

The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of assets.

II. Revenue from contracts with customers

Certain contracts of the Group for sale of goods and services include discounts, rebates & Incentives that give rise to variable consideration. The Group determined that estimates of variable consideration are based on its historical experience, business forecast and current economic conditions. The Group determined that expected value method is appropriate method to use in estimating the variable consideration as the large number of customer contracts that have similar characteristics.

B Estimation uncertainty

Information about estimates and assumptions that have most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

I. Revenue Recognition

Where revenue contracts include deferred payment terms, management of the Group determines fair value of consideration receivable using the expected collection period and incremental rate of borrowing interest rate prevailing at the date of transaction.

II. Cost to Complete

The Group's management estimate the cost to complete for each project for the purpose of revenue recognition and recognition of anticipated losses of the projects, if any. In the process of calculating the cost to complete, management conducts regular and systematic reviews of actual results and future projections with comparison against budget. The process requires monitoring controls including financial and operational controls and identifying major risks facing the

Group and developing and implementing initiative to manage those risks. The Group's management is confident that the costs to complete the project are fairly estimated.

III. Fair Value Measurement of Financial Instrument

When fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as Liquidity Risk, Credit Risk and Volatility. Changes in assumptions about these factors could affect reported fair value of financial instruments.

IV. Impairment of Financial Assets

Impairment Provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

V. Impairment of Investments in Associates and Joint Ventures

Determining whether the investments in joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the directors have anticipated the future market conditions and other parameters that affect the operations of these entities.

VI. Inventories

The Group estimates net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market driven changes that may reduce future selling prices.

VII. Recoverability of Advances / Receivables

The Group from time to time reviews the recoverability of advances and receivables. Review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factors.

VIII. Provisions for Warranties

Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence.

IX. Income Tax and Deferred Tax

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given

the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between actual results and assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

X. Provisions and Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

XI. Defined Benefit Obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the DBO amount and the annual defined benefit expenses.

2.7 Exceptional Items

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Group's financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of associate and joint ventures and impairment losses/write down in the value of investment in associates and joint ventures and significant disposal of fixed assets.

2.8 Recent Pronouncement

On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1st April, 2023, as below:

Ind AS 1-Presentation of Financial Statements - The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Holding Company has evaluated the amendment and the impact of the amendment is insignificant in the Consolidated financial statements.

Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The definition of a change in accounting estimates has been replaced with a

definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Holding Company does not expect this amendment to have any significant impact in its Consolidated financial statements.

Ind AS 12- Income Taxes - The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company has evaluated the amendment and there is no impact on its Consolidated financial statements.

- 2.9** The significant accounting policies used in preparation of the Consolidated financial statements have been disclosed in the respective notes.

3. Property, Plant and Equipment:

Accounting Policy

Freehold land is carried at historical cost. Property, Plant and Equipment are stated at cost, net of accumulated depreciation and impairment losses, if any. Cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.

Borrowing Cost attributable to acquisition, construction of qualifying assets is capitalized until such time as the assets are substantially ready for their intended use. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalised.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and cost of the item can be measured reliably.

Expenditure incurred after Property, Plant and Equipment have been put into operation, such as repairs and maintenance, are charged to Consolidated Statement of Profit and Loss in the period in which costs are incurred.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets.

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Consolidated Statement of Profit and Loss when the asset is derecognised.

Depreciation on Property, Plant and Equipment is charged on straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by Independent valuer and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013.

The following useful lives are applied:

Asset category	Useful life
Land	
- Perpetual Lease	Treated as Freehold Land
Buildings	
- Factory Buildings	30 Years
- Building (other than factory buildings)	60 Years
- Other (including temporary structure, etc.)	05 Years
- Leasehold Building Improvements	Over the Lease period
Plant and Equipment including Project tools	05 - 20 Years
Furniture and Fittings	05 - 10 Years
Motor Vehicles	
- Hire Purchase & Owned	08 - 10 Years
Office Equipment	05 Years
Computers	
- Servers and networks	06 Years
- End user devices viz. desktops, laptops, etc.	03 Years

Property, Plant and Equipment individually costing upto ₹ 5,000 are fully depreciated in the year of acquisition.

Transition to Ind AS: On transition to Ind AS, the Group has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as at April 1, 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the Property, Plant and Equipment.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The changes in the carrying value of Property, Plant & Equipment are as follows: (₹ in Million)

Particulars	Freehold Land	Freehold Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Computers	Total
Gross Carrying Amount								
As at 1st April, 2021	96.98	1,625.92	4,535.85	99.57	86.31	45.40	73.29	6,563.32
Additions	93.65	81.22	245.68	5.42	12.49	6.80	16.02	461.28
Disposals/Adjustments	-	-	0.58	0.35	2.35	0.53	1.78	5.59
Transfer from Right of Use Assets*	-	-	-	-	37.76	-	-	37.76
As at 31st March, 2022	190.63	1,707.14	4,780.95	104.64	134.21	51.67	87.53	7,056.77
Additions	65.87	144.59	298.63	41.72	29.00	14.02	22.10	615.93
Disposals/Adjustments	-	-	61.12	0.55	11.19	1.73	0.88	75.47
Transfer from Right of Use Assets*	-	-	-	-	-	-	-	-
As at 31st March, 2023	256.50	1,851.73	5,018.46	145.81	152.02	63.96	108.75	7,597.23
Depreciation and Impairment								
As at 1st April, 2021	-	226.80	1,424.57	52.78	31.87	25.72	58.12	1,819.86
Depreciation charge for the year	-	56.74	394.42	8.54	15.29	7.80	9.70	492.49
Impairment	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	0.32	0.30	1.77	0.49	1.68	4.56
Transfer from Right of Use Assets	-	-	-	-	9.80	-	-	9.80
As at 31st March, 2022	-	283.54	1,818.67	61.02	55.19	33.03	66.14	2,317.59
Depreciation charge for the year	-	59.33	388.65	11.50	15.67	8.11	10.26	493.52
Impairment	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	41.22	0.47	8.49	1.34	0.82	52.34
Transfer from Right of Use Assets	-	-	-	-	-	-	-	-
As at 31st March, 2023	-	342.87	2,166.10	72.05	62.37	39.80	75.58	2,758.77
Net Carrying value								
As at 31st March, 2023	256.50	1,508.86	2,852.36	73.76	89.65	24.16	33.17	4,838.46
As at 31st March, 2022	190.63	1,423.60	2,962.28	43.62	79.02	18.64	21.39	4,739.18

Notes:

- Refer note no. 18 for Property, Plant & Equipment pledged as security.
- *Transferred from "Right of Use Assets" as per Ind AS 116.
- The aggregate depreciation has been included under depreciation and amortization expense in the statement of profit & loss.
- No proceedings have been initiated or are pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- All Property, Plant & Equipment are held in the name of Group, except following :-

As at 31st March, 2023					
Description of Item of property	Held in the name of	Gross Carrying value	whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of company
Land at Kheda, Gujarat	Under transfer to KEI Industries Limited from Mr. Samirmiya Kalumiya	₹ 2.33 Million	No	June-2022	Sale deed executed by seller in favour of the Holding Company along with stamp duty and registration charges and same was lodged with the concerned sub-registrar, however, original sale deed yet to be received by the Holding Company.

As at 31 st March, 2022					
Description of Item of property	Held in the name of	Gross Carrying value	whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of company
-	-	-	-	-	-

4. Capital Work in Progress:

Accounting Policy

Capital Work in Progress comprises of Property, Plant and Equipment that are not ready for their intended use at the end of reporting period and are carried at cost. Cost includes related acquisition expenses, construction cost, borrowing cost capitalized and other direct expenditure. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of Property, Plant and Equipment. Costs are capitalised till the period of assets are substantially ready for their intended use.

Depreciation is not recorded on capital work-in-progress until construction and installation is complete and the asset is substantially ready for its intended use.

The changes in carrying value of Capital Work in Progress are as follows:

(₹ in Million)

Particulars	Building	Plant & Equipment	Furniture & Fixtures	Leasehold building improvement (ROU)	Construction Period Expenses Pending allocation	Total
As at 1st April, 2021	6.22	57.66	-	7.45	0.00	71.33
Additions	75.51	144.08	0.62	116.59	0.59	337.39
Transfer to PPE/ROU	81.03	143.14	0.39	19.10	-	243.66
As at 31st March, 2022	0.70	58.60	0.23	104.94	0.59	165.06
Additions	107.14	243.88	2.52	23.47	17.79	394.80
Transfer to PPE/ROU	107.14	176.91	1.81	128.41	-	414.27
As at 31st March, 2023	0.70	125.57	0.94	0.00	18.38	145.59
Net Carrying value						
As at 31st March, 2023	0.70	125.57	0.94	0.00	18.38	145.59
As at 31st March, 2022	0.70	58.60	0.23	104.94	0.59	165.06

Notes:

- Contractual commitments for the acquisition of Property, Plant & Equipment ₹ 638.27 Million (Previous Year ₹ 98.76 Million).
- CWIP completion schedule, whose completion is overdue or has exceeded its cost compared to its original plan: ₹ NIL (Previous Year ₹ NIL).

Capital Work-in Progress (CWIP) ageing schedule as at 31st March, 2023 is as follows:

(₹ in Million)

Capital Work- in Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress-Leasehold Building Improvement	-	-	-	-	-
Projects in progress -Building	0.70	-	-	-	0.70
Projects in progress -Plant & Equipment	125.57	-	-	-	125.57
Projects in progress -Others	18.73	0.59	-	-	19.32
Total	145.00	0.59	-	-	145.59

Capital Work- in Progress (CWIP) ageing schedule as at 31st March, 2022 is as follows:

(₹ in Million)

Capital Work- in Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress-Leasehold Building Improvement	100.43	4.51	-	-	104.94
Projects in progress -Building	0.70	-	-	-	0.70
Projects in progress -Plant & Equipment	58.60	-	-	-	58.60
Projects in progress -Others	0.82	-	-	-	0.82
Total	160.55	4.51	-	-	165.06

5. Right of Use Assets:

Accounting Policy

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the group has concluded that no material changes are required to lease period relating to the existing lease contracts.

Group as a Lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

Finance lease

The Group has entered into land lease arrangement at various locations. Terms of such lease ranges from 75-95 years. In case of lease of land for 90 years and above, it is likely that such leases meet the criteria that at the inception of the lease the present value of the minimum lease payments amounts to at least substantially all of the fair value of the leased asset. Accordingly, the Group has classified leasehold land as finance leases applying Ind AS 17. For such leases, the carrying amount of the right-of-use asset at the date of initial application of Ind AS 116 is the carrying amount of the lease asset on the transition date as measured applying Ind AS 17.

Leasehold land is amortised on a straight line basis over the unexpired period of their respective lease ranging from 75-95 years. Leasehold improvements are depreciated on straight line basis over their initial agreement period.

A- Changes in the carrying value of Right of Use assets are as follows:

(₹ in Million)

Particulars	Lease hold Land	Lease hold Buildings Improvements	Buildings & Warehouses	Asset Taken on Finance Lease - Hire Purchase Vehicles	Total
Gross Carrying Amount					
As at 1st April, 2021	306.77	48.24	313.82	37.76	706.59
Additions	-	17.59	2.33	-	19.92
Disposals/Adjustments	-	7.54	-	-	7.54
Transfer to PPE	-	-	-	37.76	37.76
As at 31st March, 2022	306.77	58.29	316.15	-	681.21
Additions	180.92	89.61	67.00	-	337.53
Disposals/Adjustments	-	-	-	-	-
Transfer to PPE	-	-	-	-	-
As at 31st March, 2023	487.69	147.90	383.15	-	1,018.74
Depreciation and Impairment					
As at 1st April, 2021	7.13	13.28	66.55	9.80	96.76
Depreciation charge for the year	3.60	6.91	41.68	-	52.19
Impairment	-	-	-	-	-
Disposals/Adjustments	-	7.15	-	-	7.15
Transfer to PPE	-	-	-	9.80	9.80
As at 31st March, 2022	10.73	13.04	108.23	-	132.00
Depreciation charge for the year	3.84	17.45	47.56	-	68.85
Impairment	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-
Transfer to PPE	-	-	-	-	-
As at 31st March, 2023	14.57	30.49	155.79	-	200.85
Net Carrying value					
As at 31st March, 2023	473.12	117.41	227.36	-	817.89
As at 31st March, 2022	296.04	45.25	207.92	-	549.21

Notes:

- Refer note no. 18 for Right of Use Assets pledged as security.
- The aggregate depreciation of ROU assets has been included under depreciation and amortization expense in the statement of profit & loss.
- During the year, the Group purchased leasehold land along with factory building thereon. Value of leasehold land and building has been bifurcated based upon report of the registered valuer.

B. The following is the break-up of current and non-current lease liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non-current lease liabilities	219.15	206.72
Current lease liabilities	46.57	33.42

C. Disclosures as required under Ind-AS 116 " Leases":

(i) Maturity analysis of lease liabilities on Unconditional basis:

(₹ in Million)

Maturity analysis - contractual undiscounted cash flows	Class 1 - Buildings & Warehouses	
	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Less than one year	66.48	51.96
One to five years	224.32	193.30
More than five years	35.82	64.01

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ii) Amounts recognised in Statement of profit and loss:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Depreciation on ROU Assets	68.85	52.19
Interest on lease liabilities	21.21	20.53
Lease payments not recognised as a liability in Other Expenses		
- Variable lease payments not included in the measurement of lease liabilities	-	-
- Expenses relating to short-term leases	8.44	8.44
- Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	54.95	55.68

(iii) Amounts recognised in the statement of cash flows:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Total cash outflow for leases	124.82	119.43

(iv) Future Lease Commitments

The total future cash out flow for leases that had not yet commenced: ₹ 19.72 Million (Previous year ₹ Nil).

6. Other Intangible Assets:

Accounting Policy

Other intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortisation and impairment loss, if any. The cost comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities).

Amortisation is recognised in Consolidated Statement of Profit and Loss on straight-line basis over estimated useful lives of respective Other intangible assets, but not exceeding useful lives given hereunder:

Asset category	Useful Life
Computer Software	05 Years

The residual values, useful lives and methods of amortisation of Other intangible assets are reviewed at each financial year end and adjusted prospectively.

De-recognition of Other Intangible Assets

An item of Other intangible Asset or any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the Intangible Asset (calculated as the difference between net disposal proceeds and carrying amount of the Intangible Asset) is included in Consolidated Statement of Profit and Loss Account when asset is derecognised.

The changes in the carrying value of Intangible assets are as follows:

(₹ in Million)

Particulars	Other Intangibles (Computer software)	Total
Gross Carrying amount (at cost)		
As at 1st April, 2021	67.28	67.28
Additions during the year	12.72	12.72
Disposals/Adjustments	-	-
As at 31st March, 2022	80.00	80.00
Additions during the year	4.56	4.56
Disposals/Adjustments	-	-
As at 31st March, 2023	84.56	84.56
Accumulated Amortization		
As at 1st April, 2021	49.41	49.41
Amortization during the year	9.86	9.86
Disposals/Adjustments	-	-
As at 31st March, 2022	59.27	59.27
Amortization during the year	8.42	8.42
Disposals/Adjustments	-	-
As at 31st March, 2023	67.69	67.69
Net Carrying value		
As at 31st March, 2023	16.87	16.87
As at 31st March, 2022	20.73	20.73

Note:

- (a) The aggregate amortization of Other intangible assets has been included under depreciation and amortization expense in the Consolidated statement of profit & loss.

7. Investments:

Accounting Policy

(i) Investments In Associates and Joint Ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to net assets of joint venture. Joint control is contractually agreed sharing of control of an arrangement, which exists only when decisions about relevant activities require unanimous consent of parties sharing control.

An associate is an entity over which the Group has significant influence. Significant influence is power to participate in financial and operating policy decisions of investee but is not control or joint control over those policies.

Investment in joint ventures and associates are carried at cost as per Ind AS 27. Cost comprises price paid to acquire investment and directly attributable cost.

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate or joint venture since the acquisition date.

The Consolidated statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the associate or joint venture, the Group recognizes its share of any changes, when applicable, in the Consolidated statement of changes in equity. If Group's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized. The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss. The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group. After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognizes the loss as 'Share of profit of an associate and a joint venture' in the consolidated statement of profit or loss. Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment less cost to sell is recognized in profit or loss. The Group discontinues the use of equity method from the date the investment is classified as held for sale in accordance with Ind AS 105 - Non-current Assets Held for Sale and Discontinued Operations and measures the interest in associate and joint venture held for sale at the lower of its carrying amount and fair value less cost to sell.

(ii) Investments at Fair Value through OCI

Investments in Mutual funds and in Equity Instruments of other companies are classified as Investments at Fair Value through OCI, as these investments are held with objective of collection of contractual cash flows and subsequent selling of these investments.

Non Current Investment:

(₹ in Million)

Particulars		As at 31 st March, 2023	As at 31 st March, 2022
1.	Investments Equity Instruments (Quoted and Unquoted)		
	a) In Associate*	-	-
	b) Others ** (Investments at fair value through OCI)	5.73	4.87
2.	Investments Mutual Funds (Unquoted) (Investments at fair value through OCI)		
	a) Investments in Mutual Funds***	6.97	15.27
3.	Investment in AOP (Unquoted) (Investments at Cost)		
	a) Investments in Joint Venture of KEI Industries Ltd New Delhi & Brugg Kabel AG Switzerland ****	-	0.02
	Total Investments	12.70	20.16

****During the year, Joint Venture between the Holding Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f. 14th November, 2022. The dissolution will not have any impact on the operations of the Group and, is not material to the Group. However, Holding Company's technical collaboration with Brugg Kabel AG, Switzerland for 400kV Cable is continuing.

Particulars	Face value Per Unit	As at 31 st March, 2023		As at 31 st March, 2022	
		Number of shares / units	₹ in Million	Number of shares / units	₹ in Million
* Investments in Associates (at cost) fully Paid					
-- KEI Cables SA (PTY) Limited	1 ZAR	490	0.00	490	0.00
Less: Provision for Impairment ₹ 2,351 (Previous year ₹ 2,351)			0.00		0.00
Net Investment in Associate			-		-
** Investments in Equity Shares (Quoted) --Fully Paid					
--- State Bank of India	₹ 1	670	0.35	670	0.33
--- PNB Gilts Limited	₹ 10	8000	0.46	8000	0.48
--- Punjab National Bank	₹ 2	11000	0.51	11000	0.39

Particulars	Face value Per Unit	As at 31 st March, 2023		As at 31 st March, 2022	
		Number of shares / units	₹ in Million	Number of shares / units	₹ in Million
--- Bank of Baroda	₹ 2	285	0.05	285	0.03
--- ICICI Bank Limited	₹ 2	4950	4.34	4950	3.61
--- YES Bank Limited	₹ 2	1270	0.02	1270	0.02
--- Jaypee Infratech Limited	₹ 10	5000	-	5000	0.01
--- Technofab Engineering Limited	₹ 10	104228	-	104228	-
Total Equity Investments (FVOCI)			5.73		4.87
*** Investments in Mutual Funds (Unquoted)					
--- UTI-Opportunities Fund-Growth	₹ 10	11,770.711	1.26	11,770.711	1.16
--- L192D SBI PSU Fund-Regular Plan-Dividend	₹ 10	2,12,944.872	3.21	2,12,944.872	2.82
--- INF955L01I19 Baroda Equity Savings Fund-Regular Growth	₹ 10	-	-	99,990.000	1.24
--- Baroda BNP Paribas Balanced Advantage Fund -Regular Growth-(DE-GP-G)	₹ 10	-	-	6,19,157.897	10.05
--- Baroda BNP Paribas Multi Asset Fund -Regular Growth (MA-RG-G)	₹ 10	2,49,977.501	2.50	-	-
Total investments in Mutual Funds (FVOCI)			6.97		15.27
Aggregate value of quoted investments			28.62		28.62
Aggregate Market value of quoted investments			5.73		4.87
Aggregate value of unquoted investments			4.80		13.30
Aggregate amount of impairment in value of investments			0.00		0.00

Refer note below for information on financial information, principal place of business and the Holding Company's ownership interest in the above Associate and joint venture.

The Group has not traded or invested in crypto currency or virtual currency during the financial year and in the previous financial year.

Interest in Other Entities

(a) Joint Venture and Associate:

Set out below are the joint venture and associate of the group as at 31st March, 2023 which, in the opinion of the directors, are not material to the group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

This Joint Venture is a Jointly Controlled Entity within the meaning of Ind AS - 111 on "Joint Arrangements". The Joint Venture is in form of a Association of Persons (AOP) and the Holding company is holding 100% share in Profit / Loss of AOP. Holding Company has not invested any amount as capital in Joint Venture. Investment in Joint Venture is accounted for in accordance with Ind AS-28 " Investments in Associate and Joint Venture". The Joint Venture has been dissolved w.e.f. 14th November, 2022.

The Associate is a Jointly Controlled Entity within the meaning of Ind AS - 111 on "Joint Arrangements". The Associate is form of separate entity and the Group is holding 49% of ownership Interest. Investment in Associate is Accounted for in Accordance with IND AS 28 " Investment in Associate and joint venture"

Name of Entity	Place of business	Functional Currency	Ownership Interest held by the Group		Relationship
			As at 31 st March, 2023	As at 31 st March, 2022	
Joint Venture of KEI Industries Ltd New Delhi & Brugg Kable AG Switzerland*	India	INR	-	100%	Joint Venture
Investments in KEI Cables SA (PTY) Limited	South Africa	ZAR	49%	49%	Associate

*The Joint Venture has been dissolved w.e.f. 14th November, 2022.

(b) Summarized Financial Information for Joint Venture and Associate are set out below:

(₹ in Million)

Particulars	KEI Cables SA (PTY) Limited		Joint Venture of KEI Industries Ltd New Delhi & Brugg Kable AG Switzerland	
	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022
Non-Current Assets	-	-	NA	-
Current Assets ^(a)	28.61	30.54	NA	0.02
Total Assets (A)	28.61	30.54	NA	0.02
Non-Current Liabilities	-	-	NA	-
Current Liabilities ^(b)	45.73	53.23	NA	-
Total Liabilities (B)	45.73	53.23	NA	-
Net Assets C= (A-B)	(17.12)	(22.69)	NA	0.02
Group Share in %	49%	49%	NA	100%
Group Share in Net Assets	(8.39)	(11.12)	NA	0.02
Net assets recognised in consolidated financial statements*	-	-	NA	0.02
a) Includes Cash and Cash Equivalents	0.27	18.11	NA	0.02
b) Includes Financial Liabilities (excluding Trade and Other Payables and Provisions)	10.63	11.94	NA	-

* Due to full Impairment in Value of Investment

(c) Summarized statement of Profit & Loss for Joint Venture and Associate are set out below:

(₹ in Million)

Particulars	KEI Cables SA (PTY) Limited		Joint Venture of KEI Industries Ltd New Delhi & Brugg Kable AG Switzerland	
	Year ended 31 st March, 2023	Year ended 31 st March, 2022	Period ended 14 th November, 2022	Year ended 31 st March, 2022
Revenue	13.87	9.47	-	0.35
Cost of Materials Consumed	3.95	4.37	-	-
Finance Costs	0.49	0.11	0.00	0.00
Other Expenses	8.21	1.54	-	-
Tax expense	-	-	-	-
Profit/ (Loss) Before Tax	1.22	3.45	(0.00)	0.35
Tax Expense	-	-	-	-
Profit for the Year	1.22	3.45	(0.00)	0.35
Other Comprehensive Income for the Year	-	-	-	-
Total Comprehensive Income for the Year	1.22	3.45	(0.00)	0.35
Group share in %	49%	49%	100%	100%
Group Share in Profit/(Loss) for the Year	0.60	1.69	(0.00)	0.35
Group Share not Consider due to Impairment in Value of Investment	(0.60)	(1.69)	-	-
Carried Over to the Statement of Profit and Loss	-	-	(0.00)	0.35
Reconciliation of the above mentioned summarized financial information to the carrying amount of interest in the joint venture recognised in consolidated financial statement.				
Group's Share of net assets as above	(8.39)	(11.12)	NA	0.02
Group Share not Consider due to Impairment in Value of Investment	8.39	11.12	NA	-
Amount Carried to Balance Sheet	-	-	NA	0.02

8. Loans:

A. Loans - Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured, considered good	-	-
Unsecured, considered good		
Loans to Workers & Staff	3.44	4.13
Loans having Significant increase in Credit Risk	-	-
Credit Impaired	-	-
Total	3.44	4.13

B. Loans - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Unsecured, Considered Good		
Loans to Related Parties- Associate "KEI Cables SA (PTY) Limited"	10.63	-
Loans to Workers & Staff	10.21	6.81
Total	20.84	6.81
Loan Receivables - Having Significant increase in credit risk		
Loans to Related Parties		
-Associate "KEI Cables SA (PTY) Limited"	-	10.75
- Less: Impairment in Loans Receivables	-	5.28
Total	-	5.47
Total	20.84	12.28

*For Related Parties disclosures refer Note No. 37

Loans or Advances to Specified Persons

-- Repayable on demand

(₹ in Million)

Type of Borrower	As at 31 st March, 2023		As at 31 st March, 2022	
	Gross amount of Loan or advance in the nature of loan outstanding	% of Total Loans and advances in the nature of loans	Gross amount of Loan or advance in the nature of loan outstanding	% of Total Loans and advances in the nature of loans
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties as per the Act-Associate	10.63	44%	10.75	50%

- C. The Group has complied with the provision Section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
- D. The Group has not entered with any Scheme(s) of arrangement in terms of Sections 230 to 237 of the Companies Act, 2013.
- E. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries). The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

9. Other Financial Assets:

Accounting Policy

Contract Assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (where only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned/deferred revenue ("contract liability") is recognised when there is billing in excess of revenue.

A. Other Financial Assets - Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Security Deposits/Rental Deposits to Related Parties (refer note no 37)	1.43	1.32
Security Deposits/Rental Deposits to Others	102.01	115.84
Fixed Deposits with banks having more than 12 month Maturity*	0.18	3.52
Unpaid Dividend Bank Account **	2.55	2.58
Total	106.17	123.26

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
*Fixed Deposits under lien/custody with Banks / Others	0.18	3.52

** Balance in unpaid dividend bank account can only be used towards settlement of dividend unclaimed by shareholders of the Holding Company or by transfer to Investor Education Protection Fund.

B. Other Financial Assets - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Security Deposits to Related Parties (refer note no 37)	4.97	4.97
Security Deposits to Others	8.41	11.83
Contract Assets [refer note no 24 (f)]	127.75	213.84
Others		
--- Interest Accrued on bank deposits	13.68	4.19
	154.81	234.83

10. Other Assets:

A. Other Assets- Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Capital Advances	145.61	37.79
Others		
--- Prepaid Expenses	1.47	0.45
Total	147.08	38.24

B. Other Assets - Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Advances other than capital advances		
--- Advances to Suppliers	693.41	421.32
--- Advances/Amount Recoverable*	5.37	14.17
Others		
--- Prepaid Expenses	65.37	54.04
--- Earnest Money	24.60	22.22
--- Claims Recoverable from Government**	316.47	457.65
Total	1,105.22	969.40

*Break-up of amount recoverable from Related Parties:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Recoverable from Associate "KEI Cables SA PTY LTD" (refer note no 37)	4.01	3.02
Total	4.01	3.02
Total	4.01	3.02

**Claim recoverable from Government primarily consist of input tax credits and other taxes recoverable from various Central and State Governments.

11. Inventories:

Accounting Policy

Raw materials, traded goods, Work-in-progress, finished goods, packing materials, project material and stores ,spares and consumables are valued at lower of cost or net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, packing materials, and stores,spares and consumables is determined on a Moving Weighted Average Cost Method basis.

Work-in-progress and finished goods, are valued at lower of cost or net realisable value. Cost includes direct materials as aforesaid and allocated production overheads.

Project Material, Traded Goods at lower of cost and or realisable value. Cost is determined on a weighted average method.

The stock of scrap materials have been valued at net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make sale.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Raw Materials Including in Transit	2,247.51	2,044.55
Work -in- Progress	2,735.50	2,811.73
Finished Goods Including in Transit	5,510.22	5,531.21
Traded Goods	14.71	13.49
Stores, Spares and consumables Including in Transit	86.27	87.94
Project Materials Including in Transit	183.81	98.52
Packing Materials	137.17	119.84
Scrap Materials	107.72	86.80
Total	11,022.91	10,794.08

Notes:-

(a) The above includes Goods-In-Transit as under:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
--- Finished Goods	1,353.99	1,635.14
--- Raw Materials	183.22	120.55
--- Project Materials	90.22	35.37
--- Traded Goods	-	2.71
--- Stores & Spares	-	8.17
Total	1,627.43	1,801.94

(b) "During the year ended 31st March, 2023 ₹ 39.25 Million (Previous Year ₹ 35.16 Million) was recognised as an expense for inventories carried at net realisable value."

(c) Value of Inventories includes held by third parties as at 31st March, 2023 ₹ 24.92 Million (Previous Year ₹ 36.35 Million).

(d) Inventories are hypothecated as security against bank borrowings (refer note no. 18).

12. Trade Receivables:

Accounting Policy

Trade receivables represent Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Trade Receivables are generally non-interest bearing and are recognised initially at fair value and subsequently measured at cost less provision for impairment.

As a practical expedient the Group has adopted 'Simplified Approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three years rolling average default rates observed over the expected life of the trade receivables and is adjusted

for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses.

Trade Receivables current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured, Considered Good	-	-
Unsecured, Considered Good	13,957.36	14,084.06
Receivables having Significant Increase in Credit Risk *	99.93	77.56
Receivables Credit Impaired*	-	-
Total Trade Receivables (Gross)	14,057.29	14,161.62
Less: Expected Credit Loss (ECL)	79.50	186.91
Less: Impairment Allowance for Trade receivable - Significant Increase in Credit Risk *	99.93	19.38
Less: Impairment Allowance for Trade receivable - Credit Impaired	-	-
Total Impairment Allowance	179.43	206.29
Total	13,877.86	13,955.33

(a) Movement in impairment allowance – Trade Receivables

(₹ in Million)

Reconciliation of Loss Allowance	Loss allowance
Impairment Loss allowance on 1st April, 2021	219.27
Expected credit loss (ECL) Recognized/ (Reversal)	(12.98)
Impairment Loss allowance on 31st March, 2022	206.29
Expected credit loss (ECL) Recognized/ (Reversal)	(26.86)
Impairment Loss allowance on 31st March, 2023	179.43

- (b) No trade or other receivable are due from directors or officers of Group either severally or jointly with other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- (c) The carrying amount of the trade receivables include receivables which are subject to a factoring arrangement. Under this arrangement, Group has transferred the relevant receivables to factor in exchange for cash and is prevented from selling or pledging the receivables. However, Group has retained late payment and credit risk. Group therefore continues to recognize transferred assets in their entirety in its Balance Sheet. Amount repayable under the factoring arrangement is presented as secured borrowing.

Relevant carrying amounts are as follows:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Total Transferred Receivables	1,352.55	1,057.93
Associated Secured Borrowing (refer note no. 18B)	1,352.55	1,057.93

- (d) Trade receivables are usually non-interest bearing and are generally on credit terms up to 90 days except EPC business.
- (e) For EPC business trade receivables are non-interest bearing and credit terms are specific to contracts.
- (f) * Includes Trade Receivable and impairment allowance thereon, for Related Parties disclosures, refer note no. 37.
- (g) Trade receivables have been hypothecated as security against bank borrowings, the terms relating to which have been described in note no. 18.
- (h) Refer note no. 39 for Accounting Policies on Financial instruments.
- (i) Trade Receivables include Retention by Customers as at 31st March, 2023 ₹ 2,483.92 Million (Previous Year ₹ 3,029.98 Million). Retention are specific to projects and are generally receivable within six months from completion of Project.

(j) Trade Receivables (Current) Ageing Schedule as at 31st March, 2023:

(₹ in Million)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	9,144.68	3,558.96	666.74	270.88	159.01	157.09	13,957.36
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	22.28	26.42	18.40	32.83	99.93
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	9,144.68	3,558.96	689.02	297.30	177.41	189.92	14,057.29
Less: Allowance for Expected Credit Loss (ECL)							79.50
Less: Allowance for significant increase in credit risk							99.93
Total Trade Receivables							13,877.86

Trade Receivables (Current) Ageing Schedule as at 31st March, 2022:

(₹ in Million)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	8,803.28	3,921.24	377.72	779.66	172.19	29.97	14,084.06
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	12.39	3.28	14.67	47.22	-	77.56
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	8,803.28	3,933.63	381.00	794.33	219.41	29.97	14,161.62
Less: Allowance for Expected Credit Loss (ECL)							186.91
Less: Allowance for significant increase in credit risk							19.38
Total Trade Receivables							13,955.33

13. Cash and Cash Equivalents:**Accounting Policy**

Cash and Cash Equivalents comprise Cash in Hand, Balances in Bank Account, Remittance in Transit, Cheques in hand and Demand Deposits, together with other short-term, highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Cash in Hand	2.58	2.72
Balances with Banks		
--- Current Accounts	700.12	1,830.06
--- Fixed Deposits with less than 3 month maturity*	4,096.26	1,750.01
--- Fixed Deposits with Banks as Deposits Repayment Reserve Account**	-	7.46
Total	4,798.96	3,590.25

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
*Fixed Deposits under lien/custody with Banks /Others	0.10	0.01

** Deposits Repayment Reserve Account is created as per requirement of Sec. 73 of Companies Act, 2013.

14. Bank Balances other than Cash and Cash Equivalents:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fixed Deposits with original maturity of more than 3 months but less than 12 months*	572.53	2.75
Fixed Deposits with Banks as Deposits Repayment Reserve Account**	-	7.09
Unpaid Dividend Accounts	0.22	0.27
Total	572.75	10.11

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
* Fixed Deposits under lien/custody with Banks /Others	12.53	2.75

** Deposits Repayment Reserve Account is created as per requirement of Sec. 73 of Companies Act, 2013.

15. Income Taxes:

Accounting Policy

Current Income Tax assets and liabilities are measured at amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside Profit and Loss is also recognised outside profit and loss (either in Other Comprehensive Income or in Equity). Current tax items are recognised in correlation to underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Income Tax expense for the year comprises of current tax and deferred tax.

Further, the Group periodically receives notices and inquiries from income tax authorities related to the Group's operations. The Group has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands, if any, by the income tax authorities will not succeed on ultimate resolution.

(A) Income Tax Assets:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Income Tax Refundable (Net of provision for taxation)	59.97	44.37
	59.97	44.37

(B) Current Tax Liabilities (Net):**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Provision for Current Tax (Net of advance Tax)	54.57	146.57
Total	54.57	146.57

(C) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Income tax expense		
Accounting Profit	6,420.07	5,074.93
Enacted tax rates in India	25.168%	25.168%
Computed expected tax expense	1,615.80	1,277.26
Tax effect of Exempt non operating income	0.00	(0.73)
Tax effect due to non-taxable income for Indian tax purposes	(0.48)	(1.85)
Overseas taxes	0.48	1.85
Tax reversals due to expenses allowed for Indian tax purpose	(373.56)	(413.41)
Tax Effect of non-deductible expenses	425.24	450.39
Adjustment of tax relating to earlier years	0.45	(0.44)
Total Current Income tax expense	1,667.93	1,313.07
Deferred tax		
(Decrease) /Increase in deferred tax liabilities	(6.13)	(18.91)
Decrease / (Increase) in deferred tax assets	(15.15)	20.97
Total deferred tax expenses/(credit)	(21.28)	2.06
Total Income tax expense	1,646.65	1,315.13

The applicable Indian corporate statutory tax rate for the year ended 31st March, 2023 and 31st March, 2022 is 25.168%.

Overseas Tax expense is due to income taxes payable overseas, principally in Nepal.

(D) Deferred Tax**Accounting Policy**

Deferred Income Taxes are calculated using Balance Sheet Approach, on temporary differences between tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except when it is probable that temporary differences will not reverse in foreseeable future. Deferred tax assets are recognised for all deductible temporary differences and carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to extent that it is probable that taxable profit will be available against which deductible temporary differences and carry forward of unused tax credits and unused tax losses can be utilized.

Carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and same taxation authority.

Deferred Tax Asset / Liability (Net):

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Deferred Tax Liability :		
Additional depreciation/amortization on PPE and Intangible Assets	435.60	443.88
Other timing differences	-	0.09
Defined benefit obligations	2.24	4.45
Total Deferred Tax Liabilities	437.84	448.42
Deferred Tax Asset :		
Liabilities / provisions that are deducted for tax purposes when paid	43.01	23.73
Impairment allowance on Doubtful Debts/Loan/ Investment	46.01	54.10
Right of use assets	66.88	60.44
Other timing differences	15.52	15.73
Total Deferred Tax Assets	171.42	154.00
Net Deferred Tax Liability	266.42	294.42

(E) Movement in Deferred Tax Assets:

(₹ in Million)

Particulars	On inventory restatement	Provision for doubtful debts/ loans/ advances that are deducted for tax purposes when written off	Defined benefit obligations	Liabilities / provisions that are deducted for tax purposes when paid	Other items- Other Jurisdiction	Other items	Total deferred tax assets
As at 1st April, 2021	13.77	57.09	7.19	23.87	-	80.23	182.15
-- Profit and Loss*	(13.77)	(2.99)		(0.14)	-	(4.07)	(20.97)
-- Other Comprehensive Income		-	(7.19)	-	-	0.01	(7.18)
As at 31st March, 2022	-	54.10	-	23.73	-	76.17	154.00
-- Profit and Loss	-	(8.09)	(4.45)	19.28	-	8.41	15.15
-- Other Comprehensive Income		-	2.24	-	-	0.03	2.27
As at 31st March, 2023	-	46.01	(2.21)	43.01	-	84.61	171.42

(F) Movement in Deferred Tax Liabilities:**(₹ in Million)**

Particulars	Additional depreciation/ amortization on PPE and Intangible Assets	Additional depreciation/ amortization on PPE and Intangible Assets- Other Jurisdiction	Defined benefit obligations	Other items	Total deferred tax liabilities
As at 1st April, 2021	461.94	0.60	-	0.34	462.88
-- Profit and Loss	(18.06)	(0.60)	-	(0.25)	(18.91)
-- Other Comprehensive Income	-	-	4.45	-	4.45
As at 31st March, 2022	443.88	-	4.45	0.09	448.42
-- Profit and Loss	(8.28)	-	2.24	(0.09)	(6.13)
-- Other Comprehensive Income	-	-	(4.45)	-	(4.45)
As at 31st March, 2023	435.60	-	2.24	-	437.84

(G) Details of transaction not recorded in the books of account that has been surrendered/ disclosed as income during the year ended 31st March, 2023 in the tax assessments ₹ Nil (Previous year ₹ Nil).

(H) The Group does not have any unrecorded income and assets related to previous years which are required to be recorded during the year ended 31st March, 2023 and during the ended 31st March, 2022.

16. Equity Share Capital:**(₹ in Million)**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Authorized Share Capital		
110,000,000 (Previous Year 110,000,000) Equity Shares of ₹ 2/- each	220.00	220.00
300,000 (Previous Year 300,000) Preference Shares of ₹ 100/- each	30.00	30.00
Total	250.00	250.00
Issued, Subscribed & Paid-up		
90,192,438 (Previous Year 90,105,438) Equity shares of ₹ 2/- each fully paid	180.38	180.21
Total	180.38	180.21

(a) Rights, preferences and restrictions attached to shares:

Equity Shares: The Holding company has issued one class of equity shares having par value of ₹ 2 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors of Holding Company is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation of the Holding company, the equity shareholders are eligible to receive the remaining assets of the Holding Company after distribution of all preferential amounts in proportion to their shareholding.

(b) Reconciliation of Number of Equity Shares outstanding and the amount of share capital:

(₹ in Million)

Particulars	As at 31 st March, 2023		As at 31 st March, 2022	
	Number of shares	₹ in Million	Number of shares	₹ in Million
Balance as at the beginning of the year	9,01,05,438	180.21	8,98,55,438	179.71
Add: Equity Shares issued during the year through ESOP*	87,000	0.17	2,50,000	0.50
Balance as at the end of the year	9,01,92,438	180.38	9,01,05,438	180.21

* Equity Shares of face value ₹ 2/- each issued to eligible employees of the Holding Company under KEI Employees Stock Option Scheme-2015.

(c) List of Equity Shareholders holding more than 5% of the aggregate Equity Shares:

Name of shareholder	As at 31 st March, 2023		As at 31 st March, 2022	
	Nos.	%	Nos.	%
Mr. Anil Gupta	1,09,93,302	12.19	1,16,93,302	12.98
M/s Anil Gupta HUF beneficiary Mr. Anil Gupta	46,50,375	5.16	46,50,375	5.16
M/s Projection Financial and Management Consultants Private Limited	79,00,000	8.76	79,00,000	8.76
Small Cap World Fund, INC	39,12,218	4.34	45,26,134	5.02

(d) The details of shareholding of promoters are as under as at 31st March, 2023 and 31st March, 2022 are as follows:

Promoter name	As at 31 st March, 2023		As at 31 st March, 2022		% Change during the year**
	Number of shares	% of total share	Number of shares	% of total share	
Promoter					
Anil Gupta	1,09,93,302	12.19	1,16,93,302	12.98	-0.79
Archana Gupta	8,37,315	0.93	8,37,315	0.93	-0.00
Promoter Group					
Anil Gupta HUF (Karta - Anil Gupta)	46,50,375	5.16	46,50,375	5.16	-0.00
Projection Financial and Management Consultants Private Limited	79,00,000	8.76	79,00,000	8.76	-0.00
Shubh Laxmi Motels and Inns Private Limited	34,80,000	3.86	34,80,000	3.86	-0.00
Soubhagya Agency Private Limited	31,25,000	3.46	31,25,000	3.47	-0.01
KEI Cables Private Limited	15,75,000	1.75	15,75,000	1.75	-0.00
Dhan Versha Agency Private Limited	10,00,000	1.10	10,00,000	1.11	-0.01
Total	3,35,60,992	37.21	3,42,60,992	38.02	-0.81

(e) Aggregate number of shares issued during the period of 5 years immediately preceding the reporting date:

During the year 2017-18, 5,64,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2018-19, 5,64,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2019-20, 5,79,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2019-20, 100,00,000 equity shares of ₹ 2 each fully paid were issued to Qualified Institutional Buyers under QIP.

During the year 2020-21, 3,51,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

During the year 2021-22, 2,50,000 equity shares of ₹ 2 each fully paid were issued under KEI Stock Option Scheme, 2015.

(f) There were no buy back of shares or issue of shares pursuant to contract without payment being received in cash in previous 5 years.**(g) Dividend:****Accounting Policy**

Dividend Payments: Final dividend distribution to shareholders is recognised as a liability in the period in which dividend is approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable and corresponding tax on Dividend Distribution (if any) is recognised directly in equity.

Companies are required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Interim equity dividend*	270.58	225.26
Final equity dividend	-	-

* The Holding Company declared and paid an interim dividend of ₹ 3.00/- per equity share (150%) on 23rd January, 2023, resulting in cash out flow of ₹ 270.58 Million for the Financial year 2022-23. The Board has proposed that this may be treated as final dividend for Financial Year 2022-23.

The Holding Company declared and paid an interim dividend of ₹ 2.50/- per equity share (125%) on 27th January, 2022, resulting in cash out flow of ₹ 225.26 Million for the Financial year 2021-22.

For dividend paid to Related Parties, refer note no. 37.

(h) Employee stock Option Plan (ESOP):**Accounting Policy**

Fair Value of options granted under this option plan is recognised as an employee benefit expense with corresponding increase in equity in accordance with recognition and measurement principles as prescribed in Ind AS 102 Share Based Payments.

Total expense is recognised over the vesting period, which is period over which all of specified vesting conditions are to be satisfied. At end of the reporting period, the Holding company revises its estimates of the number of options that are expected to vest based on the non-market vesting

and service conditions. It recognises impact of revision to original estimates, if any, in profit and loss, with corresponding adjustment to equity.

No expense is recognised for options that do not ultimately vest because non-market performance and/or service conditions have not been met.

The dilutive effect, if any of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Employee Stock Options

The Holding Company had approved "KEI Employees Stock Option Scheme" (KEI ESOS 2015 or Scheme) for granting Employees Stock Options in the form of Equity Shares to eligible employees and the same was approved by the members of the Holding Company on September 16, 2015. The plan is administered under the supervision of the Nomination and Remuneration Committee of the Board of Directors of the Holding Company ("Committee") in compliance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and other applicable provisions for the time being in force. The Nomination and Remuneration Committee had granted 2,252,000 share Options (par value ₹ 2/- each share) on September 23, 2015; 15,000 share Options (par value ₹ 2/- each share) were granted on September 25, 2018 and further granted 13,65,000 share options and 30,000 share options (par value ₹ 2/- each share) on August 05, 2019 and September 27, 2019 respectively which were exercised by eligible employees. In FY 2022-23, the Nomination and Remuneration Committee further granted 1,96,000 share Options (par value ₹ 2/- each share) on September 22, 2022 which will vest over a period of 4 years from the date of grant. Details of Scheme is given as below:

Vesting Particulars of Options granted on 22.09.2022 (Grant V)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	49,000	225.00	07-10-2023	1,96,000
2 nd vesting - at the end of 2 nd year from the date of grant	49,000	225.00	07-10-2024	1,47,000
3 rd vesting - at the end of 3 rd year from the date of grant	49,000	225.00	07-10-2025	98,000
4 th vesting - at the end of 4 th year from the date of grant	49,000	225.00	07-10-2026	49,000

The above said options can be exercised any time within a period of 30 days from the date of vesting and will be settled by way of equity shares in accordance with the aforesaid scheme.

Vesting Particulars of Options granted on 27.09.2019 (Grant IV)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	10,000	225.00	12-10-2020	30,000
2 nd vesting - at the end of 2 nd year from the date of grant	10,000	225.00	12-10-2021	20,000
3 rd vesting - at the end of 3 rd year from the date of grant	10,000	225.00	12-10-2022	10,000

Vesting Particulars of Options granted on 05.08.2019 (Grant III)	Options vested	Weighted average exercise price (₹)	Option Expiry Date	Outstanding share options from the date of grant
1 st vesting - at the end of 1 st year from the date of grant	4,55,000	225.00	20-08-2020	13,65,000
2 nd vesting - at the end of 2 nd year from the date of grant	4,55,000	225.00	20-08-2021	9,10,000
3 rd vesting - at the end of 3 rd year from the date of grant	4,55,000	225.00	20-08-2022	4,55,000

Movement of options granted under the Scheme are:

Particulars	KEI ESOS 2015		
	V	IV	III
Date of Grant	22.09.2022	27.09.2019	05.08.2019
Options outstanding as at 1st April, 2021	NIL	20,000	7,02,000
Options Granted during the year	NIL	NIL	NIL
Option vested	NIL	10,000	3,51,000
Option exercised	NIL	4,000	2,46,000
Option expired during the year	NIL	6,000	1,05,000
Options Exercisable at the end of the year	NIL	10,000	3,51,000
Options outstanding as at 31st March, 2022	NIL	10,000	3,51,000
Options Granted during the year	1,96,000	NIL	NIL
Option vested	NIL	10,000	3,51,000
Option exercised	NIL	-	87,000
Option expired during the year	NIL	10,000	2,64,000
Options Exercisable at the end of the year	NIL	-	-
Options outstanding as at 31st March, 2023	1,96,000	-	-

Refer note no. 17 (e) for expense recognized during the year on account of ESOP as per Ind AS 102 - Share Based Payments.

Significant assumptions and inputs to estimate the fair value of options granted during the year are as follows:

Particulars	KEI ESOS 2015		
	V	IV	III
	2022-23	2021-22	
Method of Settlement	Equity Settlement		
Risk-free interest rate	6.36%	6.15%	6.16%
Weighted average expected life of options	0.99	0.53	0.39
Historical Volatility	47.93%	45.68%	44.26%
Dividend Yield	0.34%	0.22%	0.22%
Exercise price at the date of grant (₹)	225.00	225.00	225.00
Share price at the time of option grant (₹)	1,491.05	525.90	420.10
Model used	Black Scholes	Black Scholes	Black Scholes

Equity Shares reserved and issued under KEI Employees Stock Option Scheme, 2015:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
	Nos. of shares	Nos. of shares
Options available under ESOS, 2015		
-- Options available at the beginning of the year	3,61,000	7,22,000
-- Options granted during the year	1,96,000	-
-- Equity Shares issued during the year		
Under KEI ESOS 2015 option Plan: equity shares of ₹ 2 each.	87,000	2,50,000
-- Options expired during the year	2,74,000	1,11,000
Options available at the end of the year	1,96,000	3,61,000

17. Other Equity:

(₹ in Million)

A

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Reserve and Surplus		
Capital Reserve	28.00	28.00
Securities Premium	6,126.89	6,087.46
General Reserve	21.09	21.09
Retained Earnings	19,487.24	14,986.59
Employee Stock Options Outstanding	68.86	74.23
Other Comprehensive Income		
Foreign Currency Translation Reserve (FCTR).	(1.33)	(1.35)
Equity instrument through OCI	(19.29)	(20.90)
	25,711.46	21,175.12

(a) Capital Reserve

Subscribed capital forfeited due to non- receipt of call money treated as Capital reserve.

(b) Securities Premium:

Amount received in excess of face value of the equity shares is recognized in Securities Premium. In case of equity-settled share based payment transactions difference between fair value on grant date and nominal value of share is accounted as Securities Premium. The QIP issue expenses have been adjusted with securities premium account, net of taxes, if any.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening balance	6,087.46	5,973.81
Add: On allotment of Equity Shares	39.43	113.65
Total	6,126.89	6,087.46

(c) General Reserve:

The Group has transferred a portion of the net profit of the Holding Company before declaring dividend to General Reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to General Reserve is not required under the Companies Act, 2013.

(d) Retained Earnings:

Retained Earnings include all current and prior period retained profits.

Retained earnings are the profits that the Group has earned till date less any transfers to General Reserve, dividends or other distributions to shareholders.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening balance	14,986.59	11,445.62
Add: Profit for the year	4,773.46	3,760.21
Add: Re-Measurement of the Net defined benefit Plans	(2.23)	6.02
Less: Interim equity dividend	270.58	225.26
Total	19,487.24	14,986.59

(e) Employee Stock Options Outstanding :

Fair value of equity-settled share based payment transactions with employees is recognized in Consolidated Statement of Profit and Loss with corresponding credit to Employee Stock Options Outstanding.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening Balance	74.23	115.54
Add: Employee Compensation Expense during the year (net)	14.66	16.59
Less: Transfer to Securities Premium Account	20.03	57.90
Total	68.86	74.23

(f) Other Comprehensive Income:

Other Components of Equity includes Other Comprehensive Income arising due to investments valued at fair value through Other Comprehensive Income. (₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening Balance	(20.90)	(22.79)
Add: Addition during the year	1.61	1.89
Total	(19.29)	(20.90)

(g) Foreign Currency Translation Reserve (FCTR):

This reserve contains accumulated balance of foreign exchange differences from translation of the financial statements of the group's foreign operations arising at the time of consolidation of such entities. Such foreign exchange differences are recognised in OCI. Exchange differences previously recognised in the reserve are reclassified to the profit & Loss on disposal of foreign operations.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Opening Balance	(1.35)	(1.35)
Add: Addition during the year	0.02	-
Total	(1.33)	(1.35)

B Non-controlling interests:

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Balance at beginning of the year	(0.14)	(0.08)
Share of Profit	(0.04)	(0.06)
Share of Other Comprehensive Income	0.00	(0.00)
Balance as at the end of the year	(0.18)	(0.14)

(i) Details of Non-Controlling Interests (NCI)

The table below shows details relating to Non-Controlling Interest in the entity which are not wholly-owned by the Group.

Particulars	Proportion of ownership interests and voting rights held by the NCI	
	As at 31 st March, 2023	As at 31 st March, 2022
KEI Cables Australia PTY LTD	10%	10%

(₹ in Million)

Particulars	Accumulated Non-Controlling Interest		Profit/(Loss) allocated to Non-Controlling Interest		Other Comprehensive Income allocated to Non-Controlling Interest	
	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022
KEI Cables Australia PTY LTD	(0.18)	(0.14)	(0.04)	(0.06)	-	-

- (ii) Information of subsidiary of Holding company at 31st March, 2023 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Holding company, and the proportion of ownership interests held equals the voting rights held by the Holding company. The country of incorporation or registration is also their principal place of business.

Name of Entity	Country of Incorporation	Functional Currency	Ownership interest held by the Company		Principal Activities
			As at 31 st March, 2023	As at 31 st March, 2022	
KEI Cables Australia PTY LTD	Australia	AUD	90%	90%	Trading

Dividend received from Subsidiary ₹ Nil (previous year ₹ Nil).

- (iii) Summarized Financial Information for KEI Cables Australia PTY LTD before intragroup eliminations, is set out below:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non-Current Assets	-	-
Current Assets	0.11	0.19
Total Assets (A)	0.11	0.19
Non-Current Liabilities	-	-
Current Liabilities	4.00	3.80
Total Liabilities (B)	4.00	3.80
Net Assets (Equity) C= (A-B)	(3.89)	(3.61)
Equity Attributable to Owners of the Parent	(3.50)	(3.25)
Non - Controlling Interests	(0.39)	(0.36)

(₹ in Million)

Particulars	Year ended 31 st March, 2023	Year ended 31 st March, 2022
Revenue Including other Income	-	0.01
Expenditure	0.40	0.62
Profit/(Loss) before Tax	(0.40)	(0.61)
Current Tax (including deferred tax)	-	-
Profit/(Loss) after Tax	(0.40)	(0.61)
Profit for the year attributable to owners of the Holding Company	(0.36)	(0.55)
Profit for the year attributable to NCI	(0.04)	(0.06)
Profit for the Year	(0.40)	(0.61)
Other Comprehensive Income for the year (net of tax)	-	-
Other Comprehensive Income for the year attributable to owners of the Holding Company	-	-
Other Comprehensive Income for the year attributable to NCI	-	-
Other Comprehensive Income for the year	-	-
Total Comprehensive income for the year	(0.40)	(0.61)
Other Comprehensive Income for the year attributable to owners of the Holding Company	(0.36)	(0.55)
Total Comprehensive Income for the year attributable to NCI	(0.04)	(0.06)
Total comprehensive income for the year	(0.40)	(0.61)

Summarized cash flow for KEI Cables Australia PTY LTD, before intragroup eliminations, is set out below:

(₹ in Million)

Particulars	Year ended 31 st March, 2023	Year ended 31 st March, 2022
Cash Flows from Operating Activities	(0.02)	(0.60)
Cash Flows from Investing Activities	-	-
Cash Flows from Financing Activities	(0.01)	1.13
Net increase/ (decrease) in Cash and Cash Equivalents	(0.03)	0.53

18. Borrowings:

A. Borrowings Non Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured		
Term Loan		
-- Term Loans from Bank	-	-
-- External Commercial Borrowings from Bank	-	-
Total Term Loan	-	-

(a) Repayment Terms of Term Loan:

(₹ in Million)

Sl. No.	Nature of Facility	Currency	Tenure end date	Nominal Interest Rate	As at 31 st March, 2023	As at 31 st March, 2022
1	External Commercial Borrowing from Bank	USD	Dec, 2022	Floating 3 month LIBOR + 190 BPS	-	151.89
2	Secured Term Loan from Bank	INR	Sep, 2022	Floating 6 month MCLR + 0% p.a.	-	50.00
Total					-	201.89
Less: Current Maturities of Long term Borrowings (Note no.18B)					-	201.89
Non-Current Borrowings (Note no. 18A)					-	-

(b) The above loans are secured by way of:

- (i) Term Loans from Banks are Secured by way of first Pari-passu charge by equitable mortgage of Land and building (including Lease Hold) and hypothecation of Plant & Machinery and other movable fixed assets including WIP, both present and future, located at SP-919 RIICO Industrial Area Phase- III, Bhiwadi Distt. Alwar (Rajasthan); SP 2/874 RIICO Industrial Area Pathredi, Distt. Alwar (Rajasthan) ; 99/2/7 Madhuban Industrial Estate village Rakholi Silvassa (Dadra & Nagar Haveli and Daman and Diu) and Survey no.1/1/2/5, situated at Village Chinchpada, Silvassa (Dadra & Nagar Haveli and Daman and Diu).
- (ii) 2nd charge by equitable mortgage of land and building (including Lease Hold) and hypothecation of Plant & Machinery and other movable fixed assets including WIP, both present and future located at Plot No. A 280-284, RIICO Industrial Area, Chopanki, Distt. Alwar (Rajasthan) in favour of SBI Gift City Gandhinagar Branch for ECB Loan. Further these loans are secured by personal guarantee of Shri Anil Gupta, Chairman-cum-Managing Director of the Holding Company.

(c) For Related Parties disclosures, refer note no. 37.

(d) The Group has not defaulted during the year or the previous year on any loans payable during the year and has satisfied all debt covenants prescribed by lenders.

(e) All charges are registered with ROC within statutory period by the Company.

B. Borrowings Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured:		
Current Maturities of Long Term Borrowings		
---Term Loan from Bank	-	50.00
-- External Commercial Borrowings from Bank	-	151.89
Total Current Maturities of Long Term Borrowing (refer note no. 18a)	-	201.89
Loan repayable on demand		
--- Working Capital Loans from Banks	-	2,053.89
--- Factoring Arrangements	1,352.55	1,057.93
Unsecured:		
Loans from Related Parties		
--- Loan from Related Party *	-	-
Total	1,352.55	3,313.71

*For Related Parties disclosures refer note no. 37.

Notes:
(a) The above loans are secured by way of:

- (i) Working Capital facilities from banks are secured by 1st Pari-passu charge by way of hypothecation of entire current assets including raw material, stock in process, finished goods, consumable, stores & spares and receivables of the Holding Company.
 - (ii) 1st Pari-passu charge by way of equitable mortgage of land and building (including Lease Hold) and hypothecation of plant and machinery and other moveable fixed assets including WIP, both present and future, located at SP 920 & 922, RIICO Industrial Area, Phase III, Bhiwadi, Distt. Alwar (Rajasthan); Plot No. A 280-284, RIICO Industrial Area, Chopanki, Distt Alwar (Rajasthan) , and movable fixed assets at D-90, Okhla Industrial Area, Phase-I, New Delhi.
 - (iii) 2nd Pari-passu charge by equitable mortgage of Land and Building (including Lease Hold) and hypothecation of plant and machinery and other movable fixed assets including WIP, both present and future located at 99/2/7, Madhuban Industrial Estate, Village Rakholi, Silvassa, (Dadra & Nagar Haveli and Daman and Diu); SP 2/874, RIICO Industrial Area, Pathredi Distt. Alwar (Rajasthan); SP 919, RIICO Industrial Area, Phase III, Bhiwadi, Distt. Alwar, (Rajasthan); and Survey No.- 1/1/2/5, situated at Village Chinchpada, Silvassa (Dadra & Nagar Haveli and Daman and Diu). Further these loans are secured by personal guarantee of Shri. Anil Gupta, Chairman-cum- Managing Director of the Holding company.
- (b) Working Capital Loans from Banks are generally renewable within twelve months from the date of sanction or immediately previous renewal, unless otherwise stated, as per the terms and conditions of the sanction.
 - (c) For Term and Conditions of Loans and Deposits from Related parties refer note no. 37.
 - (d) The Group has not defaulted on any loans/deposits payable during the year and has satisfied all debt covenants prescribed by lenders.
 - (e) The Holding Company has arranged Channel Finance facility for its customers from various banks against which a sum of ₹ 3,053.38 Million (Previous Year ₹ 2,237.88 Million) has been utilized as on the date of Balance

Sheet. The Holding Company is liable to pay in case of default by its customers along with interest thereon. The amount of such defaults on part of customers as on 31st March, 2023 is ₹ 34.53 Million (Previous Year ₹ 46.51 Million).

(f) All charges are registered with ROC within statutory period by the Holding Company.

(g) Funds raised on short-term basis have not been utilised for long-term purposes.

(h) Term loans were applied for the purpose for which the loans were obtained.

(i) **Credit facilities:**

The Holding company has fund based and non-fund based revolving credit facilities under consortium arrangement amounting to ₹ 32,100.00 million (31st March 2022: ₹ 32,100.00 million), towards operational requirements that can be used for the short term loan, issuance of letter of credit and bank guarantees. The unutilized credit line out of these working capital facilities at the year-end are given as below:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fund Based	6,000.00	3,946.19
Non Fund Based	14,963.17	15,705.37
Total	20,963.17	19,651.56

(j) There are no discrepancies in Quarterly returns or statements of current assets filed by the Holding company during the year with banks as per the books of accounts.

19. Lease Liabilities:

Accounting Policy

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-Term Leases and Leases of Low-Value Assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of real estate properties that have a lease term upto 12 months. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

A Lease Liabilities- Non Current :

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Lease Liability	219.15	206.72
Total	219.15	206.72

B Lease Liabilities- Current :

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Lease Liability	46.57	33.42
Total	46.57	33.42

20. Provisions:

Accounting Policy

Provisions represent liabilities to the Group for which amount, or timing is uncertain. Provisions are recognized when the Group has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost.

The Group provides product warranties and does not sell the warranty separately to its customers. Provision for warranty-related costs is recognised when the product is sold, or service is provided to customers. Initial recognition is based on historical experience. The Group periodically reviews the adequacy of product warranties and adjusts warranty percentage and warranty provisions for actual experience, if necessary. The timing of outflow is expected to be within one to two years.

An Onerous Contract is a contract in which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. If the Group identifies a contract as an Onerous Contract, the present obligation under the contract is measured and recognised as provision.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

A. Provisions Non- Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Employee benefits (refer note no. 29)		
---Provision for Compensated Absences	101.67	87.72
---Long Service Award	47.12	-
	148.79	87.72

B. Provisions Current:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Employee benefits (refer note no. 29)		
---Provision for Compensated Absences	13.88	12.87
---Provision for Gratuity	37.51	10.60
---Long Service Award	1.56	-
Provision for Warranty	38.46	32.07
Total	91.41	55.54

(a) Movement of Provisions (Current and Non Current):

(₹ in Million)

Particulars	Compensated Absences	Gratuity	Long service Award	Warranty Provision
As at 1st April, 2022	100.59	10.60	-	32.07
Credited during the year	25.14	37.51	49.33	34.12
Paid during the year	10.18	10.60	0.65	-
Unused amount reversal	-	-	-	27.73
As at 31st March, 2023	115.55	37.51	48.68	38.46

(b) Provision for Compensated Absences (Unfunded):

Compensated Absences to an extent is a terminal employee benefit, which covers Holding Company's liability towards earned leaves of employees of the Holding Company.

(c) Provision for Gratuity (Funded):

The Holding Company provides gratuity for employees in India as per the Payment of Gratuity Act 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. Gratuity plan is a funded plan and company makes contributions to fund maintained by approved trust and administrated through separate irrevocable trust setup by the Holding Company.

(d) Long Service Award (Unfunded):

The Holding company has introduced long service award at the time of exit of employee from the Financial year 2022-23 covering all the eligible employees.

(e) Provision for Warranty:

Provision for warranty relates to estimated outflow in respect of warranty for products sold/ contracts executed by Group. Due to nature of such costs it is not possible to estimate timing/ uncertainties relating to the outflows of economic benefits.

21. Trade Payables:**Accounting Policy**

These amounts represents liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 to 90 days of recognition other than usance letter of credit. Trade payables are presented as current financial liabilities.

The Group enters into arrangements for purchase under usance letter of credit issued by banks under non-fund based working capital limits of the Group. Considering these arrangements are majorly for raw materials with a maturity of up to twelve months, the economic substance of the transaction is determined to be operating in nature and these are recognised as acceptances under trade payables.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Outstanding dues of micro enterprises and small enterprises (refer note no. 21(d))	1,223.00	1,172.05
Outstanding dues of creditors other than micro enterprises and small enterprises:		
Acceptances	2,192.26	2,987.86
Others*	4,066.30	3,466.25
Total	6,258.56	6,454.11
Total	7,481.56	7,626.16

* The amount are Unsecured and non-interest bearing.

Notes:-

- (a) Acceptances represent amounts payable to banks on due date as per usance period of Letter of Credit (LCs) issued to raw material vendors under non-fund based working capital facility approved by Banks for the Group. For security of Non-fund based limits refer note 18B.
- (b) Others includes amount payable to vendors, employees liability and accrual of expenses that are expected to be settled in the Group's normal operating cycle or due to be settled within twelve months from the reporting date.
- (c) Group's liquidity risk management processes, refer note no. 40.
- (d) Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Holding Company.

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Amount remaining unpaid to supplier covered under MSMED Act, 2006 at the end of the year		
Principal	1,223.00	1,172.05
Interest	-	-
Total	1,223.00	1,172.05
The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-
The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period.	-	2.27

(e) Trade Payable Ageing Schedule as at 31st March, 2023:**(₹ in Million)**

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	996.71	226.29	-	-	-	1,223.00
(ii) Others	5,278.44	958.87	17.39	3.86	-	6,258.56
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	6,275.15	1,185.16	17.39	3.86	-	7,481.56

Trade Payable Ageing Schedule as at 31st March, 2022:**(₹ in Million)**

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	1,169.78	2.27	-	-	-	1,172.05
(ii) Others	5,444.03	1,010.08	-	-	-	6,454.11
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	6,613.81	1,012.35	-	-	-	7,626.16

(f) Details of Transactions with companies struck off under section 248 of the companies Act ,2013 or section 560 of companies Act ,1956

During the year ended 31st March, 2023

(₹ in Million)

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at 31 st March, 2023	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at 31 st March, 2022	Relationship with the struck off company, if any, to be disclosed
Yesh Dreams Infotech Private Limited	Payable	1.33	Contractor	0.51	Contractor

During the year ended 31st March, 2022

(₹ in Million)

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at 31 st March, 2022	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at 31 st March, 2021	Relationship with the struck off company, if any, to be disclosed
Shrigurukripa Infrazone Pvt Ltd	Payable	-	Contractor	0.03	Contractor

22. Other Financial Liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Contract Liabilities (refer note no. 24(f))	1,437.02	1,609.73
Interest on Borrowings		
---Accrued but not due	-	0.06
---Accrued and due	0.00	0.51
Unpaid Dividend	2.77	2.85
Security Deposits Received	21.67	25.45
Employee Benefits Payable	319.00	183.17
Total	1,780.46	1,821.77

(a) Amount due & outstanding to be credited to Investor Education and Protection Fund as at 31st March, 2023 ₹ Nil (Previous Year ₹ Nil).

23. Other Current Liabilities:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Sundry Creditors -Capital Goods	113.29	63.62
Statutory Dues Payable (Other than income tax)	255.09	265.78
Total	368.38	329.40

24. Revenue from Operations:

Accounting Policy

(i) Measurement of Revenue

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, incentive schemes, if any, as per contracts with customers. Taxes collected from customers on behalf of Government are not treated as Revenue.

(ii) Engineering, Procurement and Construction (EPC) Projects

Performance obligation in case of revenue from long - term contracts is satisfied over the time. Since the Group creates an asset that the customer controls as the asset is created and the Group has an enforceable right to payment for performance completed to date if it meets the agreed specifications, revenue from long term contracts, where the outcome can be estimated reliably and 10% of the project cost is incurred, is recognized under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by input method i.e. the proportion that costs incurred to date bear to the estimated total costs of a contract.

The total costs of contracts are estimated based on technical and other estimates. In case of value of uninstalled materials incurred that is not proportionate to the Group's progress in satisfying the performance obligation, revenue is to be recognised at an amount equal to the cost of a good used to satisfy a performance obligation. In the event that a loss is anticipated on a particular contract, provision is made for the estimated loss. Contract revenue earned in excess of billing is reflected under as "contract asset" and billing in excess of contract revenue is reflected under "contract liabilities". Retention money receivable from project customers does not contain any significant financing element, these are retained for satisfactory performance of contract.

(iii) Sale of Goods

Revenue from sale of goods is recognised at the point of time when control of the asset is transferred to the customer, generally on delivery of the goods. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., Freight and Incentive schemes). In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration and consideration payable to the customer (if any).

For contracts that are CIF (Cost Insurance Freight) contracts, the revenue is recognised when the goods reached at final destination. For contracts that are FOB (Free on Board) contracts, revenue is recognised when Group delivers the goods to an independent carrier.

(iv) Variable Consideration

If consideration in a contract includes a variable amount, the Group estimates amount of consideration to which it will be entitled in exchange for transferring the goods to customer. Variable Consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in amount of cumulative revenue recognised will not occur when associated uncertainty with variable consideration is subsequently resolved. Some contracts for sale of manufactured goods provide customers with a right of incentives & discounts. The incentives and volume rebates give rise to variable consideration.

- (a) Cash Discount which are determinable on the date of transaction, are recognised as reduction of revenue by the Group.
- (b) Volume Discounts, Timely Payment Incentives & Other Incentive Schemes the Group provides retrospective volume discounts to certain customers once the quantity of products purchased during the period exceed a threshold specified in the contract. Other Incentives promised by the on achieving certain sales thresholds also a form of identifiable benefit that are identified as a separate component of the sales transaction.

In such cases, the Group estimates fair value of Incentives promised to its customers. To estimate the variable consideration for the expected future rebates and discounts, the Group applies the expected value method. The Group estimates variable consideration and recognises a refund liability for the expected future rebates. Accordingly, the Group recognises lesser revenue if such discounts are probable and the amount is determinable. Any subsequent changes in the amount of such estimates are transferred to statement of profit and loss.

- (c) Other Variable Considerations if the consideration promised in the contract includes a variable amount, the Group estimates the amount of consideration to which the in exchange for transferring the promised goods or services to the customer. This estimate is updated at each reporting date.

(v) Significant Financing Components:

Significant financing Components In respect of advance received from customers, using the practical expedient in Ind AS 115. the Group does not adjust the promised amount of consideration for the effect of a significant financing component if it expects , at contract inception, that the period between transfer of the promised good or service to the customer and when the customer pays for that good or service will be within normal operating cycle. Retention money receivable from project customers does not contain any significant financing element, these are retained for satisfactory performance of contract.

(vi) Export Incentives/Benefits:

Export incentives/benefits under various schemes notified by the government have been recognised on the basis of applicable regulations , and when reasonable assurance to receive such revenue is established . The Group has chosen to present export benefits/incentives as other operating revenue in the statement of Profit and Loss .

(vii) Contract Balances:

Contract assets are in the nature of unbilled receivables, which arises when Group satisfies a performance obligation but does not have an unconditional right to consideration. Contract assets are subject to impairment assessment.

A contract liability is the obligation to transfer goods and services for which income is received in advance. When an incentive is payable to a customer for which the revenue is already recognised by the Group, the incentive so payable to the customer is also treated as Contract Liability.If a customer pays consideration before the Group transfers goods or services to the customer, i.e advance received from customer the same is recognised as contract liability.Contract liabilities are recognized as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Revenue From Operations:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Revenue from Contract with Customers				
Sale of Products				
---Finished Goods	62,711.80		49,994.19	
---Traded Goods	18.37		10.44	
Sale of Services				
---Income from EPC Projects	5,763.56		6,715.44	
---Income from Other Services	16.44		21.53	
Other Revenue				
--- Project Material	22.32		70.86	
---Scrap Material	549.25	69,081.74	420.54	57,233.00
Other operating Revenues				
--- Export Incentives		41.56		36.91
Total		69,123.30		57,269.91

Disclosures as required under Ind-AS 115" Revenue from contracts with customer":**(a) Disaggregation of Revenue:****Year Ended 31st March, 2023**

(₹ in Million)

Product type	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Finished Goods	60,197.96	2,513.84	1,476.40	(1,476.40)	62,711.80
--- Traded Goods	18.37	-		-	18.37
--- Income From EPC Projects	-	-	5,763.56	-	5,763.56
--- Income from Other Services	16.44	-	-	-	16.44
--- Sale of Project Material	-	-	22.32	-	22.32
--- Scrap Material	529.36	19.89	-	-	549.25
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

(₹ in Million)

Timing of transfer of goods and services	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Point in time	60,762.13	2,533.73	22.32	(1,476.40)	61,841.78
--- Over the time	-	-	7,239.96	-	7,239.96
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

(₹ in Million)

Geographical Market	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- India	55,563.02	1,313.44	6,166.02	(1,088.84)	61,953.64
--- Outside India	5,199.11	1,220.29	1,096.26	(387.56)	7,128.10
Total	60,762.13	2,533.73	7,262.28	(1,476.40)	69,081.74

Year Ended 31st March, 2022

(₹ in Million)

Product type	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Finished Goods	47,767.17	2,227.02	1,963.51	(1,963.51)	49,994.19
--- Traded Goods	10.44	-	-	-	10.44
--- Income From EPC Projects	-	-	6,715.44	-	6,715.44
--- Income from Other Services	21.53	-	-	-	21.53
--- Sale of Project Material	-	-	70.86	-	70.86
--- Scrap Material	405.95	14.59	-	-	420.54
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(₹ in Million)

Timing of transfer of goods and services	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- Point in time	48,205.09	2,241.61	70.86	(1,963.51)	48,554.05
--- Over the time	-	-	8,678.95	-	8,678.95
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(₹ in Million)

Geographical Market	Cables & Wires	Stainless Steel Wire	EPC Projects	Inter Segment Elimination	Total
--- India	44,117.14	1,146.66	7,285.38	(1,208.66)	51,340.52
--- Outside India	4,087.95	1,094.95	1,464.43	(754.85)	5,892.48
Total	48,205.09	2,241.61	8,749.81	(1,963.51)	57,233.00

(b) Reconciliation of the Revenue from Contracts with customers with the amounts disclosed in the segment information :

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Total Revenue from Contracts with customers	69,081.74	57,233.00
Export Incentives	41.56	36.91
Total	69,123.30	57,269.91

(c) Remaining performance obligations to be executed over a period of more than one year:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
--- Finished Goods*	1,192.42	-
--- EPC Projects*	14,592.39	10,333.34
Total	15,784.81	10,333.34

* Based on the estimates of the Management.

(d) Reconciliation of revenue recognized with Contract Price:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Gross revenue recognized during the year	70,011.97	58,343.21
Add: Incentives paid/payable to Customers	(365.62)	(484.01)
Add: Discount paid/payable to Customers	(629.36)	(684.86)
Add: Other Variable Consideration	64.75	58.66
Net revenue recognized during the year	69,081.74	57,233.00

(e) No single Customer Contributed 10% or more to the company's revenue for the year ended 31st March, 2023 and 31st March, 2022.

(f) Contract Balances:

(₹ in Million)

Particulars	Contract Assets	Contract Liabilities	Contract Assets	Contract Liabilities
	As at 31 st March, 2023	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2022
Current :				
---Advance received from Customers	-	1,153.22	-	1,128.31
---Incentive Payable to Customers	-	238.68	-	309.65
---Income received in advance	-	45.12	-	171.77
---Unbilled Revenue	127.75	-	213.84	-
Total	127.75	1,437.02	213.84	1,609.73

Trade Receivables from Contract with customers are separately shown in note no. 12.

25. Other Income:

Accounting Policy

(i) Dividend Income

Dividends are recognised in profit and loss only when the right to receive payment is established.

(ii) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is rate that exactly discounts estimated future cash receipts through expected life of the financial asset to gross carrying amount of a financial asset. When calculating effective interest rate, the Group estimates expected cash flows by considering all contractual terms of financial instrument but does not consider expected credit losses.

(iii) Other Income

Other claims including interest on outstanding are accounted for when there is virtual certainty of ultimate collection.

(iv) Foreign Currency Transactions and Balances

Transactions in currencies other than functional currency are translated into functional currency at exchange rates ruling at date of transaction. Monetary assets and liabilities denominated in other currencies are translated into functional currency at exchange rates prevailing on reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are not retranslated.

All exchange differences are included in the statement of profit and loss except any exchange differences on monetary items designated as an effective hedging instrument of the currency risk of designated forecasted sales or purchases, which are recognized in the Other Comprehensive Income.

For advance consideration, date of transaction for purpose of determining exchange rate to use on initial recognition of the related asset or liability, expense or income when the Group has received or paid advance consideration in foreign currency.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Dividend from long term investments	0.08	0.03
Interest Income from Bank Deposits/Others	164.91	18.72
Interest Income from financial assets carried at amortized cost	1.73	1.53
Miscellaneous Income	17.74	18.32
Insurance Claims	19.45	7.74
Reversal of Impairment in Loans Receivables	5.28	-
Profit on sales of Assets (Net)	0.43	0.26
Exchange Fluctuation (Net)	66.61	99.36
Total	276.23	145.96

26. Cost of Materials Consumed:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Raw Materials Consumed				
Opening Stock	1,924.00		1,908.93	
Add : Purchases	50,698.44		44,121.77	
Less : Closing Stock	2,064.29		1,924.00	
Less : Captive Consumption	11.03	50,547.12	27.06	44,079.64
EPC Project Materials				
Opening Stock	98.52		191.16	
Add : Purchases	1,172.31		1,220.05	
Less: Closing Stock	183.81	1,087.02	98.52	1,312.69
Total		51,634.14		45,392.33

(a) Details of Materials Consumed :

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Copper Wire and Rod	26,579.76	23,758.28
Aluminium Wire and Rod	10,828.14	8,838.47
PVC Compound/HDPE/XLPE	7,766.29	6,510.95
G.I. Wire	2,642.12	2,352.38
Stainless Steel Rod	1,822.33	1,730.85
Others	908.48	888.71
Total	50,547.12	44,079.64

27. Purchases of Traded Goods:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Miscellaneous	14.30	8.20
	14.30	8.20

28. Changes in Inventory of Finished Goods, Traded Goods and Work-in-progress:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Opening Stock				
--- Finished Goods	5,531.21		3,397.54	
--- Traded Goods	13.49		23.97	
--- Work in Progress	2,811.73		1,730.28	
--- Scrap Material	86.80	8,443.23	32.70	5,184.49
Less : Closing Stock				
--- Finished Goods	5,510.22		5,531.21	
--- Traded Goods	14.71		13.49	
--- Work in Progress	2,735.50		2,811.73	
--- Scrap Material	107.72	8,368.15	86.80	8,443.23
(Increase)/decrease in inventories of finished goods, traded goods and work-in-progress		75.08		(3,258.74)

29. Employee Benefits Expenses:

Accounting Policy

(i) Short-Term Employee Benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, performance incentives and compensated absences which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as related service is rendered by employees.

(ii) Compensated Absences

Group provides for encashment of accumulated leaves with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment/availment. The liability is provided based on number of days of unutilized leave at each Balance Sheet date on basis of an independent actuarial valuation.

(iii) Gratuity

Liabilities with regard to gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to fund maintained by approved trust and administered through a separate irrevocable trust set up by the Holding Company.

Actuarial gains and losses arising from changes in actuarial assumptions are recognized in Other Comprehensive Income and shall not be reclassified to the Statement of Profit and Loss in subsequent period.

(iv) Long Service Award

Holding Company provides for long service award subject to certain rules. The liability is provided on the basis of an independent actuarial valuation at each balance sheet date using Projected Unit Credit method.

(v) Provident Fund

Eligible employees of the Holding Company receive benefits from a Provident Fund, which is a defined benefit plan. Both the eligible employee and the Holding Company make monthly contributions to provident fund plan equal to a specified percentage of covered employee's salary.

(vi) Share-Based Payments (Employee)

Fair Value of options granted under this option plan is recognised as an employee benefit expense with corresponding increase in equity in accordance with recognition and measurement principles as prescribed in Ind AS 102 Share Based Payments.

Total expense is recognised over the vesting period, which is period over which all of specified vesting conditions are to be satisfied. At end of the reporting period, the Holding company revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises impact of revision to original estimates, if any, in profit and loss, with corresponding adjustment to equity.

The dilutive effect, if any of the Outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (Refer Note 35).

Employee Benefits Expense:**(₹ in Million)**

Particulars	Year Ended 31 st March, 2023		Year Ended 31 st March, 2022	
Salaries, Wages & Other Benefits	2,167.56		1,873.48	
Contribution to Provident & Other Funds	70.04		70.67	
Expense on employee stock option scheme	14.66		16.59	
Staff Welfare Expenses	67.59	2,319.85	45.63	2,006.37
		2,319.85		2,006.37

(a) Compensation Paid To Key Managerial Personnel included in above: (refer note no. 37)**(₹ in Million)**

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Salaries, Wages & Other Benefits	366.46	291.80
Contribution to Provident & Other Funds	0.09	0.09
Director's Meeting Fee	5.78	6.15
Expense on employee stock option scheme	-	13.95
Total	372.33	311.99

(b) Disclosures under Ind AS 19 "Employee Benefits":**Defined Contribution Plan:****Amount recognized as an expenses in defined contribution plans:****(₹ in Million)**

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Contribution to Employee Provident Fund & Employees Pension Scheme	41.43	42.38

Compensated absences (Unfunded)

The Leave Obligation cover the Holding Company's Liability for earned leave. The amount of the provision of ₹ 101.67 Million (previous year ₹ 87.72 Million) is presented as non current and ₹ 13.88 Million (previous year ₹ 12.87 Million) is presented as current. The Holding Company has recognised ₹ 25.14 Million (previous year ₹ 7.62 Million) for compensated absences in the Consolidated statement of Profit and Loss.

Long Service Award (Unfunded)

The amount of the provision of ₹ 47.12 Million (previous year ₹ NIL) is presented as non current and ₹ 1.56 Million (previous year ₹ NIL) is presented as current. The Holding Company has recognised ₹ 49.33 Million (previous year ₹ NIL) for long service award in the Consolidated statement of Profit and Loss.

Defined Benefit Plan- As Per Actuarial Valuation

The Holding Company operates a defined benefit plan, viz., gratuity for its employees. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policy.

Risks Associated with Plan Provisions

Valuations are based on certain assumptions which are dynamic in nature and vary over time. As such Company is exposed to various risks as follows:

Salary Increases	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government Bonds Yield. If the plan liability is funded and return on plan assets is below this rate it will create a plan deficit.
Discount Rate Risk	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality & Disability	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. For this report we have used Indian Assured Lives Mortality (2006-08) ultimate table. A change in mortality rate will have a bearing on the plan's liability.

The following tables summarise the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amounts recognized in the Consolidated balance sheet for gratuity.

The amounts recognized in the Consolidated Balance Sheet is as under: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Present value of obligations as at the end of year	257.28	232.62
Fair value of plan assets as at the end of the year	219.78	222.02
Funded status	(37.50)	(10.60)
Net Assets/(Liability) recognized in Consolidated balance sheet	(37.50)	(10.60)

Expense recognized in Consolidated Statement of Profit and Loss is as under: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Current Service Cost	28.81	28.30
Interest Cost on Defined Benefit Obligation	15.90	13.56
Interest Income on Plan Assets	16.12	13.57
Net Interest Cost	(0.22)	(0.01)
Expense recognized in Consolidated Statement of Profit and Loss	28.59	28.29

Expense recognized in Other Comprehensive Income is as under: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Actuarial (Gains)/Loss on Defined Benefit Obligation	9.92	(17.24)
Actuarial (Gains)/Loss on Asset	(1.01)	(0.42)
Actuarial (Gain)/Loss recognized in Other Comprehensive Income	8.91	(17.66)

Movements in the present value of the Defined Benefit Obligations: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Present Value of Obligations as at beginning of year	232.63	220.32
Interest Cost	15.90	13.56
Current Service Cost	28.81	28.30
Actuarial (Gains)/Losses arising from:		
Changes in Financial Assumptions	(7.96)	(20.00)
Experience Adjustments	17.88	2.76
Benefits Paid	(29.98)	(12.31)
Present value of obligations as at end of year	257.28	232.63

Movements in fair value of Plan Assets:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fair Value of plan assets as on beginning of year	222.02	206.34
Interest Income	16.12	13.57
Re-measurement Gain/(Loss) – return on plan assets excluding amounts included in net interest expense	1.01	0.42
Contributions from the employer	10.60	14.00
Benefits paid	(29.98)	(12.31)
Fair value of Plan Assets at the end of year	219.77	222.02

Current & non-current bifurcation of provision for gratuity as per actuarial valuation is as follows:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non current	7.75	-
Current	29.76	10.60
Total	37.51	10.60

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Investment with insurer	219.77	222.02
Total	219.77	222.02

Actuarial Assumptions are as under:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Discount Rate	7.45% p.a.	7.15%
Expected rate of Future Salary Increase	6.00% p.a.	6.00%
Retirement Age	58 yrs	58 yrs
Mortality rates	As per Indian Assured Lives Mortality (2012-14) Table	As per Indian Assured Lives Mortality (2012-14) Table
Age	Withdrawal Rate	
Up to 30 Years	3.00%	3.00%
From 31 to 44 Years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

Maturity Profile of Defined Benefit Obligation is as under:

Duration of defined benefit obligation

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
1	8.08	20.62
2	16.59	8.02
3	15.97	14.79
4	15.62	14.23
5	30.72	13.71
Above 5	121.07	100.35

Summary of Membership Data:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Number of Employees	1,705	1,682
Total Monthly Salary for Gratuity (₹ in Million)	58.92	52.59
Average Past Service (Years)	7.73 yrs	7.57 yrs
Average Age (Years)	38.62 yrs	38.54 yrs
Average Remaining Working Life (Years)	19.38 yrs	19.46 yrs

Sensitivity analysis is as under:**Impact of the Change in Discount Rate:**

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Impact due to Increase of 1%	233.20	210.89
Impact due to Decrease of 1%	285.31	258.04

Impact of the Change in Salary Increase:

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Impact due to Increase of 1%	285.33	257.98
Impact due to Decrease of 1%	232.77	210.58

30. Finance Cost:**Accounting Policy**

Borrowing Costs directly attributable to acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of asset. Financing Cost incurred on general borrowing used for projects is capitalized at weighted average cost. Amount of such borrowing is determined after setting off amount of internal accruals. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds and interest on tax matters. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to borrowing cost.

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Interest on borrowings	214.83	196.15
Other Financial Charges *	106.60	176.28
Interest and Financial Charges on Lease Liabilities	21.21	20.53
Interest on Income Tax (Net)	4.43	10.98
Total	347.07	403.94

*Other Financial Charges include Bank Commission charges, Bank Guarantee charges, Letter of Credit charges, other ancillary costs incurred in connection with borrowings.

31. Depreciation and Amortisation Expenses:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Depreciation on Property, Plant and Equipment (refer note no. 3)	493.52	492.49
Depreciation on Right of use Assets (refer note no. 5A)	68.85	52.19
Amortisation on Intangible Assets (refer note no. 6)	8.42	9.86
Total	570.79	554.54

32. Sub Contractor Expenses for EPC Projects:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Sub Contractor Expenses	1,232.70	1,280.22
Total	1,232.70	1,280.22

33. Other Expenses:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Consumption of Store, Spares and Consumables	199.87	155.22
Packing Expenses	1,370.98	1,200.04
Job Work Charges	1,031.05	838.28
Power, Fuel & Lighting	746.68	619.50
Repairs & Maintenance		
--- Plant & Machinery	218.41	183.10
--- Buildings	20.93	7.61
--- Others	28.74	27.78
Freight, Handling and Octroi	1,357.41	1,192.56
Rebate, Discount, Commission on Sales	140.57	109.03
Bad Debts Written off	62.42	51.37
Impairment Allowance on Trade Receivables (including ECL)-[Refer Note No.12 (a)]	(26.86)	(12.98)
Rates & Taxes	89.82	131.59
Rent (For Rent paid to Related Parties, refer note no. 37)	63.72	65.74
Insurance	120.80	138.80
Travelling & Conveyance	226.62	174.50
Advertisement & Publicity	215.19	276.81
Auditor's Remuneration [Refer Note No. 33 (a)]	6.10	6.35
Property, Plant and Equipment Written off (net)	20.71	0.68
Communication Expenses	27.38	26.24
Donations	6.42	1.85
Contribution to Political Party- CPI (M)	-	0.50
Professional & Consultancy Charges	280.91	216.98
Miscellaneous Expenses	497.37	477.46
Corporate Social Responsibility Expenditure	80.29	65.07
Total	6,785.53	5,954.08

(a) Auditor's Remuneration (excluding applicable Tax): (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Audit Fee	4.60	4.60
Limited Review Fee	0.60	0.60
Tax Audit	0.60	0.60
For Other Services	0.30	0.55
Total	6.10	6.35

(b) Corporate Social Responsibility (CSR) Expenses during the year on: (₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
(i) Gross amount required to be spent by the Holding Company during the year as per provisions of section 135 of the Companies Act, 2013 i.e. 2% of average net profits for last three financial years, calculated as per section 198 of the Companies Act, 2013.	80.29	65.07
(ii) Gross amount spent by the Holding Company during the year		
i. Construction/Acquisition of assets	-	-
ii. On purpose other than (i) above	80.79	65.19
Total	80.79	65.19
(iii) Shortfall/(Excess) for the year (i-ii)	(0.50)	(0.12)
(iv) Total of previous years shortfall	0.00	36.24
(v) Previous years shortfall spent during the year	0.00	36.24
(vi) Reason for shortfall	NA	NA
(vii) Nature of CSR Activities : Eradicating Hunger, Promoting Healthcare, Promoting Education, and Animal Welfare amongst others		
(viii) CSR Activities with Related Parties	NIL	NIL
(ix) Movement of CSR Provision :		
Opening Provision	(0.12)	36.24
Created during the year	80.29	65.07
Utilized during the Year	80.67	101.43
Closing Provision	(0.50)	(0.12)

34. Other Comprehensive Income:

(₹ in Million)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Items that will not be reclassified to profit and loss :		
Re-measurement gains (losses) on defined benefit plans	(8.92)	17.66
Net (loss)/gain on FVTOCI equity securities	1.61	1.89
Income tax effect on above	6.69	(11.64)
Items that will be reclassified to profit and loss:		
Exchange differences on translation of foreign operations	(0.01)	(0.01)
Income tax effect on above	0.03	0.01
Total	(0.60)	7.91

35. Earnings Per Share (EPS):

Accounting Policy

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares.

- (i) **Basic EPS** is calculated by dividing profit/ (loss) attributable to equity shareholders of the Holding Company by weighted average number of equity shares outstanding during the period.
- (ii) **Diluted EPS** is computed using profit/ (loss) for the year attributable to equity shareholders and weighted average number of equity and potential equity shares outstanding during the period, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(iii) Employee Stock Option

The Holding Company had approved "KEI Employees Stock Option Scheme" (KEI ESOS 2015 or Scheme) for granting Employees Stock Options in the form of Equity Shares to eligible employees and the same was approved by the members of the Holding Company on September 16, 2015. The plan is administered under the supervision of the Nomination and Remuneration Committee of the Board of Directors of the Holding Company ("Committee") in compliance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and other applicable provisions for the time being in force. The Nomination and Remuneration Committee had granted 2,252,000 share Options (par value ₹ 2/- each share) on September 23, 2015; 15,000 share Options (par value ₹ 2/- each share) were granted on September 25, 2018 and further granted 13,65,000 share options and 30,000 share options (par value ₹ 2/- each share) on August 05, 2019 and September 27, 2019 respectively which were exercised by eligible employees. In FY 2022-23, the Nomination and Remuneration Committee further granted 1,96,000 share Options (par value ₹ 2/- each share) on September 22, 2022 which will vest over a period of 4 years from the date of grant.

(a) Earnings Per Equity Share (EPS):

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Profit after Tax (₹ in Million)	4,773.42	3,760.15
Basic Earnings Per Share (₹)	52.94	41.77
Diluted Earnings Per Share (₹)	52.86	41.56
Par Value Per Equity Share (₹)	2.00	2.00

(b) Weighted Average Number of Equity Shares Used as Denominator:

Particular	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Number of Equity shares at the beginning of the year	9,11,88,438	9,05,77,438
Add: Weighted average number of equity shares issued during the year	56,014	1,58,389
Weighted average number of Equity shares for Basic EPS	9,12,44,452	9,07,35,827
Add: Adjustment for Employee Stock Options Outstanding	1,33,550	4,52,611
Weighted average number of equity shares for Diluted EPS	9,13,78,002	9,11,88,438

36. Contingent Liabilities & Commitments:**Accounting Policy**

In normal course of business, contingent liabilities may arise from litigation and other claims against the Group. Guarantees including Guarantees given on behalf of Joint Venture Companies are also provided in the normal course of business.

There are certain obligations which management of the Group has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the Consolidated financial statements. Claims against the Group, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities. Show Cause Notices received are not treated as Contingent Liabilities.

Although there can be no assurance regarding the final outcome of the legal proceedings in which the Group is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

Contingent assets are not recognised but disclosed in the Consolidated financial statements when an inflow of economic benefits is probable.

A. Contingent Liabilities (to the extent not provided for):

(₹ in Million)

Particulars		As at 31 st March, 2023	As at 31 st March, 2022
Claims against Company not acknowledged as debt			
(i)	Sales Tax / Entry Tax demands under appeal	10.25	26.12
(ii)	Income tax Matters:		
	-- Demand due to Additions / disallowances during Assessments, Penalty which are under Appeal	33.47	20.02
(iii)	Excise / Service tax / GST demands under appeal/ Pending appeal	520.30	1,227.08
(iv)	Misc. claims against Company in Labour Court	3.13	1.07
Other money for which Company is contingently liable			
(i)	Unutilized Letter of Credits	349.59	186.31
(ii)	Outstanding LC Discounted	529.01	1,307.50

In respect of the items above, future cash outflows in respect of contingent liabilities are determinable only on receipt of judgments/decisions pending at various forums /authority. The Group doesn't expect the outcome of matters stated above to have a material adverse effect on the Group's financial conditions, result of operations or cash flows.

B. Commitments

(₹ in Million)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Estimated amount of contracts remaining to be executed on Capital Account	638.27	98.76

For Lease Commitments (refer note no 5-C)

37. The Related party disclosures as per Ind AS-24 "Related Party Disclosures" :
(a) Name of Related Parties :
i) Jointly Controlled Entity
Joint Venture

Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)*

Place of Business/Country of Incorporation	Ownership Interest	
	As at 31 st March, 2023	As at 31 st March, 2022
India	-	100% share in Profit/Loss

*During the year, Joint Venture between the Holding Company and Brugg Kabel AG, Switzerland which was formed for the specific purpose of bid and execution of a specific project has been dissolved w.e.f. 14th November, 2022. The dissolution will not have any impact on the operations of the Group and is not material to the Group. However, Holding Company's technical collaboration with Brugg Kabel AG, Switzerland for 400kV Cable is continuing.

ii) Associate

KEI Cables SA (PTY) Limited

Place of Business/Country of Incorporation	Ownership Interest	
	As at 31 st March, 2023	As at 31 st March, 2022
South Africa	49%	49%

iii)

Key Managerial Personnel (KMP):	Designation
Shri Anil Gupta	Chairman-cum-Managing Director
Shri Rajeev Gupta	Executive Director Finance & CFO
Shri Akshit Diviaj Gupta	Whole Time Director
Shri Kishore Kunal	AVP Corporate Finance & Company Secretary
Smt. Archana Gupta	Non-Executive Director
Shri Kishan Gopal Somani	Independent Director
Shri Pawan Bholusaria	Independent Director
Shri Sadhu Ram Bansal	Independent Director
Shri Vikram Bhartia	Independent Director
Shri Vijay Bhushan	Independent Director
Smt. Shalini Gupta	Independent Director
Shri Manoj Kakkar	Director in KEI Cables Australia PTY LTD, Subsidiary Company.
Shri Michael Wicks	Director in KEI Cables Australia PTY LTD, Subsidiary Company.

iv) Other related parties where KMP are interested and transactions have taken place:

Anil Gupta (HUF)
 Projection Financial & Management Consultants Private Limited
 Shubh Laxmi Motels & Inns Private Limited
 Soubhagya Agency Private Limited
 Dhan Versha Agency Private Limited
 KEI Cables Private Limited

v) Relatives of KMP with whom transaction have taken place:

Smt. Vedika Gupta
 Shri Sunil Gupta
 Smt. Shashi Gupta
 Smt. Shweta Jha

vi) Other related parties where relatives of KMP are interested and transactions have taken place:

Sunil Gupta (HUF)

vii) Post employee benefit plan for the benefitted employees:

KEI Industries Limited Employee Group Gratuity Fund

(b) Transactions with related parties are:

(₹ in Million)

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(i)	Settlement of liabilities on behalf of related party		
	Joint Venture		
	Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)	-	0.01
		-	0.01
(ii)	Payment received on behalf of related party		
	Other related parties where KMP are interested		
	Projection Financial & Management Consultants Private Limited	-	0.12
		-	0.12
	Post employee benefit plan for the benefitted employees		
	KEI Industries Limited Employee Group Gratuity Fund	-	0.26
		-	0.26
(iii)	Reimbursement of advance paid by related party		
	Other related parties where KMP are interested and transactions have taken place		
	Soubhagya Agency Private Limited	-	0.21
		-	0.21
(iv)	Interest paid on Deposits/ Unsecured Loan		
	Key Managerial Personnel		
	Shri Anil Gupta	-	14.99
	Shri Akshit Diviaj Gupta	-	0.10
		-	15.09
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	-	3.32
		-	3.32
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta	-	1.53
	Smt. Shweta Jha	-	0.19
		-	1.72
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF)	-	0.26
		-	0.26

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(v)	Share of profit received from Joint Venture Joint Venture Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland (Association of Persons)	0.01	2.90
		0.01	2.90
(vi)	Interest Income on loan given Associate KEI Cables SA (PTY) Limited	0.49	0.10
		0.49	0.10
(vii)	Reversal of Impairment in loan Associate KEI Cables SA (PTY) Limited	5.28	-
		5.28	-
(viii)	Lease Rental Paid Key Managerial Personnel Smt. Archana Gupta Shri Akshit Diviaj Gupta	0.96 0.20	0.96 0.20
		1.16	1.16
	Other related parties where KMP are interested Anil Gupta (HUF) Projection Financial & Management Consultants Private Limited Soubhagya Agency Private Limited Dhan Versha Agency Private Limited	0.78 8.44 9.80 3.60	0.78 8.44 9.60 3.60
		22.62	22.42
	Relatives of Key Managerial Personnel Shri Sunil Gupta	20.70	20.03
		20.70	20.03
(ix)	Managerial Remuneration Key Managerial Personnel Shri Anil Gupta Shri Rajeev Gupta Shri Akshit Diviaj Gupta	339.39 14.06 8.20	267.75 12.25 7.46
		361.65	287.46
(x)	Employee Benefits Expenses Key Managerial Personnel Shri Kishore Kunal	4.90	4.43
		4.90	4.43
	Relatives of Key Managerial Personnel Smt. Vedika Gupta	3.02	2.84
		3.02	2.84

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xi)	Expense on Share Based Payments to Key Managerial Personnel		
	Shri Rajeev Gupta	-	13.95
	Shri Kishore Kunal	-	-
		-	13.95
(xii)	Director Meeting Fees paid Key Managerial Personnel		
	Smt. Archana Gupta	0.45	0.60
	Shri Kishan Gopal Somani	0.45	0.52
	Shri Pawan Bholusaria	1.65	1.72
	Shri Sadhu Ram Bansal	0.75	0.75
	Shri Vikram Bhartia	1.20	1.20
	Shri Vijay Bhushan	0.98	0.98
	Smt. Shalini Gupta	0.30	0.38
		5.78	6.15
(xiii)	Obligation for Gratuity Benefit Key Managerial Personnel		
	Shri Rajeev Gupta	-	7.46
	Shri Akshit Diviaj Gupta	0.85	0.80
	Shri Kishore Kunal	1.46	1.31
		2.31	9.57
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.18	0.14
		0.18	0.14
(xiv)	Obligation for Leave Encashment Benefit Key Managerial Personnel		
	Shri Rajeev Gupta	1.18	0.98
	Shri Akshit Diviaj Gupta	0.38	0.06
	Shri Kishore Kunal	0.59	0.53
		2.15	1.57
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.20	0.18
		0.20	0.18
(xv)	Contribution to post employee benefit plan Post employee benefit plan for the benefitted employees		
	KEI Industries Limited Employee Group Gratuity Fund	10.60	14.00
		10.60	14.00

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xvi)	Dividend Paid (Including Interim Dividend)		
	Key Managerial Personnel		
	Shri Anil Gupta	33.28	29.23
	Shri Rajeev Gupta	1.03	0.80
	Shri Kishore Kunal	0.13	0.11
	Smt. Archana Gupta	2.51	2.09
	Shri Kishan Gopal Somani (NIL, Previous Year ₹ 2500/-)	-	0.00
	Shri Pawan Bholusaria	0.01	0.01
	Shri Vikram Bhartia	0.03	0.03
		36.99	32.27
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	13.95	11.63
	Projection Financial & Management Consultants Private Limited	23.70	19.75
	Shubh Laxmi Motels & Inns Private Limited	10.44	8.70
	Soubhagya Agency Private Limited	9.38	7.81
	Dhan Versha Agency Private Limited	3.00	2.50
	KEI Cables Private Limited	4.73	3.94
		65.20	54.33
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta (₹ 3900/-, Previous Year ₹ 3250/-)	0.00	0.00
	Smt. Shashi Gupta (₹ 4500/-, Previous Year ₹ 3,750/-)	0.00	0.00
		0.00	0.00
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF) (₹1500/-, Previous year ₹ 1250/-)	0.00	0.00
		0.00	0.00
(xvii)	Equity Share Allotment (KEI ESOS 2015)		
	Key Managerial Personnel		
	Shri Rajeev Gupta	0.05	0.24
	Shri Kishore Kunal	0.01	0.01
		0.06	0.25
(xviii)	Security Premium on share allotment (KEI ESOS 2015)		
	Key Managerial Personnel		
	Shri Rajeev Gupta	5.35	26.76
	Shri Kishore Kunal	0.78	1.56
		6.13	28.32

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xix)	Deposits/Unsecured Loan received during the period		
	Key Managerial Personnel		
	Shri Anil Gupta	-	1,135.00
		-	1,135.00
	Relatives of Key Managerial Personnel		
	Smt. Shweta Jha	-	7.50
		-	7.50
(xx)	Deposits/Unsecured Loan repaid during the period		
	Key Managerial Personnel		
	Shri Anil Gupta	-	1,420.00
	Shri Akshit Diviaj Gupta	-	2.50
		-	1,422.50
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	-	51.00
		-	51.00
	Relatives of Key Managerial Personnel		
	Shri Sunil Gupta	-	23.50
	Smt. Shweta Jha	-	7.50
		-	31.00
	Other related parties where relatives of KMP are interested		
	Sunil Gupta (HUF)	-	4.00
		-	4.00
(xxi)	Outstanding of Security Deposit Given (Fair Value)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	1.43	1.32
		6.35	6.24

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xxii)	Maximum Outstanding Balance of security during the period (At fair value)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	1.43	1.32
		6.35	6.24
(xxiii)	Maximum Outstanding Balance of security during the period (At Cost)		
	Key Managerial Personnel		
	Shri Akshit Diviaj Gupta	0.05	0.05
		0.05	0.05
	Other related parties where KMP are interested		
	Anil Gupta (HUF)	0.15	0.15
	Projection Financial & Management Consultants Private Limited	4.77	4.77
	Soubhagya Agency Private Limited	2.40	2.40
		7.32	7.32
(xxiv)	Salary Payable		
	Key Managerial Personnel		
	Shri Anil Gupta	200.80	69.21
	Shri Rajeev Gupta	0.07	0.03
	Shri Akshit Diviaj Gupta	0.39	0.36
	Shri Kishore Kunal	0.13	0.36
		201.39	69.96
	Relatives of Key Managerial Personnel		
	Smt. Vedika Gupta	0.21	0.13
		0.21	0.13
(xxv)	Amount Payable		
	Other related parties where KMP are interested		
	Projection Financial & Management Consultants Private Limited	0.12	0.12
	Less: Paid during the year	0.12	-
		-	0.12

S.No.	Particulars	As at 31 st March, 2023	As at 31 st March, 2022
(xxvi)	Loan Outstanding		
	Associate		
	KEI Cables SA (PTY) Limited	10.63	10.75
	Less: Impairment	-	5.28
		10.63	5.47
(xxvii)	Maximum amount of loan outstanding during the period		
	Associate		
	KEI Cables SA (PTY) Limited	10.63	10.75
		10.63	10.75
(xxviii)	Investment in Equity Shares		
	Associate		
	KEI Cables SA (PTY) Limited (₹ 2351)	0.00	0.00
	Less: Provision for Impairment (₹ 2351)	0.00	0.00
		-	-
(xxix)	Trade Receivables Outstanding		
	Associate		
	KEI Cables SA (PTY) Limited	30.92	38.06
	Less : Impairment	16.58	19.38
		14.34	18.68
(xxx)	Bad Debt Written off		
	Associate		
	KEI Cables SA (PTY) Limited	10.34	-
		10.34	-
(xxxi)	Interest Income Receivable		
	Associate		
	KEI Cables SA (PTY) Limited	0.84	0.41
		0.84	0.41
(xxxii)	Amount Receivable		
	Associate		
	KEI Cables SA (PTY) Limited	3.17	2.61
		3.17	2.61

(c) Other information

- (i) Shri Anil Gupta, Chairman-cum-Managing Director has given personal guarantee to lender banks for Holding Company's borrowings.
- (ii) The Holding company has given Performance Bank Guarantees of ₹ NIL (Previous year ₹ 60.80 Million) on behalf of Joint Venture of M/s KEI Industries Limited, New Delhi & Brugg Kabel AG Switzerland.
- (iii) Disclosures in respect of transactions with identified related parties are given only for such period during which such relationships existed.
- (iv) All outstanding balances pertaining to loans and security deposits with related parties are at fair value.
- (v) Inter corporate loans/advances have been given for business purposes only.
- (vi) As the amount for gratuity and Leave encashment are provided on actuarial basis for the Holding company as a whole, the amount pertaining to the KMP and relatives of KMP are not included in their remuneration.
- (vii) Transactions with Related parties are made on terms equivalent to those that prevail in arms' length transactions.
- (viii) Deposits and loans received from Related Parties are for business purpose and the rate of interest thereon is at arms length price.
- (ix) Interest charged from Associate at the rate LIBOR plus 0.50% spread.
- (x) Trade Receivables and Loan given to Associate company are unsecured.
- (xi) Shri Manoj Kakkar, Director of Subsidiary Company M/s KEI Cables Australia PTY LTD is in employment with the Holding Company and has not drawn any remuneration from M/s KEI Cables Australia PTY LTD.

38. SEGMENT REPORTING:**Accounting Policies:**

- i. Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker.
- ii. Revenue and Expenses are identified to segments on the basis of their relationship to the operating activities of the segment.
- iii. The Group generally accounts for intersegment sales and transfers at cost plus appropriate margins.
- iv. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue / expenses / assets / liabilities".

Disclosure as per Indian Accounting Standard (Ind AS) 108 "Operating Segments"**(i) Basis of identifying operating segments, reportable segments, segment profit and definition of each reportable segment:**

Operating segments are identified as those components of the Group (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Group's other components; (b) whose operating results are regularly reviewed by the Group's Management to make decisions about resource allocation and performance assessment and (c) for which separate financial information is available.

(ii) Reportable segments:

The Group has three reportable segments as described under "Segment Composition" below. The nature of products and services offered by these businesses are different and are managed separately given the different sets of technology and competency requirements.

(iii) Segment composition

Cables & Wires Segment comprise manufacturing, sale and marketing of all range of power cables such as - Low Tension (LT), High Tension (HT) and Extra High Voltage (EHV), control and instrumentation cables, specialty cables, elastomeric / rubber cables, submersible cables, flexible and house wires, winding wires etc.

Engineering, Procurement and Construction (EPC) projects Segment comprises of survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

Stainless Steel Wire Segment comprises manufacturing sale and Job work related to Stainless Steel Wires.

(iv) Segment Revenue, Expenditure & Profit:

Performance of a segment is measured based on segment profit (before interest and tax), as included in the internal management reports that are reviewed by the Group's Management.

Operating revenues and expenses related to both third party and inter-segment transactions are included in determining the segment results of each respective segment.

Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocated".

Finance income earned and finance expense incurred are not allocated to individual segment and the same has been reflected at the Group level for segment reporting.

Unallocated expenses/ results, assets and liabilities include expenses/ results, assets and liabilities (including inter-segment assets and liabilities) and other activities not allocated to the operating segments. These also include current taxes, deferred taxes and certain financial assets and liabilities not allocated to the operating segments.

Current Taxes, Deferred Taxes and certain financials assets and liabilities are not allocated to those segments as they are also managed on Group level.

(v) Segment Asset Liabilities and Capital Expenditure

The total assets disclosed for each segment represent assets directly managed by each segment, and primarily include receivables, property, plant and equipment, intangibles, inventories, operating cash and bank balances, intersegment assets and exclude derivative financial assets, deferred tax assets and income tax recoverable.

Segment liabilities comprise operating liabilities, specific borrowings and exclude external borrowings (other than specific), provision for taxes, deferred tax liabilities and derivative financial liabilities.

Segment capital expenditure comprises additions to property, plant and equipment and intangible assets (net of rebates, where applicable).

(₹ in Million)

Particulars	Cables & Wires		Stainless steel Wire		EPC Projects		Unallocated		Inter Segment Elimination		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Revenue (Gross)												
External	59,310.10	46,260.73	2,550.93	2,259.37	7,060.17	8,734.87	-	-	202.10	14.94	69,123.30	57,269.91
Inter-Segment Revenue	3,228.98	4,970.51	-	-	-	-	-	-	(3,228.98)	(4,970.51)	-	-
Total Revenue	62,539.08	51,231.24	2,550.93	2,259.37	7,060.17	8,734.87	-	-	(3,026.88)	(4,955.57)	69,123.30	57,269.91
Result												
Segment Result	5,707.81	4,863.59	190.37	136.34	668.65	819.80	-	-	115.96	(228.59)	6,682.79	5,591.14
Unallocated Expenditure net of unallocated income	-	-	-	-	-	-	(80.64)	(131.02)	-	-	(80.64)	(131.02)
Finance Cost	-	-	-	-	-	-	(347.07)	(403.94)	-	-	(347.07)	(403.94)
Interest Income	-	-	-	-	-	-	164.91	18.72	-	-	164.91	18.72
Dividend Income	-	-	-	-	-	-	0.08	0.03	-	-	0.08	0.03
Profit Before Tax	5,707.81	4,863.59	190.37	136.34	668.65	819.80	(262.72)	(516.21)	115.96	(228.59)	6,420.07	5,074.93
Share of profit/(Loss) of Joint Venture and Associate (net of tax)											(0.00)	0.35
Tax including Deferred Tax											1,646.65	1,315.13
Profit for the year											4,773.42	3,760.15
Other Information												
Segment Assets	25,970.91	24,429.98	851.72	903.09	4,971.25	5,800.74	5,907.64	4,136.81	-	-	37,701.52	35,270.62
Segment Liabilities	8,800.42	8,924.00	280.64	256.50	1,748.70	1,568.00	980.10	3,166.93	-	-	11,809.86	13,915.43
Capital Expenditure	886.39	425.12	11.41	19.05	9.46	5.09	63.64	134.91	-	-	970.90	584.17
Depreciation and Amortization	469.23	466.65	19.12	18.67	16.43	16.68	66.01	52.54	-	-	570.79	554.54

(₹ in Million)

Information about Geographical Segment:

SECONDARY SEGMENT INFORMATION	India		Outside India		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
External Revenue (Gross)	61,995.20	51,377.43	7,128.10	5,892.48	69,123.30	57,269.91
Addition to Non Current Assets	1,039.28	582.53	3.55	1.58	1,042.83	584.11

Information about major customers :

There are no customers having revenue exceeding 10% of total revenues.

39. Financial Instruments and Fair Value Measurements:

Accounting Policy

(i) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(A) Financial Assets:

Initial Recognition & Measurement :

Financial Assets are recognised when the Group becomes a party to contractual provisions of Financial Instrument.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to acquisition of financial assets (other than financial assets at fair value through Profit or Loss) are added to fair value of financial assets. Transaction costs directly attributable to acquisition of financial assets at fair value through profit or loss are recognised immediately in Consolidated statement of Profit and Loss.

Subsequent Measurement:

- i. Debt Instruments at Amortised Cost- A 'debt instrument' is measured at amortised cost if both of the following conditions are met:
 - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
 - Contractual terms of asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on principal amount outstanding.

After initial measurement, such Financial Assets are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. All other debt instruments are measured at Fair Value through Other Comprehensive Income (FVOCI) or Fair Value through Profit and Loss (FVTPL) based on the Group's business model.

- ii. Equity Investments - All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at fair value through Profit and Loss (FVTPL). For all other equity instruments, the Group decides to classify the same either as at Fair Value through Other Comprehensive Income (FVOCI) or Fair Value through Profit and Loss (FVTPL) on an instrument to instrument basis.
- iii. Mutual Funds - All mutual funds in scope of Ind AS 109 are measured at Fair Value through Other Comprehensive Income (FVOCI).

Impairment of Financial Assets:

In accordance with Ind AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments, and are measured at amortised cost e.g., Loans, Debt Securities, Deposits and Trade Receivables or any contractual right to receive cash or another financial asset that result from transactions that are within scope of Ind AS 115.

The Group follows 'Simplified Approach' for recognition of impairment loss allowance on trade receivables. Application of simplified approach recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in

a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, the group reverts to recognising impairment loss allowance based on 12 month ECL.

ECL impairment loss allowance (or reversal) recognized during the year is recognized under the head 'Other Expenses' in the Consolidated statement of Profit and Loss. The Consolidated Balance Sheet presentation for various financial instruments is described below:

- i. Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Consolidated Balance Sheet. This allowance reduces the net carrying amount.
- ii. Debt instruments measured at FVTPL: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Change in fair value is taken to the Consolidated statement of Profit and Loss.
- iii. Debt instruments measured at FVTOCI: Since financial assets are already reflected at Fair Value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'Accumulated Impairment Amount' in the Other Comprehensive Income (OCI). The Group does not have any Purchased or Originated Credit Impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

De-Recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's Balance Sheet) when:

- i. The rights to receive cash flows from asset has expired, or
- ii. The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement and either;
 - (a) The Group has transferred substantially all risks and rewards of the asset, or
 - (b) The Group has neither transferred nor retained substantially all risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates, if and to what extent it has retained risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects rights and obligations that the Group has retained.

(B) Financial Liabilities:

Initial Recognition and Measurement

Financial liabilities are classified at initial recognition as

- Financial liabilities at fair value through Profit or Loss
- Loans and Borrowings
- Payables

All financial liabilities are recognised initially at fair value and in case of loans and borrowings

and payables, they are recognised net of directly attributable transaction costs.

The Group's financial liabilities include Loans and Borrowings including Bank Overdraft, Trade Payable, Trade Deposits, Retention Money, Liabilities towards Services and Other Payables.

Financial Liabilities are classified as at amortised cost.

Subsequent Measurement:

Subsequent to initial recognition, measurement of financial liabilities depends on their classification, as described below:

- i. Financial liabilities at Fair Value Through Profit or Loss (FVTPL): Financial liabilities at Fair Value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through Consolidated statement of profit and loss. Financial liabilities are classified as held for trading if they are incurred for purpose of repurchasing in near term.
- ii. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognition at fair value through statement of profit and loss are designated as such at the initial date of recognition, and only if criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk is recognized in OCI. These gains/losses are not subsequently transferred to statement of profit and loss. However, the Group may transfer cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.
- iii. Loans and Borrowings: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (hereinafter referred as EIR) method. Gains and Losses are recognised in statement of profit and loss when liabilities are derecognised as well as through EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. EIR amortisation is included as Finance Costs in the statement of profit and loss.

De-Recognition of Financial Liabilities:

A Financial Liability is de-recognised when obligation under the liability is discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on the previous experience of Management and actual facts of each case and recognised in Other Operating Income if arising during normal course of business. When an existing Financial Liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and the recognition of a new liability. Difference in respective carrying amounts is recognised in the Statement of Profit and Loss.

(C) Derivative Financial Instruments:

In some cases, Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. Method of recognizing resulting gain or loss depends on whether derivative is designated as a hedging instrument, and if so, on nature of item being hedged. Any gains or losses arising from changes in fair value of derivatives are taken directly to statement of profit and loss.

(D) Offsetting of Financial Instruments:

Financial Assets and Financial Liabilities are offset and net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset recognised amounts and there is an intention to settle on a net basis, to realise assets and settle liabilities simultaneously.

Group's businesses are subject to several risks and uncertainties including financial risks. Group's documented risk management policies, act as an effective tool in mitigating various financial risks to which business is exposed to in course of their daily operations. Risk management policies cover areas such as liquidity risk, commodity price risk, foreign exchange risk, interest rate risk, counterparty and concentration of credit risk and capital management.

Group's senior management oversees management of these risks. Senior professionals working to manage financial risks and appropriate financial risk governance framework for Group are accountable to Board of Directors and Audit Committee of Holding Company. This process provides assurance to Group's senior management that Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Group policies and Group risk objective.

(ii) Fair Value Measurements:

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurement is based on presumption that transaction to sell asset or transfer liability takes place either:

- i. In the principal market for asset or liability, or
- ii. In absence of a principal market, in most advantageous market for asset or liability.
The principal or the most advantageous market must be accessible to the Company.

Fair Value of an asset or liability is measured using assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using asset in its highest and best use or by selling it to another market participant that would use asset in its highest and best use.

The Group uses valuation techniques that are appropriate in circumstances and for which sufficient data are available to measure fair value, maximising use of relevant observable inputs and minimizing use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2- Valuation techniques for which lowest level input that is significant to fair value measurement is directly or indirectly observable.

Level 3- Valuation techniques for which lowest level input that is significant to fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Other Fair Value related disclosures are given in the relevant notes.

Carrying amounts of Financial Assets and Financial Liabilities in each category are as follows: (₹ in Million)

Particulars	Note Reference	As at 31 st March, 2023				As at 31 st March, 2022			
		FVPL	FVOCI	AMORTISED COST	FAIR VALUE	FVPL	FVOCI	Amortized Cost	FAIR VALUE
Financial Assets									
Investments	7								
- Equity Instruments	-	-	5.73	-	5.73	-	4.87	-	4.87
- Mutual funds	-	-	6.97	-	6.97	-	15.27	-	15.27
Loans	8A & 8B	-	-	24.28	24.28	-	-	16.41	16.41
Trade receivables	12	-	-	13,877.86	13,877.86	-	-	13,955.33	13,955.33
Cash and Cash equivalents	13	-	-	4,798.96	4,798.96	-	-	3,590.25	3,590.25
Bank Balances other than Cash and Cash equivalents	14	-	-	572.75	572.75	-	-	10.11	10.11
Other financial assets	9A & 9B	-	-	260.98	260.82	-	-	358.09	358.30
Total financial assets	-	-	12.70	19,534.83	19,547.37	-	20.14	17,930.19	17,950.54
Financial Liabilities									
Borrowings	18A & 18B	1,352.55	-	-	1,352.55	3,313.71	-	-	3,313.71
Trade payables	21	-	-	7,481.56	7,481.56	-	-	7,626.16	7,626.16
Lease Liabilities	19A & 19B	-	-	265.72	265.72	-	-	240.14	240.14
Other Current Financial Liabilities	22	-	-	1,780.46	1,780.46	-	-	1,821.77	1,821.77
Total financial liabilities		1,352.55	-	9,527.74	10,880.29	3,313.71	-	9,688.07	13,001.78

(a) Carrying amount of Trade Receivables, Trade Payables, other current financial assets, other current financial liabilities and Cash & Cash Equivalent are considered to be the same as their Fair Value due to their short term nature.

(b) Carrying amount of Financial Assets and Liabilities carried at Amortized Cost is considered a reasonable approximation of Fair Value.

(c) Above table excludes Investment in Subsidiary, Associate and Joint Venture, which are measured at cost in accordance with Ind AS 27, 'Separate Financial Statements'.

(iii) Fair Value Hierarchy:

This section explains the judgments and estimates made in determining fair values of financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in financial statements. To provide an indication about reliability of inputs used in determining fair value, Group has classified its financial instruments into three levels prescribed under accounting standard. An explanation of each level follows underneath the table:

Fair value of financial instruments as referred to in note above has been classified into three categories depending on inputs used in valuation technique. Hierarchy gives highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurement) and lowest priority to unobservable inputs (level 3 measurements).

The categories used are as follows:

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

Level 2: The fair value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data relied as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(₹ in Million)

Financial assets and liabilities measured at fair value	Note Reference	Level 1		Level 2		Level 3	
		As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2023	As at 31 st March, 2022
Financial assets							
Investments at FVOCI	7						
- Equity Instruments		5.73	4.87	-	-	-	-
- Mutual funds		-	-	6.97	15.27	-	-
Loans	8A & 8B	-	-	-	-	24.28	16.41
Other Financial Assets	9A & 9B	-	-	-	-	116.82	133.96
Total financial assets		5.73	4.87	6.97	15.27	141.10	150.37
Financial liabilities							
Borrowings	18A & 18B	-	-	-	-	1,352.55	3,313.71
Other Current Financial Liabilities	22	-	-	-	-	1,780.46	1,821.77
Total Financial Liabilities		-	-	-	-	3,133.01	5,135.48

Group's policy is to recognize transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

During the year ended 31st March, 2023 and 31st March, 2022 there were no transfers between level 1 and level 2 fair value measurements and no transfer into and out of level 3 fair value measurement.

40. Financial Risk Management Objectives and policies:

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Group's

operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Group also holds FVTPL investments and enters into derivative transactions.

The Group is exposed to market risk, credit risk and liquidity risk etc. The Board of Directors of the Holding Company has formed a Risk Management Committee to periodically review the risk management policy of the Group so that the management manages the risk through properly defined mechanism. The Risk Management Committee's focus is to foresee the unpredictability and minimise potential adverse effects on the Group's financial performance. The Group's overall risk management procedures to minimise the potential adverse effects of financial market on the Group's performance are as follows:

Group's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency Risk
- Price Risk
- Commodity Price Risk
- Interest Rate Risk
- Liquidity Risk
- Credit Risk

Above risks may affect Group's income and expenses, or value of its financial instruments. Group's exposure to and management of these risks are explained below:

(a) Currency Risk - Potential Impact of Risk & Management Policy:

Group undertakes transactions denominated in foreign currencies mainly related to its operating activities. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

Carrying amounts of Group's foreign currency denominated monetary assets and monetary liabilities at end of reporting period are as follows:

Amount payable in foreign currency on account of the following:

Particulars	As at 31 st March, 2023			As at 31 st March, 2022		
	Currency	Amount in foreign currency	₹ in Million	Currency	Amount in foreign currency	₹ in Million
Import of Goods & Advance Received	USD	2,57,36,781	2,010.67	USD	2,07,79,720	1,544.33
	EURO	1,69,449	15.22	EURO	38,340	3.28
	CHF	3,44,668	31.25	CHF	3,93,757	32.56
	NPR	30,03,75,165	186.80	NPR	29,13,98,844	180.99
Royalty/Know How/License fee	EURO	2,67,785	24.21	EURO	3,55,285	30.33
Expenses Payable	USD	2,79,914	23.10	USD	7,17,221	54.59
	GBP	1,27,226	13.03	GBP	1,27,636	12.75
	AED	48,784	1.10	AED	55,342	1.15
	NPR	8,50,624	0.58	NPR	12,84,881	0.84
	EURO	326	0.03	EURO	5,352	0.46

Particulars	As at 31 st March, 2023			As at 31 st March, 2022		
	Currency	Amount in foreign currency	₹ in Million	Currency	Amount in foreign currency	₹ in Million
Statutory Dues Payable	USD	-	-	USD	2,40,025	18.27
	NPR	2,52,380	0.16	NPR	16,98,459	1.06
Balance With Bank	GMD	-	-	GMD	1,37,588	0.19
Term Loan/ECB	USD	-	-	USD	20,00,000	152.24

Amount receivable in foreign currency on account of the following:

Particulars	As at 31 st March, 2023			As at 31 st March, 2022		
	Currency	Amount in foreign currency	₹ in Million	Currency	Amount in foreign currency	₹ in Million
Exports of Goods & Advance Paid	USD	2,52,38,882	2,051.05	USD	2,07,51,068	1,561.38
	EURO	21,44,061	187.77	EURO	24,63,665	206.65
	CHF	-	-	CHF	1,202	0.10
	AUD	1,81,15,541	990.56	AUD	88,23,056	495.68
	NPR	10,65,18,429	65.76	NPR	16,26,65,625	99.83
	GBP	60,753	6.15	GBP	1,19,971	11.85
Recoverables	AED	83,015	1.86	AED	65,673	1.34
	GMD	5,49,408	0.75	GMD	51,118	0.07
	USD	1,31,594	10.83	USD	1,78,273	13.44
	ZAR	31,67,443	14.64	ZAR	28,83,086	13.77
	EURO	486	0.04	EURO	500	0.04
	RMB	1,594	0.02	RMB	1,594	0.02
	NPR	1,42,81,418	8.84	NPR	1,48,66,675	9.21
Balance with Banks	USD	83,133	6.79	USD	29,062	2.19
	GMD	3,68,564	0.49	GMD	346	0.00
	NPR	2,55,00,442	15.74	NPR	73,69,486	4.52
	AED	1,13,072	2.50	AED	1,11,885	2.28
Amount recoverable from Govt	NPR	4,57,35,569	28.97	NPR	22,34,582	1.44
Fixed Deposit with Banks	NPR	20,47,741	1.26	NPR	19,14,249	1.17

(b) Currency Risk - Sensitivity to Risk:

Following table demonstrates sensitivity to a reasonably possible change in USD, EUR, AUD exchange rates, with all other variables held constant. Impact on company profit before tax is due to changes in fair value of monetary assets and liabilities. Foreign currency exposures recognized by Group that have not been hedged by a derivative instrument or otherwise are as under:

(₹ in Million)

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
USD – Increase/ Decrease by 5%	1.75	(9.62)	(1.75)	9.62
EUR – Increase/ Decrease by 5%	7.42	8.63	(7.42)	(8.63)
AUD – Increase/ Decrease by 5%	49.53	24.78	(49.53)	(24.78)

Currency Risk due to receivables net of payable in Nepali Rupees (NPR):

Since exchange rate between INR and NPR is fixed, impact on Group profit before tax due to change in exchange rate is negligible. Remittances from Nepal, are subject to fulfillment of certain conditions imposed by the local Government at Nepal.

(c) Price Risk - Potential Impact of Risk & Management Policy:

- (i) Group is exposed to price risk due to its investment in Equity Shares & Mutual Funds. Price risk arises due to uncertainties about future market values of these investments.
- (ii) Group reviews its investments at regular intervals in order to minimize price risk arising from investments in Equity Shares & Mutual Funds.
- (iii) Majority of investments of Company are publicly traded and listed in BSE/NSE. Carrying amounts of the Group's investment in Equity Shares & Mutual Funds at the end of the reporting period are given in Note 7.

(d) Price Risk - Sensitivity to Risk:

Following table demonstrates sensitivity to a reasonably possible change in equity index where investments of Group are listed. Impact on Group's profit before tax is due to changes in NSE Index.

(₹ in Million)

Particulars	Impact on profit before tax		Impact on Other Components of Equity before tax	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
NSE Index Increase by 5%	-	-	0.64	1.01
NSE Index Decrease by 5%	-	-	(0.64)	(1.01)

(e) Commodity Price Risk - Potential Impact of Risk & Management Policy:

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of industrial and domestic cable and therefore require a continuous supply of major items of raw material viz copper and Aluminium. Due to the volatility of the prices of the Copper and Aluminium, Group has entered into various purchase contracts for these materials.

The Holding Company's Board of Directors has adopted a risk management strategy regarding commodity price risk and its mitigation. The Group partly mitigated the risk of price volatility by entering into the contract for purchase of these raw material based on average price of for each month.

(f) Interest Rate Risk - Potential Impact of Risk & Management Policy:

- (i) Group invests in fixed deposits for a period between 8 days to 7 years. All fixed deposits are with banks, accordingly there is no significant interest rate risk pertaining to these deposits.
- (ii) Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Group's exposure to risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates and fixed deposits. Group's fixed rate borrowings and deposits are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither carrying amount nor future cash flows will fluctuate because of a change in market interest rates. The Group also uses interest rate swap to mitigate the interest rate risk.
- (iii) Risk is managed by Group by maintaining an appropriate mix between fixed and floating rate of borrowings.

Exposure of Group's borrowing to interest rate changes at end of reporting period are as follows:

(₹ in Million)

Particulars	31 st March, 2023	31 st March, 2022
Variable rate borrowings	-	2,255.78
Fixed rate borrowings	1,352.55	1,057.93
Total borrowings	1,352.55	3,313.71

Refer Note No.18A & 18B for maturities of Company borrowings.

(g) Interest Rate Risk - Sensitivity:

Sensitivity analysis below has been determined based on exposure to interest rates for non-derivative instruments at end of reporting period. For floating rate liabilities, analysis is prepared assuming amount of liability outstanding at end of reporting period was outstanding for whole year.

(₹ in Million)

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	31 st March, 2023	31 st March, 2022	31 st March, 2023	31 st March, 2022
Interest Rate - Increase/ Decrease by 50 basis point (50 bps)	(1.07)	(0.87)	1.07	0.87

(h) Credit Risk:

- (i) Credit risk refers to risk that counterparty will default on its contractual obligations resulting in financial loss to Group.
- (ii) Group is exposed to credit risk from its operating activities (primarily Trade Receivables, Contract Assets, Loan and security deposit and also from its investing activities including

deposits with banks, forex transactions and other financial instruments) for receivables, cash and cash equivalents, short-term investments and derivative financial instruments. Credit limits are set based on a counterparty value. Methodology used to set list of counterparty limits includes, counterparty Credit Ratings (CR) and sector exposure. Evolution of counterparties is monitored regularly, taking into consideration CR and sector exposure evolution. As a result of this review, changes on credit limits and risk allocation are carried out.

- (iii) In respect of its investments, Group aims to minimize its financial credit risk through application of risk management policies.
- (iv) For financial instruments, Group attempts to limit credit risk by only dealing with reputed banks and financial institutions.
- (v) None of Group's cash equivalents, including fixed deposits with banks, are past due or impaired.
- (vi) Trade receivables and contract assets are subject to credit limits, controls & approval processes. These terms and conditions are determined on a case to case basis with reference to customer's Credit quality and prevailing market conditions. credit quality of Group's customers is monitored on an ongoing basis and assessed for impairment where indicators of such impairment exist. Due to large geographical base & number of customers, Group is not exposed to material concentration of credit risk. Based on historical experience, risk of default in case of trade receivable is low. Provision is made for doubtful receivables on individual basis depending on the customer ageing, customer category, specific credit circumstances & the historical experience of Group. Solvency of customers and their ability to repay receivable is considered in assessing receivables for impairment. Where receivables are impaired, Group actively seeks to recover amounts in question and enforce compliance with credit terms. The Group has taken trade credit insurance for certain class of trade receivables. An impairment analysis is performed at each reporting date on trade receivables by lifetime expected credit loss method based on provision matrix. In case of contract assets, 12 month expected credit loss method is followed by the Group.
- (vii) Group assesses and manages credit risk of Financial Assets based on following categories arrived on basis of assumptions, inputs and factors specific to class of Financial Assets.

A: Low Credit Risk on financial reporting date

B: Moderate Credit Risk

C: High Credit Risk

Group provides for Expected Credit Loss based on following:

Asset group	Basis of categorization	Provision for expenses credit loss
Low Credit Risk	Cash and Cash Equivalents, other Bank Balances and Fixed Deposits with Banks	12 month expected credit loss
Moderate Credit Risk	Trade Receivables and other Current Financial Assets	Life time expected credit loss
	Loans and Contract Assets	12 month expected credit loss
High Credit Risk	Trade Receivables, Contract Assets, Loans and other Current Financial Assets	Life time expected credit loss or fully provided for

(₹ in Million)

Credit rating	Particulars	Note reference	As at 31 st March, 2023	As at 31 st March, 2022
A: Low credit risk	Cash and Cash Equivalents, other Bank Balances and other Non Current Financial Assets	13 & 14 & 9A	5,374.37	3,606.36
B: Moderate credit risk	Trade Receivables, Contract Assets, Loans and other Financial Assets	12, 8A & 8B, 9A & 9B	14,146.71	14,255.89
C: High credit risk	Loans, Trade Receivables	8B & 12	-	63.65

A: Low Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Cash and Cash Equivalents	13	4,798.96	-	4,798.96
Bank Balances other than Cash and Cash equivalents	14	572.75	-	572.75
Other Non Current Financial Assets	9A	2.73	-	2.73

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Cash and Cash Equivalents	13	3,590.25	-	3,590.25
Bank Balances other than Cash and Cash equivalents	14	10.11	-	10.11
Other Non Current Financial Assets	9A	6.10	-	6.10

B: Moderate Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivables and Contract Assets	12 & 9B	13,957.36	79.50	13,877.86
Loans	8A & 8B	24.28	-	24.28
Other Financial Assets- Security Deposit	9A & 9B	116.82	-	116.82
Other Financial Assets- Contract Assets	9B	127.75	-	127.75

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivables and Contract Assets	12 & 9B	14,084.06	186.91	13,897.15
Loans	8A & 8B	10.94	-	10.94
Other Financial Assets- Security Deposit	9A & 9B	133.96	-	133.96
Other Financial Assets- Contract Assets	9B	213.84	-	213.84

C: High Credit Risk

(₹ in Million)

As at 31 st March, 2023				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivable - Having Significant increase in credit risk	12	99.93	99.93	-
Loan Receivables - Having Significant increase in credit risk	8B	-	-	-

(₹ in Million)

As at 31 st March, 2022				
Particulars	Note reference	Carrying Amount	Impairment	Carrying Amount net of Impairment Provision
Trade Receivable - Having Significant increase in credit risk	12	77.56	19.38	58.18
Loan Receivables - Having Significant increase in credit risk	8B	10.75	5.28	5.47

(i) Liquidity Risk:

Liquidity risk is the risk that Group will face in meeting its obligations associated with its financial liabilities. Group's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

- (i) Group maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31st March, 2023 and 31st March, 2022.
- (ii) Cash flow from operating activities provides funds to service financial liabilities on a day-to-day basis.
- (iii) Group regularly monitors rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated is used for working capital management.

Following table analyses Group's financial liabilities into relevant maturity grouping based on their contractual maturity for all non derivative financial liabilities:

(₹ in Million)

As at 31 st March, 2023					
Non-derivative liabilities	Note reference	Carrying amount	Payable within 1 year	More than 1 years	Total
Trade payables (including acceptances)	21	7,481.56	7,481.56	-	7,481.56
Borrowings	18A & 18B	1,352.55	1,352.55	-	1,352.55
Lease Liability	19A & 19B	265.72	46.57	219.15	265.72
Unpaid dividend	22	2.77	2.77	-	2.77
Other current financial liabilities including contract liabilities	22	1,777.69	1,777.69	-	1,777.69

(₹ in Million)

As at 31 st March, 2022					
Non-derivative liabilities	Note reference	Carrying amount	Payable within 1 year	More than 1 years	Total
Trade payables (including acceptances)	21	7,626.16	7,626.16	-	7,626.16
Borrowings	18A & 18B	3,313.71	3,313.71	-	3,313.71
Lease Liability	19A & 19B	240.14	33.42	206.72	240.14
Unpaid dividend	22	2.85	2.85	-	2.85
Other current financial liabilities including contract liabilities	22	1,818.92	1,818.92	-	1,818.92

(j) Current & Liquid Ratio:

Following table shows ratio analysis of Company for respective periods:

Period	Current Ratio	Liquid Ratio
31 st March, 2023	2.83	1.84
31 st March, 2022	2.22	1.41

Holding Company has hypothecated all of its Plant & Machinery, Factory Building, Trade Receivables and Cash & Cash Equivalents in order to fulfill collateral requirements for financial facilities in place. The counterparties have an obligation to return the securities to Holding Company.

Under terms of major borrowings facilities, Group is required to comply with certain financial covenants and Group has complied with those covenants throughout the reporting period.

41. Capital Management:

(A) Risk Management

Capital management is driven by Group's policy to maintain a sound capital base to support the continued development of its business. The Management and Board of Directors seeks to maintain a prudent balance between different components of Group's capital. Management monitors capital structure and net financial debt at individual currency level. Net financial debt is defined as current and non-current financial liabilities including lease liabilities less cash and cash equivalents and short term investments.

The capital structure is governed by policies approved by the Board of Directors of Holding Company and monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, lease liabilities, less cash and cash equivalents.

(₹ in Million)

Particulars	31 st March, 2023	31 st March, 2022
Borrowings (Note No. - 18A & 18B)	1,352.55	3,313.71
Trade Payables (Note No. 21)	7,481.56	7,626.16
Other Payables including Lease Liabilities (Note No. 22,19A & 19B)	2,046.18	2,061.91
Less: Cash & Cash Equivalents (Note No. 13)	4,798.96	3,590.25
Net Debt	6,081.33	9,411.53
Equity (Note No. 16)	180.38	180.21
Other Equity (Note No. 17)	25,711.46	21,175.12
Total Capital	25,891.84	21,355.33
Capital and net debt	31,973.17	30,766.86
Gearing Ratio (%)	19.02	30.59

No changes were made in the objectives, policies or processes for managing capital during the year:

(B) Dividends:

Particulars	31 st March, 2023	31 st March, 2022
Total number Equity shares outstanding	9,01,92,438	9,01,05,438
Interim dividend for the year [Refer Note No. 16(g)] (₹ in Million)	270.58	225.26

Note- 42.**Additional Information in pursuant to Schedule III of the Companies Act, 2013****For the year ended 31st March, 2023****(₹ in Million)**

S. No	Name of the Entity	Ownership Interest	Net Assets, i.e., Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
			As % of Consolidated net Assets	Amount	As % of consolidated Profit or Loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Total Comprehensive Income	Amount
1	Holding Company	-	100.02%	25,895.55	100.01%	4,773.82	100.00%	(0.60)	100.01%	4,773.22
2	Subsidiaries									
B	Foreign									
a.)	KEI Cables Australia PTY LTD	90.00%	-0.01%	(3.50)	-0.01%	(0.36)	0.00%	-	-0.01%	(0.36)
3	Non - Controlling Interest in Subsidiary	10.00%	0.00%	(0.39)	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
4	Associate									
	Foreign									
	Investments Accounted for using Equity Method									
a.)	Investments in KEI Cables SA (PTY) Limited	49.00%	0.00%	-	0.00%	-	0.00%	-	0.00%	-
5	Joint Venture									
	Investments Accounted for using Equity Method									
A	Indian									
a.)	Joint Venture of KEI Industries Ltd New Delhi & Brugg Kable AG Switzerland	100.00%	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
	TOTAL		100%	25891.66	100.00%	4773.42	100.00%	-0.60	100%	4772.82

43. Other Significant matters:

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Holding Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

44. Previous Year's figures have been regrouped / rearranged, wherever necessary.

As per our Report of even date.

For PAWAN SHUBHAM & CO.

Chartered Accountants

ICAI Firm's Registration No. : 011573C

For and on behalf of the Board of Directors of

KEI Industries Limited

CIN: L74899DL1992PLC051527

(PAWAN KUMAR AGARWAL)

Partner

M.No. 092345

(ANIL GUPTA)

Chairman-cum-Managing Director

DIN: 00006422

(RAJEEV GUPTA)

Executive Director (Finance) & CFO

DIN: 00128865

(KISHORE KUNAL)

AVP (Corporate) & Company Secretary

M.No. FCS-9429

(ADARSH KUMAR JAIN)

Vice President (Finance)

M.No. FCA-502048

Place of Signing: New Delhi

Date: 02nd May, 2023

Place of Signing: New Delhi

Date: 02nd May, 2023

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 31ST ANNUAL GENERAL MEETING OF THE MEMBERS OF KEI INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, THE 01ST DAY OF SEPTEMBER, 2023 AT 3.30 P.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (VC/OAVM) FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT D-90, OKHLA INDUSTRIAL AREA, PHASE-1, NEW DELHI-110020 SHALL BE DEEMED AS THE VENUE FOR THE MEETING AND THE PROCEEDINGS OF THE AGM SHALL BE DEEMED TO BE MADE THEREAT, TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, the Report of Board of Directors and Auditors of the Company thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of Auditors thereon.
2. To confirm the payment of Interim Dividend of ₹ 3.00 per equity share already paid during the year as the Final Dividend for the Financial Year 2022-23.
3. To appoint a Director in place of Mr. Rajeev Gupta (holding DIN: 00128865), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company.**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force or from time to time), M/s. S. Chander & Associates, Cost Accountants, appointed by the Board of Directors on the recommendation of Audit Committee of the Company to conduct the audit of the cost records maintained by the Company for the Financial Year 2023-24, be paid the remuneration of ₹4,00,000/- excluding Goods and Service Tax as applicable thereon and reimbursement of travelling and other incidental expenses that may be incurred for this purpose by the said Cost Auditors.

RESOLVED FURTHER THAT the Board of Directors / Audit Committee of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in order to give effect to this resolution".

5. **Re-appointment of Mr. Anil Gupta (holding DIN: 00006422) as Chairman-cum-Managing Director of the Company:**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee of the Board and Board of Directors and provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any,

of the Companies Act, 2013 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force) and such other approvals as may be necessary, the members of the Company be and are hereby accord its approval for re-appointment of Mr. Anil Gupta as Chairman-cum-Managing Director (CMD) of the Company with effect from July 01, 2024 to June 30, 2029 (i.e. for a period of five years) on the terms & conditions set out here below and with further discretion to the Committee/Board to alter from time to time said terms & conditions in such manner, as it may deem fit in the best interest of the Company and agreed to with Mr. Anil Gupta:

1. Period	from July 01, 2024 to June 30, 2029
2. Remuneration	
a. Salary	₹ 50,00,000/- basic salary per month w.e.f. July 01, 2024 upto maximum basic salary of ₹ 70,00,000/- per month.
b. Perquisites	Perquisites are classified into three categories A, B and C.
c. Commission	Up to 5% of the Net Profit less remuneration payable under point no. (a) & (b) above, calculated as per the provisions of Section 197 of the Companies Act, 2013.

Category - A

- i) **Medical Reimbursement:** Expenses incurred for himself and his family as per rules of the Company.
- ii) **Club Fees:** Fees of clubs to a maximum of two clubs. This will not include admission and life membership fees.

Category - B

- i) The Company's contribution for him to provident fund, superannuation fund or annuity fund in accordance with the Rules and Regulations of the Company. Such contribution will not be included in the

computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

- ii) **Gratuity, leave and other entitlements:** As per Company's policy, from time to time.

Category - C

Car with a driver for use on the Company's business and telephone at residence provided that personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to him.

RESOLVED FURTHER THAT the minimum remuneration and perquisites to be paid in the event of absence or inadequacy of profits in any financial year during his tenure of office shall be as per Schedule V of the Companies Act, 2013, as may be amended from time to time.

RESOLVED FURTHER THAT the Board / Committee of Directors of the Company or such Officer(s) /Authorised Representative(s) as may be authorized by the Board be and are hereby authorized to file the necessary applications, e-forms, documents with, inter- alia, the Registrar of Companies, send intimation(s) to Stock Exchange(s) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto."

**By Order of the Board of Directors
For KEI INDUSTRIES LIMITED**

(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary
M. No.: FCS-9429
Place: New Delhi
Date: July 31, 2023
CIN: L74899DL1992PLC051527
Regd. Office: D-90, Okhla Industrial Area,
Phase-I, New Delhi-110020

NOTES:

1. Pursuant to Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 followed by General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (hereinafter referred to as "SEBI Circulars") physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Since this AGM is being held through VC/OAVM pursuant to the Circular issued by Ministry of Corporate Affairs having Circular No. 10/2022 dated December 28, 2022 read alongwith MCA circular no. dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and SEBI circular dated January 05, 2023, this AGM is being held through VC / OAVM, where physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate Members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer at its email skbatrapcs@gmail.com with a copy marked to evoting@nsdl.co.in.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
5. The Register of Members and Share Transfer Books will remain closed from August 26, 2023 to September 01, 2023 (both days inclusive).

6. Un-claimed / Unpaid Dividend for the Financial Year 2014-15 has been transferred to the Investor Education and Protection Fund established by the Central Government. Further, amount of Un-claimed / Un-paid Dividend for the Financial Year 2015-16 is due for deposit to the Investor Education and Protection Fund. Members are therefore requested to en-cash their dividend warrants for subsequent Financial Years.

Members are requested to write to the Company and/or Share Transfer Agents alongwith copy of PAN and original cancelled cheque (in case not provided earlier), if any dividend warrant is due and pending to be paid so that unpaid dividend can be paid by the Company. Further, the Company has also transferred 12,689 Equity Shares of the Company to the Demat Account of Investor Education and Protection Fund held with NSDL and CDSL pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time for the FY 2014-15 in respect of which dividend has not been paid or claimed for seven consecutive years or more.

Further, the details of shareholders whose dividend and shares are transferred to Investor Education and Protection Fund are updated on the website of the Company www.kei-ind.com under Investor Relations Section.

Concerned shareholders may claim their shares or apply for refund of dividend to the IEPF Authority by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.

7. In compliance with the aforesaid MCA Circulars and SEBI Circular dated December 28, 2022 and January 05, 2023 respectively, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.kei-ind.com under Investor Relations Section, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.

8. In terms of Article 113 of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013, Mr. Rajeev Gupta (Holding DIN: 00128865) retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment and the re-appointment as such director shall not be deemed to constitute a break in his office.

The relevant details, pursuant to Regulations 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.

9. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special businesses specified under Item No. 4 & to Item No. 5 are annexed hereto.
10. All documents referred to in the Notice and accompanying Explanatory Statement, as well as the Annual Report, is open for inspection at the Registered Office of the Company on all working days during normal business hours up to the date of the Meeting.
11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
12. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication(s) including Annual Report, Notices and Circulars etc. from the Company electronically. Members holding shares in physical form are requested to notify any change of address, bank mandates, if any, to the Registrar and Share Transfer Agent **M/s. MAS SERVICES LTD.**, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020, Phone :- +91-11-26387281/82/83, Fax:- +91-11- 26387384, E-mail:- investor@masserv.com, website: www.masserv.com and / or the Company Secretary or to their respective depository participants if the shares are held in electronic form.
13. Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the

payment of dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows: -

Members having valid PAN	10% or Rate as notified by the Government of India
Members not having PAN / valid PAN	20% or Rate as notified by the Government of India.

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2022-23 does not exceed ₹ 5,000/- and also in cases where members provide Form 15G (applicable to individuals)/ Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act.

Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. Registered members may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable.

14. SEBI vide its latest Circular dated March 16, 2023, in supersession of earlier Circulars, has reiterated that it is mandatory for all holders of physical securities to furnish their PAN as well as KYC Documents to the RTA (Registrar and Share Transfer Agent) of the Company in respect of all concerned Folios. The Folios wherein even any one of the PAN, Address with PIN Code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities are not available on or after October 01, 2023, such Folios shall be frozen by the RTA. SEBI has introduced Form

ISR - 1 alongwith other relevant forms to lodge any request for registering PAN, KYC details or any change/ updation thereof.

In terms of the aforesaid SEBI Circular, effective from January 01, 2022, any service requests or complaints received from the member, are not processed by RTA till the aforesaid details/ documents are provided to RTA.

Members may also note that SEBI vide its Circular dated January 25, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4.

Relevant details and forms prescribed by SEBI in this regard including the mode of despatch are available on the website of the Company <https://www.kei-ind.com/investor-relations/investors/download/> for information and use by the Shareholders. You are requested to kindly take note of the same and update your particulars timely.

15. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH.13, which is available on the website of the Company. Further, SEBI vide its Circular dated March 16, 2023 has mandated to furnish Form ISR-3 for opting out of Nomination by physical shareholders in case the shareholder do not wish to register for the Nomination.
16. The Securities and Exchange Board of India vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and BSE Circular Ref. No. LIST/COMP/15/2018-19 dated July 05, 2018 and NSE Circular Ref. No. NSE/CML/2018/26 dated July 09, 2018, as modified by the Securities and Exchange Board of India vide its Circular No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 has amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which mandated that transfer of securities with effect from April 01, 2019 would be in dematerialized form only. Members holding shares in physical form are requested to take necessary steps with their respective Depository Participants to dematerialize their physical shares.
17. As per Regulation 12 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule I to the said Regulations, it is mandatory for all the Companies to use bank details furnished by the investors for distributing dividends, interests, redemption or repayment amounts to them through National/ Regional/ Local Electronic Clearing Services (ECS) or Real Time Gross Settlement (RTGS) or National Electronic Funds Transfer (NEFT), National Automated Clearing House (NACH) wherever ECS/ RTGS/ NEFT/ NACH and bank details are available. In the absence of electronic facility, Companies are required to mandatorily print bank details of the investors on 'payable-at-par' warrants or cheques for distribution of Dividends or other cash benefits to the investors. In addition to this, if bank details of investors are not available, Companies shall mandatorily print the address of the investor on such payment instruments. Therefore, Members holding shares in physical mode are requested to update their bank details with the Company or Registrar and Transfer Agent (RTA) immediately. Members holding shares in demat mode are requested to record the ECS mandate with their DPs concerned.
18. Members desiring any information on the accounts at the AGM are requested to write to the Company at least 7 days in advance, so as to enable the Company to keep the information ready.
19. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to cs@kei-ind.com.

20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall submit their PAN details to the Company at its Registered Office or to the Registrar and Transfer Agents (RTA) in Form ISR-1.
21. The recorded transcript of the forthcoming AGM on September 01, 2023, shall also be made available on the website of the Company in the investor relations section, as soon as possible after the meeting is over.
22. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

Instructions for e-voting and joining the AGM are as follows:

VOTING THROUGH ELECTRONIC MEANS

- (a) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by NSDL on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- (b) The remote e-voting period commences on Tuesday, August 29, 2023 (9:00 a.m. IST) and ends on Thursday, August 31, 2023 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, August 25, 2023 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- (c) The Board of Directors has appointed S.K. Batra & Associates (Membership No. FCS 7714 & COP No. 8072), Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- (d) The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM and make, not later than 2 working days of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.
- (e) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.kei-ind.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, BSE Limited, and The Calcutta Stock Exchange Limited where the shares of the Company are listed.
- (f) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- (g) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- (h) Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or investor@masserv.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

(i) The instructions for members for remote e-Voting are as under:





How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https:// eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR Code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their User ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasinew/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E-voting Menu. The Menu will have links of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasinew/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login, through their depository participants.	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository website after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type Helpdesk details	
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com> / either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a. For Members who hold shares in demat account with NSDL.	8 Character DPID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b. For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12*** ***** then your User ID is 12*****.
c. For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example if folio number is 1*** and EVEN is 124909 then User ID is 1249090000001, if folio number is B-1 then User ID is 124909B000001.

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered with the depositories, for procuring User ID and Password and for registration of email ID for e-Voting, please follow the steps mentioned below:

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details / Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2. How to cast your vote electronically on NSDL e-Voting system ?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting;
2. Select "EVEN" 124909 (e-voting even number) of "KEI Industries Limited";
3. Now you are ready for e-Voting as Cast Vote page opens;
4. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted;
5. Upon confirmation, the message "Vote cast successfully " will be displayed;
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page;
7. Once you have voted on the resolution, you will not be allowed to modify your vote;

Process for those shareholders whose email IDs are not registered with the depositories for procuring User ID and password and registration of email IDs for e-voting for the resolutions set out in this notice:

- a) In case shares are held in physical mode please send Form ISR-1, ISR-2 and SH-13 to our Registrar and Transfer Agent i.e. M/s. MAS Services Limited.
- b) In case shares are held in demat mode, please update your email id with your depository participant.
- c) However, if you are an individual shareholder you can generate your password as explain above in e-voting instructions.
- d) Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring User ID and password for e-voting by providing above mentioned documents.
- e) In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile

number and email ID correctly in their demat account in order to access e-Voting facility.

General guidelines for shareholders

- For the votes to be considered valid, the Institutional shareholders (other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant Board Resolution /Authority Letter etc. to the Scrutinizer through e-mail at skbatrapcs@gmail.com with a copy marked to evoting@nsdl.co.in. Members may contact Mr. Kishore Kunal, AVP (Corporate Finance) & Company Secretary for any grievances connected with electronic means / e-voting at the Registered Office of the Company at D-90, Okhla Industrial Area, Phase-I, New Delhi-110 020.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on <https://www.evoting.nsdl.com> to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 022-4886 7000 and 022-2499 7000.

(j) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system of NSDL.
- Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for 1000 Members on first come first served basis. However, this number does not include the large Shareholders

i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- Members, who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in / 022-2499 7000 and our Registrar and Transfer Agent on investor@masserv.com / 011-26387281-82-83.
- Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at cs@kei-ind.com before August 25, 2023 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

(k) Other Instructions:

- Members are encouraged to join the Meeting through Laptops for better experience.
- Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

**By Order of the Board of Directors
For KEI INDUSTRIES LIMITED**

(Kishore Kunal)

AVP (Corporate Finance) & Company Secretary
M. No.: FCS-9429

Place: New Delhi
Date: July 31, 2023

CIN: L74899DL1992PLC051527

Regd. Office: D-90, Okhla Industrial Area,
Phase-I, New Delhi-110020

**EXPLANATORY STATEMENT PURSUANT TO
SECTION 102 OF THE COMPANIES ACT, 2013**

ITEM NO. 04

M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of the Audit Committee, to audit the cost records maintained by the Company in connection with manufacture of Electrical Cables, Wires, Stainless Steel Wires for the Financial Year ending March 31, 2024 at a remuneration of ₹4,00,000/- excluding Goods and Service Tax as applicable thereon and reimbursement of travelling and other incidental expenses that may be incurred for the purpose.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors as approved by the Board of Directors and recommended by the Audit Committee, is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2024.

None of the Directors/ Key Managerial Personnel of the Company /their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Accordingly, the Board recommends the resolution as set out in Item No. 4 of Notice for approval of the members.

ITEM NO. 05

At the 29th Annual General Meeting of the Company held on 08th September, 2021, the members of the Company had approved re-appointment of Mr. Anil Gupta as Chairman-cum-Managing Director (CMD) of the Company for a period of 3 years with effect from July 01, 2021 to June 30, 2024. He has been on the Board of the Company since the very inception of the Company. He is B.Com Graduate and has more than 42 years of experience in managing the Company, as a partner of erstwhile Krishna Electrical Industries thereafter as Chairman-cum-Managing Director of KEI INDUSTRIES LIMITED which has successfully set up manufacturing plants at Bhiwadi, Chopanki & Pathredi in Rajasthan and Rakholi & Chinchpada in Silvassa. Under

his leadership, the Company has ventured into manufacturing of whole range of cables including Extra High Voltage (EHV) cables up to 400kV. He looks after the policies of marketing, production, quality control and product development. As CMD of the Company, he is responsible for motivating the team of professionals to implement management policies.

Subject to the shareholder's approval, Nomination & Remuneration Committee and the Board of Directors at their meeting held on July 31, 2023 have re-appointed Mr. Anil Gupta, as Chairman-cum-Managing Director of the Company for a period of five years with effect from **July 1, 2024 to June 30, 2029** on the terms and conditions set out in the resolution under Item No. 05.

Re-appointment of Mr. Anil Gupta, as Chairman-cum-Managing Director (CMD) of the Company and remuneration payable to him requires the approval of the members of the Company under Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013. The Board/ Committee consider that the re-appointment of Mr. Anil Gupta and remuneration payable to him is commensurate with his duties and responsibilities as the Chairman-cum-Managing Director of the Company.

Therefore, the Ordinary Resolution at Item No. 05 is placed before the members for their approval. The Ordinary Resolution proposed to be passed is an enabling resolution, permitting the Company to

pay the fixed remuneration even during absence or inadequacy of profits in any financial year, in compliance with provisions of Section 197 read with Schedule V to the Companies Act, 2013.

Mr. Anil Gupta has given consent letter in Form DIR-2, intimation in Form DIR-8 to the effect that he is not disqualified u/s 164(1) or 164(2) of the Companies Act, 2013 to act as a Director(s) and intimation to the effect that they are not disqualified from being appointed as a Director(s) of a listed entity by virtue of any SEBI order or any such authority, as per instructions given by SEBI and circulated to the Companies by BSE vide its circular No. LIST/COMP/14/2018-19 and NSE vide its circular Ref. No. NSE/CML/2018/24 dated June 20, 2018 respectively.

Except Mr. Anil Gupta, Mrs. Archana Gupta and Mr. Akshit Diviaj Gupta being directors, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the passing of resolution set out at Item No. 05 of the Notice.

This may be regarded as an abstract of Mr. Anil Gupta's terms of re-appointment and remuneration payable to him as CMD of the Company and Memorandum of interest under Section 190 of the Companies Act, 2013.

Accordingly, the Board/Committee recommends the resolution as set out in Item No. 05 of Notice for approval of the members.

PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015 AND SECRETARIAL STANDARD - 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI), INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE- APPOINTED/ APPOINTED UNDER ITEM NO.3 & 5 IS FURNISHED AS BELOW:

Name of Director	Mr. Rajeev Gupta	Mr. Anil Gupta
Date of Birth	31.01.1964	24.05.1959
Nationality	Indian	Indian
DIN	00128865	00006422
Date of re-appointment	-	With effect from July 01, 2024 for the period of Five (05) years
Date of First Appointment	21.04.2006	31.12.1992
Appointed as	Executive Director (Finance) & CFO	Chairman-cum-Managing Director
Category	Executive	Executive
Qualification	B. Com (Hons) and fellow member of the Institute of Chartered Accountants of India.	B.Com

Name of Director	Mr. Rajeev Gupta	Mr. Anil Gupta
Brief Profile	Mr. Rajeev Gupta has around 30 years of experience in Corporate Finance and is presently heading corporate strategy and finance function of the Company as Executive Director (Finance) & CFO. Mr. Gupta holds a B.Com. degree and is a fellow member of ICAI.	Mr. Anil Gupta is a renowned expert in the Indian cables and wires industry and a strong believer in modern technology. He has spearheaded some path breaking innovations in the industry and has been the guiding force behind KEI's vision to become the undisputed leader in its category and build a robust corporate identity. Mr. Gupta commenced his journey with KEI as a partner in the erstwhile Krishna Electrical Industries and soon rose to become its Chairman-cum Managing Director. With over four decades of experience at the helm, he plays a strategic role in guiding the Company to scale new heights of success. He has also initiated various policies on marketing, production, quality control and product development.
Nature of Expertise in Specific Functional Areas;	He has been instrumental in raising funds for the Company for Expansion/ Modernization Projects of the Company. He looks after the corporate strategy and finance function of the Company.	He is B. Com Graduate and has more than 42 years of experience in managing KEI Industries Limited. He looks after the policies of marketing, production, quality control and product development.
Skills and Capabilities required for the role and the manner in which Director meets such requirements	Mr. Rajeev Gupta, being Executive Director (Finance) & CFO of the Company is entrusted with substantial powers of management in relation to financial matters, strategic planning and development of the Company. He looks after the Financial planning of the company and reporting to higher management. As Executive Director (Finance) & CFO of the Company, he is responsible for motivating the team of professional to implement the Financial Policies.	He looks after the policies of marketing, production, quality control and product development.
Terms and conditions of re-appointment	Terms & Conditions in such manner as it may deem fit in the best interest of the Company and agreed to with Mr. Rajeev Gupta pursuant to Shareholders resolution dated September 09, 2020.	Mr. Anil Gupta will serve for a term of 5 (Five) consecutive years commencing from July 01, 2024 to June 30, 2029.
Names of Listed Entities in which Director also holds the Directorship and the Membership of Committees of the Board	None	None

Name of Director	Mr. Rajeev Gupta	Mr. Anil Gupta
Name of Committee(s) of KEI Industries Limited in which Director is Chairman/ Member	KEI Industries Limited -Finance Committee- (Member) -Corporate Social Responsibility Committee- (Member) -Risk Management Committee- (Member)	KEI Industries Limited -Finance Committee (Chairman) -Share Allotment Committee (Member) -Corporate Social Responsibility Committee(Member) -Risk Management Committee (Chairman)
Listed Entities from which Director has resigned as Director in past three years.	None	None
Number of Shares held in the Company	3,44,691 Equity Shares of face value of ₹ 2/- each.	1,08,93,302 Equity Shares of face value of ₹ 2/- each. 46,50,375 Equity Shares of face value of ₹ 2/- each as Karta of Anil Gupta HUF.
Number of Board Meetings attended during the year	During the financial year ending March 31, 2023, the Board met four times. Mr. Rajeev Gupta attended all the four Board Meetings.	During the financial year ending March 31, 2023, the Board met four times. Mr. Anil Gupta attended all the four Board Meetings.
Remuneration Last Drawn (per annum) excluding ESOP / commission	₹ 1,40,58,156/- *	₹ 5,18,37,844/- **
Disclosure of Relationships Between Directors Inter-Se;	There is no <i>inter-se</i> relationship between Mr. Rajeev Gupta, other Members of the Board and Key Managerial Personnel of the Company.	Mr. Akshit Diviaj Gupta, Director (Holding DIN: 07814690) on the Board is son of Mr. Anil Gupta, Chairman-cum-Managing Director (Holding DIN: 00006422). Further, Mrs. Archana Gupta, Director (Holding DIN: 00006459) on the Board is spouse of Mr. Anil Gupta, Chairman-cum-Managing Director (Holding DIN: 00006422).

*exclude perquisites value of ESOP ₹ 2,71,42,800/-

**exclude value of commission of ₹ 28,75,53,328/-

By Order of the Board of Directors
For KEI INDUSTRIES LIMITED

(Kishore Kunal)

AVP (Corporate Finance) & Company Secretary
M. No.: FCS-9429

Place: New Delhi
Date: July 31, 2023

CIN: L74899DL1992PLC051527
Regd. Office: D-90, Okhla Industrial Area,
Phase-I, New Delhi-110020

KEI

Wires & Cables

MADE IN INDIA, SERVED GLOBALLY



THE POWER BEHIND THE POWER



Scan to reach other offices

KEI Industries Limited

REGISTERED AND CORPORATE OFFICE:

D-90, OKHLA INDUSTRIAL AREA PHASE-I, NEW DELHI-110020, TEL: +91-11-26818840/8642/0242 FAX: 26817225, 26811959
E-MAIL: info@kei-ind.com WEBSITE: www.kei-ind.com CIN NO: L74899DL1992PLC051527

CALL: +91 82913 73688

