

KALYANI INVESTMENT

CIN-L65993PN2009PLC134196

KICL:SEC:

June 2, 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
Scrip Code : 533302

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Symbol : KICL

Dear Sir,

Sub. : Audited Financial Results (Consolidated)
for the quarter and year ended March 31, 2023

Please find enclosed herewith Audited Financial Results (Consolidated) for the quarter and year ended March 31, 2023, duly approved and taken on record by the Board of Directors of the Company at their meeting held today i.e. on June 2, 2023, along with Auditor's Report with Un-modified opinion, issued by M/s. P G Bhagwat LLP, Chartered Accountants, Pune Auditors of the Company.

Declaration by Mr. Shekhar Bhivpathaki, Chief Executive Officer & Chief Financial Officer pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is also enclosed along with the Results.

The Board Meeting commenced at 9.45 a.m. and concluded at 10:05 am.

Kindly take the aforesaid submissions on record.

Thanking you,

Yours faithfully,
For KALYANI INVESTMENT COMPANY LIMITED



ANIRVINNA A. BHAVE
COMPANY SECRETARY & COMPLIANCE OFFICER
E-mail : anirvinna.bhave@kalyani-investment.com



Encl. : as above



KALYANI
GROUP COMPANY



KALYANI INVESTMENT COMPANY LIMITED

Registered Office : Mundhwa, PUNE - 411 036.
CIN: L65993PN2009PLC134196, Tel :91 20 66215000, Fax: 91 20 26821124
Website: www.kalyani-investment.com, E-mail : investor@kalyani-investment.com

**STATEMENT OF CONSOLIDATED FINANCIAL RESULTS
FOR THE QUARTER AND YEAR ENDED MARCH 31, 2023**

₹ in Milns

Sr. No.	Particulars	Quarter Ended			Year Ended	
		March 31, 2023 Unaudited	December 31, 2022 Unaudited	March 31, 2022 Unaudited	March 31, 2023 Audited	March 31, 2022 Audited
1	Revenue from operations					
	(i) Dividend income	-	94.97	-	470.97	273.04
	(ii) Interest on fixed deposit	19.63	18.28	10.66	63.09	37.25
	(iii) Net gain / (loss) on fair value changes	12.76	12.43	11.87	22.30	(3.32)
2	Other Income	-	0.40	-	0.41	0.26
3	Total Income (1+2)	32.39	126.08	22.53	556.77	307.23
4	Expenses					
	(i) Employee benefits expense	1.29	1.03	1.15	4.39	10.54
	(ii) Depreciation and amortisation expense	0.24	0.25	0.24	0.97	0.97
	(iii) Other expenses	14.61	3.73	10.02	25.48	18.46
	Total expenses	16.14	5.01	11.41	30.84	29.97
5	Profit before share of associate, exceptional items and tax (3 - 4)	16.25	121.07	11.12	525.93	277.26
6	Exceptional items	-	-	-	-	-
7	Share in profit after tax of associate accounted for using equity method	112.89	82.82	64.91	245.83	435.87
8	Profit before tax (5 + 6 + 7)	129.14	203.89	76.03	771.76	713.13
9	Tax expense					
	(i) Current tax expense	8.50	27.65	8.00	138.50	93.50
	(ii) Deferred tax	25.65	23.90	7.64	57.39	47.89
	(iii) Taxation in respect of earlier years	-	(4.91)	-	(4.95)	-
	Total Tax Expense	34.15	46.64	15.64	190.94	141.39
10	Profit after tax (8 - 9)	94.99	157.25	60.39	580.82	571.74
11	Other Comprehensive Income, net of tax					
	(i) Items that will not be reclassified to profit or loss (net of tax)					
	-Changes in fair value of FVTOCI equity investment	(6,981.55)	11,548.94	(693.14)	4,850.37	6,620.83
	-Tax on above	696.69	(1,122.29)	35.83	(425.59)	35.83
	-Share of other comprehensive income of associate accounted for using equity method	(3.46)	0.75	5.31	(1.31)	2.82
	Total Other Comprehensive Income, net of tax	(6,288.32)	10,427.40	(652.00)	4,423.47	6,659.48
12	Total Comprehensive Income (10+11)	(6,193.33)	10,584.65	(591.61)	5,004.29	7,231.22
13	Paid-up equity share capital (Face value ₹10/-)	43.65	43.65	43.65	43.65	43.65
14	Other Equity				58,468.95	53,464.66
15	Earnings per share (of ₹ 10/- each) (not annualised) : Basic & diluted	21.76	36.02	13.83	133.05	130.97



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Statement of Consolidated Assets and Liabilities

₹ in Milns

Sr. No.	Particulars	As at March	As at March
		31, 2023	31, 2022
		Audited	Audited
	ASSETS		
1	Financial Assets		
(a)	Cash and cash equivalents	1.41	0.73
(b)	Bank balances other than (a) above	1,264.22	855.52
(c)	Loans	-	-
(d)	Investments	56,405.20	51,530.17
(e)	Investments accounted using Equity method	2,477.29	2,271.87
(f)	Other financial assets	0.50	0.50
	Sub total - Financial Assets	60,148.62	54,658.79
2	Non-financial Assets		
(a)	Property, Plant and Equipment	2.37	3.34
(b)	Other non financial assets	0.06	0.09
(c)	Assets for current tax (net)	1.02	0.02
	Sub total - Non-Financial Assets	3.45	3.45
	Total Assets	60,152.07	54,662.24
	LIABILITIES AND EQUITY		
1	Financial Liabilities		
(a)	Trade payables	-	-
	Total outstanding dues of micro enterprises and small enterprises	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	1.20	1.05
(b)	Other financial liabilities	15.08	9.31
	Sub total - Financial Liabilities	16.28	10.36
2	Non-Financial Liabilities		
(a)	Provisions	0.02	0.01
(b)	Income tax liabilities	-	4.30
(c)	Deferred tax liabilities (Net)	1,619.77	1,137.23
(d)	Other non-financial liabilities	3.40	2.03
	Sub total - Non-Financial Liabilities	1,623.19	1,143.57
	EQUITY		
(a)	Share capital	43.65	43.65
(b)	Other equity		
(i)	Reserves & Surplus	58,468.95	53,464.66
	Sub total - Equity	58,512.60	53,508.31
	Total Liabilities and Equity	60,152.07	54,662.24

Statement of Consolidated Cash Flow

₹ in Milns

Sr No.	Particulars	Year Ended	
		March 31, 2023	March 31, 2022
		Audited	Audited
A	Cash flows from operating activities		
	Profit before tax	771.76	713.13
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortisation	0.97	0.97
	Profit on sale of investments	(0.79)	(0.31)
	Net gain/(loss) on fair value changes	(21.51)	3.63
	Provision no longer required	(0.01)	(0.02)
	Share of net profits of associate	(245.83)	(435.87)
	Cash Generated from Operations before working capital changes	504.59	281.53
	Adjustments for changes in working capital		
	Increase / (Decrease) in provisions	0.02	(0.03)
	Increase / (Decrease) in trade payables	0.15	(0.35)
	Increase / (Decrease) in other financial liabilities	5.77	4.54
	Increase / (Decrease) in other non financial liabilities	1.37	1.59
	(Increase) / Decrease in other non financial assets	0.03	(0.09)
	(Increase) / Decrease in other financial assets	(408.70)	(293.19)
	Cash generated from operations	103.23	(6.00)
	Income taxes paid (net of refunds)	(138.85)	(86.95)
	Net Cash from Operating activities - A	(35.62)	(92.95)
B	Cash flows from investing activities		
	(Purchase) / Sale of shares	-	3.50
	(Purchase) / Sale of mutual funds	(2.36)	4.64
	Dividend received	38.66	85.07
	Net cash flows from investing activities - B	36.30	93.21
C	Cash flows from financing activities		
	Net cash flows from financing activities - C	-	-
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	0.68	0.26
	Cash and cash equivalents at the beginning of the year	0.73	0.47
	Cash and cash equivalents at the end of the year	1.41	0.73



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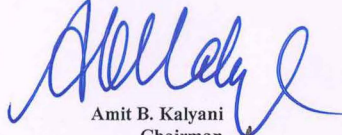
Notes :

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on June 2, 2023.
- 2 The consolidated financial statement has been prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 (the Act), as applicable and guidelines issued by the Securities and Exchange Board of India (SEBI).
- 3 The Company is in the business of making investments in group companies, focusing on earning income through dividends, interest and gains on investment held. Hence, the Company's business activity falls within a single business segment i.e. investments and therefore, segment reporting in terms of Ind AS108 Operating Segment is not applicable.
- 4 The main source of income of the Company is by way of dividend on investments held by it.
- 5 In connection with the alleged improper disposal of by-products by the Associate Company (Hikal Limited in which the Company holds 31.36%) in January 2022, statutory authorities have conducted investigations in relation to alleged non-compliance with certain environmental laws and regulations, and the matter is pending before the Courts and relevant statutory authorities. In an earlier quarter, Maharashtra Pollution Control Board (MPCB) had directed the Associate Company to stop manufacturing activities at its Taloja plant on grounds of not adhering to conditions stipulated in the relevant Consent to Operate. Subsequently, pursuant to an order of Honourable Bombay High Court, MPCB granted permission on 29 June 2022 to re-start manufacturing activities at the plant. Separately, the National Green Tribunal ("NGT") had constituted a committee to make recommendations in this regard. The Committee submitted its reports to NGT, after which the Associate Company filed a write petition in the Hon'ble Bombay High Court, inter alia, seeking to set aside the NGT order. Despite being informed about the pendency of the aforesaid writ before the Hon'ble Bombay High Court, in March, 2023, NGT passed an order accepting the committee's reports, which, includes recovery of compensation of Rs. 17.45 Crores from the Associate Company for non-compliance with environmental laws and regulations. The Hon'ble Bombay High Court, has stayed the said order passed by NGT. Based on the advice of external legal counsel, the Associate Company believes it has a good case on merits in these matters, and the Associate Company is taking necessary steps, including legal measures, to defend itself. Accordingly, no provision is required in the financial results in this respect.
- 6 Lord Ganesha Minerals Private Limited (LGMPL), Associate of the Company, had made voluntary application on February 9, 2022 to the Registrar of Companies (ROC), Pune (Maharashtra), for striking off its name from the Register of Companies, pursuant to the provisions of Section 248 of the Companies Act, 2013. The final order of the ROC approving the application for strike-off of the name was approved on April 26, 2022.
- 7 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September,2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period of the Code becomes effective.
- 8 The figures for the quarter ended March 31, 2023 and March 31, 2022 are the balancing figures between the audited figures in respect of the full financial year and unaudited published figures upto the third quarter for the respective years. The figures for the nine months ended December 31, 2022 have been subjected to limited review by the statutory auditors.
- 9 Previous quarter / year end figures have been regrouped and reclassified wherever necessary to make them comparable with current period.

FOR KALYANI INVESTMENT COMPANY LIMITED

Date : June 2, 2023
Place : Pune




Amit B. Kalyani
Chairman



INDEPENDENT AUDITORS' REPORT

To
The Board of Directors of Kalyani Investment Company Limited

Report on the Audit of Consolidated Financial Results

Opinion

We have audited the accompanying quarterly and annual consolidated financial results of Kalyani Investment Company Limited (hereinafter referred to as “the Company”) and its Associate for the quarter ended March 31, 2023 and the year to date results for the period from April 1, 2022 to March 31, 2023, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the report of other auditors on separate financial results, these consolidated financial results:

- a. include the results of the following entities
The Company & Hikal Limited (Associate)
- b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. give a true and fair view in conformity with the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company and its Associate for the quarter ended March 31, 2023 as well as the year-to-date results for the period from April 1, 2022 to March 31, 2023.

Emphasis of Matter

We draw attention to note 5 to the consolidated financial results, as regards the ongoing investigations/actions by statutory authorities in relation to alleged non-compliance with certain environmental laws and regulations, and the litigation in respect thereof, in the Associate Company (Hikal Limited), the outcome of which is presently uncertain. Our opinion is not modified in respect of this matter.

PG BHAGWAT LLP

Chartered Accountants

LLPIN: AAT-9949

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under section 143(10) of the Companies Act, 2013 (“Act”). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Company and its Associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence obtained by us and by the other auditors referred to in the “Other Matter” paragraph, is sufficient and appropriate to provide a basis for our opinion.

Board of Directors’ Responsibilities for the Consolidated Financial Results

The Company’s Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company and its Associate in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the Company and its Associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and its Associate 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results 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 results by the Directors of the Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the Company and its Associate are responsible for assessing the ability of the Company and its Associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company and its Associate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Company and its Associate are responsible for overseeing the financial reporting process of the Company and its Associate.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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

PG BHAGWAT LLP

Chartered Accountants

LLPIN: AAT-9949

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 results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purposes of expressing an opinion on the effectiveness of the Company's and Associate's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the 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 ability of the Company and its Associate 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 results 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 and its Associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the Company and its Associate to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors.

We communicate with those charged with governance of the Company and its Associate included in the consolidated financial results of which we are the independent auditors 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.

P G BHAGWAT LLP

Chartered Accountants

LLPIN: AAT-9949

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.

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

Other Matters Paragraphs

- i. The annual consolidated financial results include the Company's share (by equity method) of total comprehensive income of Rs. 244.07 million for the period April 1, 2022 to March 31, 2023 from its Associate whose financial results have been audited by other auditors whose report has been furnished to us by the Management and our opinion on the consolidated financial results to the extent they have been derived from such financial statements is based solely on the audit report of the other auditor.
- ii. The quarterly consolidated financial results for the period ended March 31, 2023 are the derived figures between the audited figures in respect of the year ended March 31, 2023 and the published year-to-date figures up to December 31, 2022, being the date of the end of the third quarter of the current financial year, which were subjected to limited review as required under the Listing Regulations.

Our audit opinion is not modified in respect of these matters.

For **P G BHAGWAT LLP**

Chartered Accountants

Firm Registration Number: 101118W/W100682

Abhijeet Bhagwat

Partner

Membership Number: 136835

UDIN: 23136835BGXPOV6222

Pune

June 2, 2023

ABHIJEET
DILIP
BHAGWAT

Digitally signed
by ABHIJEET
DILIP BHAGWAT
Date: 2023.06.02
10:07:27 +05'30'

KALYANI INVESTMENT

CIN-L65993PN2009PLC134196

KICL:SEC:

June 2, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
Scrip Code : 533302

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Symbol : KICL

Dear Sir,

Subject : Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Shekhar Bhivpathaki, Chief Executive Officer and Chief Financial Officer of Kalyani Investment Company Limited, hereby declare that the Statutory Auditors of the Company, P G Bhagwat LLP, Chartered Accountants, (Firm Registration No.101118W / W100682) have issued an Audit Report with Unmodified Opinion on Audited Financial Results (Consolidated) of the Company for the quarter and year ended March 31, 2023.

This Declaration is given in pursuant to and in compliance with Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take this declaration on your record.

Thanking you,

Yours faithfully,
For KALYANI INVESTMENT COMPANY LIMITED

Shekhar Bhivpathaki



SHEKHAR BHIVPATHAKI
CHIEF EXECUTIVE OFFICER & CHIEF FINANCIAL OFFICER



KALYANI
GROUP COMPANY