

**Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To  
**The Board of Directors of  
KDDL Limited**

**Report on the audit of the Standalone Financial Results****Opinion**

We have audited the accompanying statement of quarterly and year to date standalone financial results of KDDL Limited (the "Company") for the quarter ended March 31, 2023 and for the year ended March 31, 2023 ("Statement"), 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 (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2023 and for the year ended March 31, 2023.

**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, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 is sufficient and appropriate to provide a basis for our opinion.

**Management's Responsibilities for the Standalone Financial Results**

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness



# **S.R. BATLIBOI & Co. LLP**

Chartered Accountants

of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the 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 the Board of Directors 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 Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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



# **S.R. BATLIBOI & Co. LLP**

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## **Other Matter**

The Statement includes the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

**For S.R. BATLIBOI & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Anil Gupta

Partner

Membership No.: 87921

UDIN: 23087921BGXAUH3600

Place: New Delhi

Date: May 26, 2023





KDDL Limited Statement of Standalone Audited Financial Results for the Quarter and Year ended 31 March 2023 (₹ in Lakhs)						
S.No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March <sup>#</sup>	31 March	31 March <sup>#</sup>
		(Audited)*	(Unaudited)	(Audited)*	(Audited)	(Audited)
		2023	2022	2022	2023	2022
1	Revenue from operations	8474	7613	6195	30481	21796
2	Other income (Refer Note Nos. 6 & 7)	285	316	226	5880	541
3	<b>Total Income (1+2)</b>	<b>8759</b>	<b>7929</b>	<b>6421</b>	<b>36361</b>	<b>22337</b>
4	<b>Expenses</b>					
	Cost of raw materials consumed	2036	1963	1588	7757	5757
	Changes in inventories of finished goods, work-in-progress and scrap	49	(118)	40	(159)	(42)
	Employee benefits expenses (Refer Note No. 8)	2363	2064	1736	10160	6491
	Finance costs	261	223	193	851	754
	Depreciation and amortisation expense	332	317	298	1271	1175
	Other expenses	2022	1920	1562	7558	5462
	<b>Total Expenses</b>	<b>7062</b>	<b>6369</b>	<b>5417</b>	<b>27437</b>	<b>19597</b>
5	<b>Profit before income tax (3-4)</b>	<b>1697</b>	<b>1559</b>	<b>1004</b>	<b>8924</b>	<b>2740</b>
6	<b>Income tax expense</b>					
	- Current tax	490	389	173	2066	687
	- Current tax for earlier years	11	-	1	11	1
	- Deferred tax charge/(credit)	(56)	7	(10)	(62)	(12)
	- Deferred tax charge for earlier years	(14)	-	16	(14)	16
	- Deferred tax (credit) due to change in rate (Refer Note No. 11)	-	-	(81)	-	(81)
7	<b>Profit for the period/year (5-6)</b>	<b>1267</b>	<b>1163</b>	<b>905</b>	<b>6923</b>	<b>2129</b>
8	<b>Other comprehensive income / (expense)</b>					
	Items that will not be reclassified to profit or loss					
	Remeasurement of defined benefit (liability) / asset	29	-	(7)	(21)	13
	Income tax on remeasurement of defined benefit (liability) / asset	(7)	-	3	5	(3)
9	<b>Total Comprehensive Income for the period/year (7+8)</b>	<b>1289</b>	<b>1163</b>	<b>901</b>	<b>6907</b>	<b>2139</b>
10	Earnings per share of ₹ 10 each (not annualized)					
	Basic (₹)	9.97	9.13	7.11	54.49	16.86
	Diluted (₹)	9.97	9.13	7.11	54.49	16.86
11	Paid-up equity share capital (Face value per share ₹ 10)	1254	1274	1274	1254	1274
12	Other equity				24,061	20,375
	See accompanying notes to the Standalone audited Financial Results					

<sup>#</sup>Restated (Refer Note No.3 below)

\*Refer Note No. 12 below





KDDL Limited Statement of Standalone Audited Assets and Liabilities			
S. No.	Particulars	(₹ in Lakhs)	
		As at	As at
		31 March	31 March <sup>#</sup>
		(Audited)	(Audited)
		2023	2022
<b>A.</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	(a) Property, plant and equipment	10,292	9,318
	(b) Capital work-in-progress	940	227
	(c) Right-of-use assets	777	930
	(d) Investment property	-	12
	(e) Intangible assets	23	10
	(f) Intangible asset under development	-	2
	(g) Financial assets		
	(i) Investments	14,613	13,779
	(ii) Loans	1,321	80
	(iii) Other financial assets	328	95
	(h) Income tax assets (net)	344	376
	(i) Other non-current assets	391	123
	<b>Total Non-current assets</b>	<b>29,029</b>	<b>24,952</b>
<b>2</b>	<b>Current assets</b>		
	(a) Inventories	3,908	2,790
	(b) Financial assets		
	(i) Trade receivables	6,002	4,515
	(ii) Cash and cash equivalents	505	1,336
	(iii) Other bank balances	710	297
	(iv) Loans	61	69
	(v) Other financial assets	327	254
	(c) Other current assets	798	971
	<b>Total Current assets</b>	<b>12,311</b>	<b>10,232</b>
	<b>Total Assets</b>	<b>41,340</b>	<b>35,184</b>
<b>B.</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Equity</b>		
	(a) Equity share capital	1,262	1,282
	(b) Other equity	24,061	20,375
	<b>Total Equity</b>	<b>25,323</b>	<b>21,657</b>
<b>2</b>	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	(a) Financial liabilities		
	(i) Borrowings	3,964	3,903
	(ii) Lease liabilities	127	239
	(iii) Other financial liabilities	157	105
	(b) Provisions	-	-
	(c) Deferred tax liabilities (net)	447	523
	<b>Total Non-current liabilities</b>	<b>4,695</b>	<b>4,770</b>
	<b>Current liabilities</b>		
	(a) Financial liabilities		
	(i) Borrowings	4,015	2,937
	(ii) Lease liabilities	179	239
	(iii) Trade payables		
	- total outstanding dues of micro enterprises and small enterprises	108	120
	- total outstanding dues of creditors other than micro enterprises and small enterprises	2,580	1,942
	(iv) Other financial liabilities	1,866	1,440
	(b) Other current liabilities	1,779	1,673
	(c) Provisions	676	370
	(d) Current tax liabilities (net)	119	36
	<b>Total Current liabilities</b>	<b>11,322</b>	<b>8,757</b>
	<b>Total Liabilities</b>	<b>16,017</b>	<b>13,527</b>
	<b>Total Equity and liabilities</b>	<b>41,340</b>	<b>35,184</b>

<sup>#</sup>Restated (Refer Note No.3 below)



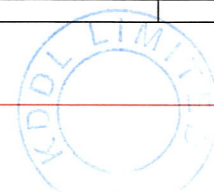


KDDL Limited Standalone Cash Flow Statement for the year ended 31 March 2023		
Particulars	Year Ended	
	31 March	31 March #
	2023	2022
(₹ in Lakhs)		
<b>Cash flow from operating activities</b>		
Profit before income tax	8,924	2,740
Adjustments for:		
Depreciation and amortisation expenses	1,271	1,175
Liabilities/ provision no longer required written back	-	(15)
Provision for bad and doubtful debts no longer required written back	(4)	(1)
Net Loss on sale of property, plant and equipment	15	-
Interest income	(115)	(57)
Dividend income*	0	0
Interest expense	815	732
Unrealised foreign exchange (gain)	(118)	(50)
Property, plant and equipment written off	33	13
Bad debts/ advances/deposits written off	5	25
Impairment in value of non-current investments no longer required written back	-	(98)
Net change in fair value of financial assets (at FVTPL)**	(1)	0
Profit from Sale of Brands	(3,900)	-
Profit from Sale of Investments	(1,070)	-
Change in fair value of derivative contracts	14	(9)
<b>Operating cash flow before working capital changes</b>	<b>5,869</b>	<b>4,455</b>
Changes in working capital:		
Decrease/(Increase) in loans	12	(18)
(Increase) in other non-current and other current financial assets	(240)	(4)
Decrease/ (Increase) in other non-current and other current assets	159	(211)
(Increase) in inventories	(1,118)	(142)
(Decrease) in trade receivables	(1,445)	(1,292)
Increase/(Decrease) in provisions	306	(14)
Increase in trade payables	642	579
Increase in other financial liabilities	398	295
Increase/(Decrease) in other current liabilities	1,394	(183)
<b>Cash generated from operating activities</b>	<b>5,977</b>	<b>3,465</b>
Income tax (paid), net	(1,956)	(687)
<b>Net cash generated from operating activities (A)</b>	<b>4,021</b>	<b>2,778</b>
<b>Cash flow from investing activities</b>		
Acquisition of property, plant and equipment and intangible assets (including capital advances)	(2,935)	(1,286)
Proceeds from sale of property, plant and equipment and intangible assets	2,615	1,302
Loan given to Subsidiary	(1,187)	-
Proceeds from sale of Investments	1,084	-
Payment for purchase of investments in subsidiaries	(847)	(2,935)
Movement in other bank balances	(383)	5
Interest received	42	45
Dividend received*	0	0
<b>Net cash (used) in investing activities (B)</b>	<b>(1,611)</b>	<b>(2,869)</b>
<b>Cash flow from financing activities</b>		
Proceeds from issue of equity share capital (including premium)	-	2,500
Buy back of Equity shares	(2,100)	-
Expenses for buy back of equity shares (Net of tax)	(24)	-
Tax on buy back of Equity shares	(485)	-
Share issue expenses	-	(94)
Proceeds from non-current borrowings	1,730	2,431
Repayment of non-current borrowings	(2,365)	(2,356)
Repayments of/proceeds from current borrowings (net)	1,773	(1,005)
Principal portion of lease payments	(248)	(224)
Interest portion of lease payments	(47)	(67)
Interest expense paid	(816)	(636)
Dividend paid	(661)	(191)
<b>Net cash flow (used)/from financing activities (C)</b>	<b>(3,241)</b>	<b>358</b>
<b>Net (decrease)/increase in cash and cash equivalents (A+B+C)</b>	<b>(831)</b>	<b>267</b>
<b>Cash and cash equivalents at the beginning of the year (see below)</b>	<b>1,336</b>	<b>1,069</b>
<b>Cash and cash equivalents at the end of the year (see below)</b>	<b>506</b>	<b>1,336</b>
<b>Components of cash and cash equivalents:</b>		
Balances with banks in current accounts	220	718
Balances with banks in cash credit accounts	75	111
Deposits with original maturity of less than three months	205	500
Cash on hand	6	7
	<b>506</b>	<b>1,336</b>

# Restated (Refer Note No 3 below)

\*Represents dividend income of ₹ 0.35 lakh and ₹ 0.24 lakh

\*\*Represents income of ₹ 0.68 lakh and loss of ₹ 0.21 lakh





**Note:**

As per Ind AS 108, Operating Segments have been defined and presented based on the regular review by the Chief Operating Decision Maker to assess the performance of each segment and to make decision about allocation of resources. The accounting principles used in the preparation of the standalone audited financial results are consistently applied to record revenue and expenditure in individual segments. Accordingly, the audited standalone segment wise revenue, results, assets and liabilities are as follows :

(₹ in Lakhs)						
S.No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March <sup>#</sup>	31 March	31 March <sup>#</sup>
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
		2023	2022	2022	2023	2022
1	<b>Segment revenue</b>					
	a) Precision and watch components	8143	7311	5880	29210	20812
	b) Others	331	302	315	1271	984
	<b>Total</b>	<b>8474</b>	<b>7613</b>	<b>6195</b>	<b>30481</b>	<b>21796</b>
	Less: Inter segment revenue	-	-	-	-	-
	<b>Total Revenue from operations</b>	<b>8474</b>	<b>7613</b>	<b>6195</b>	<b>30481</b>	<b>21796</b>
2	<b>Segment results (profit before tax and finance costs from each segment)</b>					
	a) Precision and watch components	2363	1982	1350	7890	4413
	b) Others	39	33	28	104	68
	<b>Total</b>	<b>2402</b>	<b>2015</b>	<b>1378</b>	<b>7993</b>	<b>4481</b>
	Less: i. Finance costs	261	223	193	851	754
	ii. Other un-allocable expenditure/(income) (net of un-allocable income)	445	233	181	(1781)	987
	<b>Profit before tax</b>	<b>1697</b>	<b>1559</b>	<b>1004</b>	<b>8924</b>	<b>2740</b>
3	<b>Segment assets</b>					
	a) Precision and watch components	22346	21347	18240	22346	18240
	b) Others	664	615	479	664	479
	c) Unallocated	18330	20206	16465	18330	16465
	<b>Total Segment assets</b>	<b>41340</b>	<b>42168</b>	<b>35185</b>	<b>41340</b>	<b>35185</b>
4	<b>Segment liabilities</b>					
	a) Precision and watch components	5768	5253	3377	5768	3377
	b) Others	204	193	153	204	153
	c) Unallocated	10045	9828	9997	10045	9997
	<b>Total Segment liabilities</b>	<b>16017</b>	<b>15274</b>	<b>13527</b>	<b>16017</b>	<b>13527</b>

<sup>#</sup> Restated (Refer Note No.3 below)

Place: Gurugram  
Date: 26.05.2023



For and on the behalf of Board of Directors

*Yashovardhan Saboo*

Yashovardhan Saboo  
(Chairman and Managing Director)  
DIN-00012158

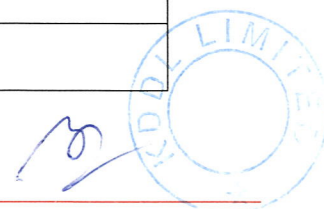
**KDDL Limited****Notes to Standalone audited Financial Results:**

1. The above standalone audited financial results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder.
2. The above standalone audited financial results (Also refer note 12 below) have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in their meetings held on May 26, 2023 and have been audited by the Statutory Auditors of the Company.
3. The Scheme of Amalgamation of Satva Jewellery and Design Limited, a wholly owned subsidiary of the Company, with the Company has been sanctioned by the National Company Law Tribunal, Chandigarh, by order dated November 23, 2022. Upon filing of the said order by the Company with the Registrar of Companies and compliance with the other conditions of the Scheme, same has become effective on December 01, 2022, and has been given effect from the Appointed date, i.e., April 01, 2019.

The aforesaid Scheme has been accounted under 'the pooling of interests method' i.e. in accordance with Appendix C of Ind AS 103- Business Combinations, and comparatives have been restated for the amalgamation from the beginning of the previous year.

Accordingly, the results of the Satva Jewellery and Design Limited have been included in these financial results for all the period presented and the effect on the amount of other income, other expenses, Profit after tax, Earnings per share and other equity published in previous period/year are as shown below.

Particulars	(Rs. in Lakhs)	
	For the quarter ended	For the year ended
	31-03-2022	31-03-2022
<b>Other Income</b>		
As published in previous period/year	228	551
As restated for the effect of amalgamation	218	541
<b>Other Expenses</b>		
As published in previous period/year	1,665	5,564
As restated for the effect of amalgamation	1,562	5,462
<b>Profit After Tax</b>		
As published in previous period/year	826	2,060
As restated for the effect of amalgamation	905	2,129
<b>Earnings per share</b>		



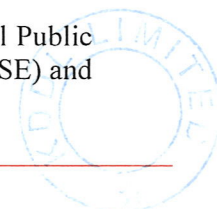




As published in previous period/year	6.49	16.31
As restated for the effect of amalgamation	7.11	16.86
<b>Other Equity</b>		
As published in previous period/year	-	20,310
As restated for the effect of amalgamation	-	20,375

Pursuant to aforesaid scheme becoming effective, Satva Jewellery and Design Limited stands dissolved without winding up. As per the approved scheme, the authorised share capital of the Company stands increased from 2,50,00,000 equity shares of Rs. 10/- each to 2,80,00,000 equity shares of Rs. 10/- each by merging authorised share capital of Satva Jewellery and Design Limited with the Company. The Company has filed necessary forms with regional ROC to incorporate the increase in authorised share capital.

4. The Board of Directors at its meeting held on January 18, 2023, approved a proposal to buyback the equity shares of the Company through open market route. This scheme includes buy back of fully paid-up equity shares having a face value of Rs. 10 each of the Company at a price not exceeding Rs. 1200 per equity share ("Maximum Buyback Price") and for an aggregate amount not exceeding Rs. 2,100 lakhs ("Maximum Buyback Size"), from the shareholders of the Company (other than the promoters, the promoters group and persons in control of the Company) payable in cash via "Open Market" route through the stock exchange mechanism which is less than 10% of the aggregate of the total paid-up share capital and free reserves of the Company, based on the latest audited standalone and audited consolidated financial statements of the Company as on March 31, 2022, in accordance with the provisions under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("Buyback Regulations"), as amended and the Companies Act, 2013, as amended, and other applicable provisions (the process hereinafter referred to as the "Buyback"). The Company has bought back 1,99,947 equity shares for an aggregate amount of Rs. 2,100 lakhs being 1.57% of the total paid up equity share capital at average price of Rs. 1050 per equity share. The equity shares bought back were extinguished on February 14, 2023. Capital redemption reserve out of retained earnings was created to the extent of share capital extinguished (Rs. 20 lakhs). The excess cost of buyback of Rs. 2,104 lakhs (including Rs. 24 lakhs (net of tax) towards transaction cost of buy back) over par value of shares and corresponding tax on buyback of Rs. 485 lakhs were offset from securities premium (Rs. 2,080 Lakhs) and (Rs. 24 Lakhs) from retained earnings respectively.
5. 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 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 when the Code becomes effective.
6. The Company has entered into an agreement dated January 1, 2022 with its subsidiary company i.e. Ethos Limited for transfer of brand-name "Ethos" and "Summit" (including trademarks, trade names, logos and all related rights) for an agreed amount of Rs. 3,900 lakhs. Profit on sale of the aforesaid brands amounting to Rs. 3,900 lakhs is accounted for in other income during the quarter ended September 30, 2022.
7. During the June 2022 quarter, Ethos Limited, (a subsidiary company) completed its Initial Public Offering (IPO) of its equity shares which have been listed on National Stock Exchange (NSE) and



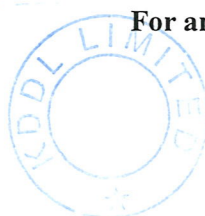


Bombay Stock Exchange (BSE) with effect from May 30, 2022. The subsidiary company has made an offer for sale of the equity shares of the Ethos Limited held by certain existing shareholders of the subsidiary company, which have been agreed by these existing shareholders (including 1,40,081 equity shares held by the Company). Based on the above offer for sale, gain amounting to Rs. 1,070 lakhs (net of share of offer expenses) is accounted for in other income during the June 22 quarter.

8. The Shareholders in the annual general meeting dated September 27, 2022, approved one time value creation award amounting to Rs. 1,900 lakhs to Mr. Yashovardhan Saboo (Chairman & Managing Director) gain in the market value of the total investment of the Company in Ethos Limited upon successful completion of IPO of Ethos Limited. Based on the aforesaid approval, the Company has accounted Rs. 1,900 lakhs under Employee benefits expenses during the quarter ended September 30, 2022.
9. During the year, the Company has initiated the process of setting up of a new plant for manufacturing steel bracelets for watches. The expansion will involve a capital expenditure of Rs. 2500 lakhs to be executed over next two years. As on March 31, 2023, the Company has procured or given advances for procurement of machines and materials of Rs. 1,111 lakhs. Also, the Company has received advance of Rs. 1,221 lakhs from a major customer for this product which will be adjusted against future sales to that customer.
10. During the quarter ended September 30, 2022, the Company has further invested Rs. 847 lakhs (CHF 10,00,000) in form of acquisition of 10,000 equity shares of CHF 100 each of Kamla International Holdings (KIH), a wholly owned subsidiary of the Company. Also, during the said quarter, the Company has granted loan amounting to Rs. 1,187 lakhs (CHF 14,00,000) to KIH.
11. During the quarter ended 31 March 2022, the Company had exercised the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company had recognised provision for taxation and re-measured its deferred tax liabilities basis the rate prescribed in the said Section. The impact of such change was recognised in the statement of profit and loss during the quarter ended March 31, 2022.
12. The figures of the last quarter are the balancing figure between audited figures in respect of the full financial year upto March 31, 2023 and March 31, 2022 respectively and the unaudited published year to date figures upto December 31, 2022 and December 31, 2021 respectively, being the date of current year and previous year of the end of the third quarter of the financial year which were subjected to limited review.
13. The Board of Directors of the Company has recommended final dividend of Rs. 2 per equity share (20%) for the financial year ended March 31, 2023 which is subject to the approval of the shareholders of the Company at ensuing Annual General Meeting.

During the quarter ended March 31, 2023, the Board of Directors at its meeting held on March 09, 2023 have declared interim dividend of 20% (Rs. 2 per equity share of Rs. 10/- each fully paid up).

**For and on behalf of Board of Directors**



Yashovardhan Saboo  
(Chairman and Managing Director)  
DIN-00012158

Place: Gurugram  
Date: May 26, 2023

**Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended****To  
The Board of Directors of  
KDDL Limited****Report on the audit of the Consolidated Financial Results****Opinion**

We have audited the accompanying statement of quarterly and year to date consolidated financial results of KDDL Limited ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its joint venture for the quarter ended March 31, 2023 and for the year ended March 31, 2023 ("Statement"), attached herewith, being submitted by the Holding 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 reports of the other auditors on separate audited financial statements of the subsidiaries and joint venture, the Statement:

- i. includes the results of the following entities;

S. No.	Name of subsidiaries/ joint venture	Relationship
1	Ethos Limited	Subsidiary
2	Mahen Distribution Limited	Subsidiary
3	Kamla International Holdings SA	Subsidiary
4	Pylania SA	Subsidiary
5	Estima AG	Subsidiary of Kamla International Holdings SA and Pylania SA
6	Kamla Tesio and Dials Limited	Subsidiary
7	Cognition Digital LLP	Subsidiary of Ethos Limited
8	Silvercity Brands AG	Subsidiary of Ethos Limited
9	Pasadena Retail Private Limited	Joint venture of Ethos Limited

- ii. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive income and other financial information of the Group and its joint venture for the quarter ended March 31, 2023 and for the year ended March 31, 2023.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the 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 Group and its joint venture in accordance with the "Code of Ethics" issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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



## **S.R. BATLIBOI & Co. LLP**

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obtained by us and other auditors in terms of their reports referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### **Emphasis of Matter**

We draw attention to Note 5 to the accompanying consolidated financial results, which describes that as per subsidiary's management's assessment the recoverable amount of tangible assets of Estima AG is in excess of carrying amount thereof as at March 31, 2023. The auditors of Estima AG has also included an Emphasis of Matter in their audit opinion on the financial information of Estima AG for the year ended March 31, 2023.

Our opinion is not modified in respect of this matter.

### **Management's Responsibilities for the Consolidated Financial Results**

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its joint venture in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement 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 Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of their respective companies 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 Group 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 of its joint venture are also responsible for overseeing the financial reporting process of their respective companies.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, 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



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material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 Group and its 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 Statement 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 joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement 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 entities within the Group and its joint venture of which we are the independent auditors to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement 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. 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 No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

## **Other Matters**

The accompanying Statement includes the audited financial statements and other financial information, in respect of:

- Six subsidiaries, whose financial statements include total assets of Rs 36,476 lakhs as at March 31, 2023, total revenues of Rs 1,891 lakhs and Rs 7,208 lakhs, total net (loss) after tax of Rs. (542) lakhs and Rs. (1,119) lakhs, total comprehensive income/(loss) of Rs. (1,722) lakhs and Rs. 3,056 lakhs, for the quarter and the year ended on that date respectively, and net cash inflows of Rs. 2,445 lakhs for the year ended March 31, 2023, as considered in the Statement which have been audited by their respective independent auditors.



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- One joint venture, whose financial statements include Group's share of net profit of Rs. 20 lakhs and Rs. 50 lakhs and Group's share of total comprehensive income of Rs. 20 lakhs and Rs. 50 lakhs for the quarter and for the year ended March 31, 2023 respectively, as considered in the Statement whose financial statements, other financial information have been audited by their respective independent auditors.

The independent auditor's report on the financial statements of these entities have been furnished to us by the Management and our opinion on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture is based solely on the reports of such auditors and the procedures performed by us as stated in paragraph above.

Three of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with the accounting principles generally accepted in their country and which have been audited by its auditor under generally accepted auditing standards applicable in their country. The Holding Company's management has converted the financial statements of these subsidiaries located outside India from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of these subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

The accompanying Statement includes unaudited financial results /statements and other unaudited financial information in respect of:

- One subsidiary, whose financial results/statements and other financial information reflect total assets of Rs 45 lakhs as at March 31, 2023, and total revenues of Rs Nil and Rs Nil, total net profit after tax of Rs. Nil and Rs. Nil, total comprehensive income of Rs. Nil and Rs. Nil, for the quarter and the year ended on that date respectively and net cash inflows of Rs. 45 lakhs for the year ended March 31, 2023, whose financial results /statements and other financial information have not been audited by its auditor;

Such subsidiary is located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in its country and which has not been audited by any of its auditor under generally accepted auditing standards applicable in that country. The Holding Company's management has converted the financial results of such subsidiary located outside India from accounting principles generally accepted in that country to accounting principles generally accepted in India.

These unaudited financial statements/ financial information/ financial results have been approved and furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of such subsidiary, is based solely on such unaudited financial statements/ financial information/financial results. In our opinion and according to the information and explanations given to us by the Management, these financial statements/ financial information/financial results are not material to the Group.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results/financial information certified by the Management.



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The Statement includes the results for the quarter ended March 31, 2023 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

**For S.R. BATLIBOI & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Anil Gupta

Partner

Membership No.: 87921



UDIN: 23087921BGXAUI5727

Place: New Delhi

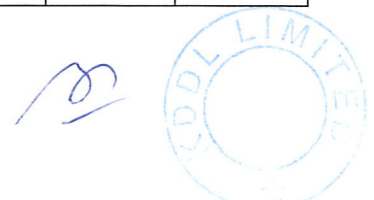
Date: May 26, 2023



KDDL LIMITED						
Statement of Consolidated Audited Financial Results for the Quarter and Year ended 31 March 2023						
( ₹ in Lakhs)						
S. No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March <sup>#</sup>	31 March	31 March <sup>#</sup>
		(Audited)*	(Unaudited)	(Audited)*	(Audited)	(Audited)
		2023	2022	2022	2023	2022
1	Revenue from operations	29,924	31,281	22,590	1,11,945	81,624
2	Other income	721	423	293	1,931	1,534
3	<b>Total income (1+2)</b>	<b>30,645</b>	<b>31,704</b>	<b>22,883</b>	<b>1,13,876</b>	<b>83,158</b>
4	<b>Expenses</b>					
	Cost of raw materials consumed	2,294	2,226	1,745	8,646	6,148
	Purchases of stock-in-trade	16,387	16,839	12,107	63,385	46,327
	Changes in inventories of finished goods, stock-in-trade, scrap and work-in-progress	(1,583)	(1,179)	(1,011)	(9,153)	(5,294)
	Employee benefits expenses (Refer Note No. 10)	4,461	3,768	3,291	17,400	12,038
	Finance costs	629	591	644	2,396	2,477
	Depreciation and amortisation expense	1,333	1,247	1,170	4,939	4,538
	Other expenses	4,162	4,035	3,375	15,552	11,691
	<b>Total expenses</b>	<b>27,683</b>	<b>27,527</b>	<b>21,321</b>	<b>1,03,165</b>	<b>77,926</b>
5	<b>Profit before share of equity accounted investees and income tax (3-4)</b>	<b>2,962</b>	<b>4,177</b>	<b>1,562</b>	<b>10,711</b>	<b>5,232</b>
6	Share of profit/(loss) of equity accounted investees (net of income tax, if any)	21	8	4	50	(4)
7	<b>Profit before income tax (5+6)</b>	<b>2,983</b>	<b>4,185</b>	<b>1,566</b>	<b>10,761</b>	<b>5,228</b>
8	Income tax expense					
	- Current tax	1,017	1,046	541	4,039	1,692
	- Current tax for earlier years	(19)	(14)	(24)	(33)	(24)
	- Deferred tax charge/(credit)	(140)	66	(14)	(942)	(102)
	- Deferred tax charge for earlier years	(1)	-	23	(1)	23
	- Deferred tax (credit) due to change in rate (Refer Note No. 16)	-	-	(81)	-	(81)
9	<b>Profit for the period/year (7-8)</b>	<b>2,126</b>	<b>3,087</b>	<b>1,120</b>	<b>7,698</b>	<b>3,720</b>
10	<b>Other comprehensive income / (expense)</b>					
	<i>(i) Items that will not be reclassified to profit or loss</i>					
	a) Remeasurement of defined benefit (liability) / asset	5	-	(21)	(45)	14
	b) Income tax on remeasurement of defined benefit (liability) / asset	(2)	-	6	11	(4)
	<i>(ii) Items that will be reclassified to profit or loss</i>					
	a) Exchange differences on translation of foreign operations	(26)	28	8	(14)	60
11	<b>Total comprehensive income for the period/year (9+10)</b>	<b>2,103</b>	<b>3,115</b>	<b>1,114</b>	<b>7,650</b>	<b>3,790</b>
	<b>Profit attributable to:</b>					
	Owners of the company	1,615	2,283	971	5,359	3,195
	Non-controlling interest	510	804	150	2,339	524
	<b>Other comprehensive income/(expense) attributable to:</b>					
	Owners of the company	(23)	28	(6)	(51)	63
	Non-controlling interest	-	(0)	(1)	3	8
	<b>Total comprehensive income/(expense) attributable to:</b>					
	Owners of the company	1,592	2,311	964	5,308	3,258
	Non-controlling interest	510	804	149	2,342	532
12	Earnings per share of ₹ 10 each (not annualised)					
	Basic (₹)	12.71	17.92	7.62	42.18	25.30
	Diluted (₹)	12.71	17.92	7.62	42.18	25.30
13	Paid-up equity share capital (Face value per share ₹10)	1,254	1,274	1,274	1,254	1,274
14	Other equity				44,366	23,968
	See accompanying Notes to the Consolidated Audited Financial Results					

# restated (refer note 8)

\* refer note no. 18







## Notes to Consolidated Audited Financial Results:

1. The financial results of the following entities have been consolidated with the financial results of KDDL Limited (the Holding Company), hereinafter referred to as "the Group" or "Holding Company":

Ethos Limited (Subsidiary)  
 Pylania SA (Subsidiary)  
 Mahen Distribution Limited (Subsidiary)  
 Kamla International Holdings SA (Subsidiary)  
 Estima AG (Subsidiary of Kamla International Holding SA and Pylania SA)  
 Cognition Digital LLP (Subsidiary of Ethos Limited)  
 Pasadena Retail Private Limited (Joint Venture of Ethos Limited)  
 Kamla Tesio Dials Limited (Subsidiary)  
 Silvercity Brands AG (Subsidiary of Ethos Limited w.e.f. March 31, 2023)

2. The above consolidated audited financial results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder.

3. The Consolidated audited financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in their respective meetings held on May 26, 2023 and have been audited by the Statutory Auditors of the Holding Company.

4. As per Ind AS 108, Operating Segments have been defined and presented based on the regular review by the Chief Operating Decision Maker to assess the performance of each segment and to make decision about allocation of resources. The accounting principles used in the preparation of the consolidated audited financial results are consistently applied to record revenue and expenditure in individual segments except for merging watch and accessories, marketing support and other services and luxury cars into one business segment by one of the subsidiary company i.e watches, accessories and other luxury items and related services with effect from April 1, 2022. The new segment information namely revenue, results, segment assets and segment liabilities is derived by a simple arithmetic addition of the aforesaid particulars of the consolidating segments and as such there is no financial effect of the change. Accordingly, the consolidated segment wise revenue, results, assets and liabilities are as follows:

S.No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March	31 March	31 March
		(Audited)*	(Unaudited)	(Audited)*	(Audited)	(Audited)*
		2023	2022	2022	2023	2022
1	<b>Segment revenue</b>					
	a) Precision and watch components	8,845	8,034	6,411	31,874	22,907
	b) Watches, accessories and other luxury items and related services	20,753	22,949	16,071	78,824	57,734
	c) Others	408	379	314	1,548	983
	<b>Total</b>	<b>30,006</b>	<b>31,362</b>	<b>22,796</b>	<b>1,12,246</b>	<b>81,624</b>
	Less: Inter segment revenue	(82)	(81)	(206)	(301)	-
	<b>Revenue from operations</b>	<b>29,924</b>	<b>31,281</b>	<b>22,590</b>	<b>1,11,945</b>	<b>81,624</b>
2	<b>Segment results (profit before tax and finance cost from each segment)</b>					
	a) Precision and watch components	1,909	1,933	1,050	6,928	4,042
	b) Watches, accessories and other luxury items and related services	1,724	2,772	1,406	8,175	4,528
	c) Others	34	31	(6)	97	30
	<b>Total</b>	<b>3,667</b>	<b>4,736</b>	<b>2,450</b>	<b>15,200</b>	<b>8,600</b>
	Less: (i) Finance costs	629	591	644	2,396	2,477
	(ii) Other un-allocable expenditure (net of un-allocable income)	55	(40)	240	2,043	894
	<b>Profit before tax</b>	<b>2,983</b>	<b>4,185</b>	<b>1,566</b>	<b>10,761</b>	<b>5,229</b>
3	<b>Segment Assets</b>					
	a) Precision and watch components	27,706	25,005	21,792	27,706	21,792
	b) Watches, accessories and other luxury items and related services	59,469	56,654	47,580	59,469	47,580
	c) Others	1,224	1,796	504	1,224	504
	d) Unallocated	27,653	30,893	4,070	27,653	4,070
	<b>Total Segment assets</b>	<b>1,16,052</b>	<b>1,14,348</b>	<b>73,946</b>	<b>1,16,052</b>	<b>73,946</b>
4	<b>Segment liabilities</b>					
	a) Precision and watch components	6,346	5,790	3,648	6,346	3,648
	b) Watches, accessories and other luxury items and related services	12,712	11,609	10,916	12,712	10,916
	c) Others	204	194	160	204	160
	d) Unallocated	26,576	25,782	28,170	26,576	28,170
	<b>Total Segment liabilities</b>	<b>45,838</b>	<b>43,375</b>	<b>42,894</b>	<b>45,838</b>	<b>42,894</b>

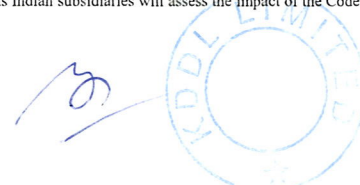
\* restated (refer note 8)

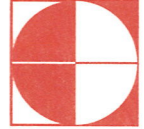
5. Considering the accumulated losses, impairment indicators were identified in relation to property, plant and equipment (PPE) of one of a subsidiary namely, Estima AG. Based on the impairment assessment carried out by the management, the recoverable amount of tangible assets of Estima AG is assessed as higher than carrying amount thereof as at March 31, 2023.

6. The Ministry of Corporate Affairs vide notification dated 24 July 2020 and 18 June 2021, issued an amendment to Ind AS 116 "Leases", by inserting a practical expedient w.r.t. "Covid-19-Related Rent Concessions" effective from the period beginning on or after 01 April 2020. Pursuant to the above amendment, the Group has applied the practical expedient by accounting unconditional rent concessions in "Other Income" in the Statement of Profit and Loss as under:

Particulars	(₹ in Lakhs)				
	Quarter Ended			Year Ended	
	31 March 2023	31 December 2022	31 March 2022	31 March 2023	31 March 2022
Unconditional rent concessions	-	-	56	-	804

7. 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 and its Indian subsidiaries will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.





8. The Scheme of Amalgamation of Satva Jewellery and Design Limited, a wholly owned subsidiary, with the Holding Company has been sanctioned by the National Company Law Tribunal, Chandigarh, by order dated November 23, 2022. Upon filing of the said order by the Holding Company with the Registrar of Companies and compliance with the other conditions of the Scheme, same has become effective on December 01, 2022, and has been given effect from the Appointed date, i.e., April 01, 2019.

The aforesaid Scheme has been accounted under 'the pooling of interests method' i.e. in accordance with Appendix C of Ind AS 103- Business Combinations, and comparatives have been restated for the amalgamation from the beginning of the previous year.

Accordingly the effect on the amount of profit after tax, earning per share and other equity for all the period presented has been given in the financial results which are as follows:

Particulars	For the quarter ended	For the year ended
	31-03-2022	31-03-2022
<b>Profit after tax</b>		
As published in previous periods/year	1,116	3,715
As restated for the effect of amalgamation	1,120	3,720
<b>EPS</b>		
As published in previous periods/year	7.59	25.26
As restated for the effect of amalgamation	7.62	25.30
<b>Other equity</b>		
As published in previous year		23,878
As restated for the effect of amalgamation		23,968

Pursuant to aforesaid scheme becoming effective, Satva Jewellery and Design Limited stands dissolved without winding up. As per the approved scheme, the authorised share capital of the Holding Company stands increased from 2,50,00,000 equity shares of Rs. 10/- each to 2,80,00,000 equity shares of Rs. 10 - each by merging authorised share capital of Satva Jewellery and Design Limited with the Holding Company. The Holding Company has filed necessary forms with regional ROC to incorporate the increase in authorised share capital.

9. During the quarter ended 30 June 2022, the Subsidiary Company i.e. Ethos Limited has completed its Initial Public Offering ('IPO') of 45,81,500 equity shares of face value of Rs. 10 each at an issue price of Rs. 878 per share (including securities premium of Rs. 868 per share). These equity shares have been listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) with effect from 30 May, 2022. The issue comprised of fresh issue of 42,71,070 equity shares aggregating to Rs. 37,500 lakhs and offer for sale of 3,10,430 equity shares aggregating to Rs. 2,726 lakhs. Net gain on such offer for sale of 1,54,089 equity shares held by the Holding Company and subsidiary company (Mahen Distribution Limited) amounting to Rs 1067 lakhs (net of income tax of Rs 112 lakhs) has been included under other equity in the consolidated unaudited financial results.

Consequent to allotment of fresh issue, the paid-up equity share capital of the subsidiary company stands increased from INR 1,908 lakhs consisting of consisting of 1,90,78,163 equity shares of INR 10 each to INR 2,335 lakhs consisting of 2,33,49,233 Equity Shares of INR 10 each.

The total offer expenses in relation to the fresh issue are Rs. 3,531 lakhs (excluding taxes). The utilization of IPO proceeds from fresh issue (net of IPO related expense of Rs. 3,531 lakhs) is summarized below:

(₹ in Lakhs)	
Particulars	Amount
Amount received from fresh issue	37,500
Less: Offer related expenses in relation to the fresh issue	(3,531)
<b>Net proceeds available for utilisation</b>	<b>33,969</b>

The aforesaid offer related expenses in relation to the Fresh Issue have been adjusted against securities premium as per Section 52 of the Companies Act, 2013.

(₹ in Lakhs)			
Particulars	Amount to be utilised as per prospectus	Utilisation upto March 31, 2023	Unutilized as on March 31, 2023
Repayment or pre-payment certain borrowings	2,989	2,989	-
Funding working capital requirements	23,496	8,683	14,813
Financing the establishment of new stores and renovation of the certain existing stores	3,327	450	2,877
Financing the upgradation of ERP	198	-	198
General corporate purpose*	3,958	2,214	1,744
<b>Total</b>	<b>33,969</b>	<b>14,335</b>	<b>19,633</b>

\* Amount of Rs. 3610 lakhs was original proposed in offer document as part of general corporate purpose has been increased by Rs. 348 lakhs on account of saving in offer expenses

Net unutilized proceeds as on March 31, 2023 has been temporarily invested in deposits with scheduled banks and monitoring agency bank account.

Post above public issue, the consolidated shareholding of the Holding Company (directly and indirectly through its other subsidiary, Mahen Distribution Limited) in Ethos Limited as at March 31, 2023 is 61.07%.

The said public issue has resulted into increase in the amount of minority interest and other equity by Rs. 16,572 lakhs and Rs. 18,479 lakhs respectively in the consolidated financial results of the Group for the year ended March 31, 2023.

10. The Shareholders of the Holding Company in the annual general meeting dated September 27, 2022, approved one time value creation award amounting to Rs. 1,900 lakhs to Mr. Yashovardhan Saboo (Chairman & Managing Director) of gain in the market value of the total investment of the Company in Ethos Ltd. on successful completion of IPO of Ethos Limited. Based on the aforesaid approval, the Company has accounted Rs. 1,900 lakhs under Employee benefits expenses during the quarter ended September 30, 2022.





11. During the year, the Holding Company has initiated the process of setting up of a new plant for manufacturing steel bracelets for watches. The expansion will involve a capital expenditure of Rs. 2,500 lakhs to be executed over next two years. As on March 31, 2023, the Holding Company has procured or given advances for procurement of machines and materials of Rs. 1,111 lakhs. Also, the Holding Company has received advance of Rs. 1,221 lakhs from a major customer for this product which will be adjusted against future sales to that customer.

12. The Board of Directors at its meeting held on January 18, 2023, approved a proposal to buyback the equity shares of the Holding Company through open market route. This scheme includes buy back of fully paid-up equity shares having a face value of Rs. 10 each of the Company at a price not exceeding Rs. 1,200 per equity share ("Maximum Buyback Price") and for an aggregate amount not exceeding Rs. 2,100 lakhs ("Maximum Buyback Size"), from the shareholders of the Holding Company (other than the promoters, the promoters group and persons in control of the Company) payable in cash via "Open Market" route through the stock exchange mechanism which is less than 10% of the aggregate of the total paid-up share capital and free reserves of the Holding Company, based on the latest audited standalone and audited consolidated financial statements of the Holding Company as on March 31, 2022, in accordance with the provisions under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("Buyback Regulations"), as amended and the Companies Act, 2013, as amended, and other applicable provisions (the process hereinafter referred to as the "Buyback"). The Holding Company has bought back 1,99,947 equity shares for an aggregate amount of Rs. 2100 lakhs being 1.57% of the total paid up equity share capital at average price of Rs. 1,050 per equity share. The equity shares bought back were extinguished on February 14, 2023. Capital redemption reserve out of retained earnings was created to the extent of share capital extinguished (Rs. 20 lakhs). The excess cost of buyback of Rs. 2,104 lakhs (including Rs. 24 lakhs (net of tax) towards transaction cost of buy back) over par value of shares and corresponding tax on buyback of Rs. 485 lakhs were offset from securities premium (Rs. 2,080 lakhs) and retained earnings (Rs. 24 lakhs) respectively.

13. During the quarter ended 31 December 2022, "Kamla International Holdings SA"(KIH), wholly owned subsidiary of the Holding Company has acquired 3,000 equity shares (15%) of Pylania, SA (a subsidiary of KDDL Limited) from its existing shareholder, which resulted in increase of KIH equity shareholding from 47.25% to 62.25%. Consequently, Pylania SA has become 100% subsidiary of the Holding Company (directly and indirectly through its wholly owned subsidiary, Kamla International Holdings SA).

Also, by virtue of the aforesaid acquisition, the holding of the Group in Estima AG has increased from 95.50% to 100%.

The said transaction has resulted into decrease in other equity and non-controlling interest by Rs. 158 lakhs and Rs. 132 lakhs respectively.

14. During the quarter ended June 30, 2022, "Kamla International Holdings SA"(KIH), wholly owned subsidiary of the Holding Company has acquired additional 30% equity shares of INR 10 each of KTDL. Post the said acquisition, KTDL has become wholly owned subsidiary of the Holding Company.

15. During the current quarter, Ethos Limited, a subsidiary of the Holding Company has acquired 100% stake in Silvercity Brands AG, the Swiss stock corporation having its registered seat in Grenchen, Switzerland from Philipp Schaller, c/o Badertscher Rechtsanwälte AG Mühlebachstrasse 32 8008 Zürich during March 2023. The Share Capital of the company is CHF 100,000, divided into 100,000 registered shares with a nominal value of CHF 1 each and paid-up Share Capital is 50,000 shares for CHF 1 each. The purchase consideration for acquisition of shares is at CHF 50,000 in an all-cash deal. The subsidiary company has paid 50,000 CHF on March 31, 2023.

16. During the quarter ended 31 March 2022, the Holding Company had exercised the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Holding Company had recognised provision for taxation and re-measured its deferred tax liabilities basis the rate prescribed in the said Section. The impact of such change was recognised in the statement of profit and loss during the quarter ended March 31, 2022.

17. "During the current quarter, a subsidiary company has entered into an asset purchase agreement for acquisition of Favre Leuba Brand and all related trademarks, sub-brands, logos, brand material and fixed assets for consideration of CHF 15,30,000. As on March 31, 2023 the subsidiary company has paid advance of CHF 7,50,000 as part payment of consideration and balance amount is payable on transfer of identified IP rights, brand material and fixed assets. All the identified assets are transferred in the name of the subsidiary company subsequent to the year end."

18. The figures of the last quarter are the balancing figure between audited figures in respect of the full financial year upto March 31, 2023 and March 31, 2022 respectively and the unaudited published year to date figures upto December 31, 2022 and December 31, 2021 respectively, being the date of current year and previous year of the end of the third quarter of the financial year which were subjected to limited review.

19. The Board of Directors of the Holding Company has recommended final dividend of Rs. 2 per equity share (20%) for the financial year ended March 31, 2023 which is subject to the approval of the shareholders of the Company at ensuing Annual General Meeting.

During the quarter ended March 31, 2023, the Board of Directors at its meeting held on March 09, 2023 have declared interim dividend of 20% (Rs. 2 per equity share of Rs. 10/- each fully paid up).

Place: Gurugram  
Date: 26 May 2023



For and on the behalf of Board of Directors

Yashovardhan Saboo  
(Chairman and Managing Director)  
DIN-00012158



KDDL Limited Statement of Consolidated Audited Assets and Liabilities			
(₹ in Lakhs)			
S. No.	Particulars	As at	
		31 March <sup>#</sup>	31 March <sup>#</sup>
		(Audited)	(Audited)
		2023	2022
<b>A</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	(a) Property, plant and equipment	18,742	15,992
	(b) Capital work-in-progress	1,342	227
	(c) Other intangible assets	64	57
	(d) Intangible assets under development	-	2
	(e) Right of use assets	11,497	10,490
	(f) Investment property	213	138
	(g) Equity accounted investees	207	157
	(h) Financial assets		
	(i) Investments	49	49
	(ii) Loans	82	84
	(iii) Other financial assets	2,781	1,202
	(i) Income tax assets (net)	584	569
	(j) Deferred tax assets (net)	1,780	907
	(k) Other non current assets	1,447	302
	<b>Total non-current assets</b>	<b>38,788</b>	<b>30,176</b>
<b>2</b>	<b>Current assets</b>		
	(a) Inventories	38,098	27,952
	(b) Financial assets		
	(i) Trade receivables	6,243	4,541
	(ii) Cash and cash equivalents	5,837	5,203
	(iii) Other bank balances	20,785	512
	(iv) Loans	101	96
	(v) Other financial assets	1,736	931
	(c) Other current assets	4,464	4,535
	<b>Total current assets</b>	<b>77,264</b>	<b>43,770</b>
	<b>Total Assets (1 + 2)</b>	<b>1,16,052</b>	<b>73,946</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Equity</b>		
	(a) Equity share capital	1,262	1,282
	(b) Other equity	44,366	23,968
	<b>Equity attributable to the owners of the Company</b>	<b>45,628</b>	<b>25,250</b>
<b>2</b>	<b>Non-controlling interests</b>	24,586	5,802
	<b>Total equity</b>	<b>70,214</b>	<b>31,052</b>
<b>3</b>	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	(a) Financial liabilities		
	(i) Borrowings	7,334	7,724
	(ii) Lease liabilities	9,332	8,483
	(iii) Other financial liabilities	205	172
	(b) Provisions	192	142
	(c) Deferred tax liabilities (net)	447	523
	<b>Total non-current liabilities</b>	<b>17,510</b>	<b>17,044</b>
	<b>Current liabilities</b>		
	(a) Financial liabilities		
	(i) Borrowings	5,421	7,774
	(ii) Lease liabilities	2,558	2,525
	(iii) Trade payables		
	- total outstanding dues of micro enterprises and small enterprises	159	206
	- total outstanding dues of creditors other than micro enterprises and small enterprises	12,647	10,358
	(iv) Other financial liabilities	2,952	2,405
	(b) Other current liabilities	3,308	1,744
	(c) Provisions	1,066	782
	(d) Current tax liabilities (net)	216	56
	<b>Total current liabilities</b>	<b>28,328</b>	<b>25,850</b>
	<b>Total liabilities</b>	<b>45,838</b>	<b>42,894</b>
	<b>Total Equity and Liabilities (1 + 2 + 3)</b>	<b>1,16,052</b>	<b>73,946</b>

# Refer Note No. 8



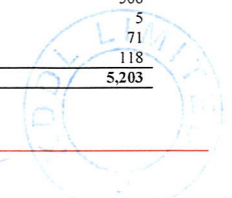


KDDL Limited  
 Consolidated cash flow statement for the year ended 31 March 2023

	(₹ in Lakhs) Year ended 31 March 2023	(₹ in Lakhs) Year ended 31 March 2022
<b>Cash flow from operating activities</b>		
Profit before income tax	10,761	5,229
Adjustments for :		
Depreciation and amortisation expenses	4,939	4,538
Property, plant and equipment written off	33	25
Net loss on sale of property, plant and equipment	2	12
Impairment of investment property	-	152
Advances / deposits / bad debts written off	21	295
Interest expense	2,356	2,429
Interest income	(1,252)	(261)
Dividend income*	(0)	(0)
Share of loss/ (profit) of equity accounted investees (net of income tax, if any)	(50)	4
Liabilities / provision no longer required written back	(148)	(122)
Gain on account of conversion of an associate into subsidiary company (refer to note 47)	-	(11)
Expense on employee stock option scheme	-	(9)
Expected credit loss on trade receivables/Provision for doubtful debts written back	(10)	(87)
Provision for bad and doubtful advances	-	15
Rent Concessions	-	(804)
Profit on deletion of lease liability & Right to use assets	(27)	(34)
Unrealised foreign exchange (gain)/ loss	(120)	(65)
Change in fair value of derivative contracts	14	(9)
Net change in fair value of financial assets (at FVTPL)**	(1)	(0)
Effect of exchange rates on translation of operating cash flows	(14)	60
<b>Operating cash flow before working capital changes</b>	<b>16,504</b>	<b>11,355</b>
Changes in working capital:		
(Increase)/Decrease in loans	(3)	6
(Increase)/Decrease in other financial assets	(1,198)	8
Decrease/(Increase) in other current and non current assets	95	(2,123)
(Increase) in inventories	(10,145)	(5,408)
(Increase) in trade receivables	(1,669)	(403)
Increase in provisions	289	86
Increase in trade payables	2,423	1,914
Increase in other financial liabilities	552	311
Increase in other current liabilities	1,597	246
<b>Cash generated from operating activities</b>	<b>8,445</b>	<b>5,991</b>
Income tax (paid), net	(3,856)	(1,751)
<b>Net cash generated from operating activities (A)</b>	<b>4,589</b>	<b>4,240</b>
<b>Cash flow from investing activities</b>		
Acquisition of property, plant and equipment (including capital advances, capital creditors)	(7,177)	(2,666)
Proceeds from sale of property, plant and equipment	124	22
Payment for purchase of investments in subsidiaries	(298)	(958)
Proceeds from sale of shares of subsidiary (net of tax)	1,082	-
Investment in equity accounted investees	-	(75)
Payment towards purchase of investments	(113)	-
Fixed deposit placed/matured (net)	(21,092)	(6)
Interest received	798	107
Dividend received*	0	0
<b>Net cash (used) in investing activities (B)</b>	<b>(26,676)</b>	<b>(3,576)</b>
<b>Cash flow from financing activities</b>		
Proceeds from issue of equity share capital (including premium) in subsidiary	37,500	2,500
Share issue expenses	(3,531)	(94)
Buy Back of equity Shares	(2,100)	-
Expense on buy back of equity shares (net of tax)	(24)	-
Tax on buy back of equity shares	(485)	-
Amount received on allotment of stock options in the subsidiary company	-	126
Amount received on allotment of equity shares on rights issue in the subsidiary company	-	542
Amount received on allotment of equity shares on private placement basis in the subsidiary company	-	2,500
Proceeds from non-current borrowings	3,388	4,657
Repayment of non-current borrowings	(6,073)	(3,732)
Proceeds from/repayments of current borrowings (net)	(58)	(1,010)
Principal portion of lease payments	(2,677)	(1,455)
Interest portion of lease payments	(1,208)	(1,086)
Interest paid	(1,349)	(1,342)
Dividend paid on equity shares	(662)	(191)
<b>Net cash from financing activities (C)</b>	<b>22,721</b>	<b>1,416</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>634</b>	<b>2,080</b>
Additions pursuant to acquisition of subsidiary company, earlier was associate company	-	33
<b>Cash and cash equivalents at the beginning of the year</b>	<b>5,203</b>	<b>3,091</b>
<b>Cash and cash equivalents at the end of the year (see below)</b>	<b>5,837</b>	<b>5,203</b>
<b>Components of cash and cash equivalents:</b>		
Balances with banks		
- in current accounts	4,620	4,399
- in cash credit accounts	75	111
Deposits with original maturity of less than three months	705	500
Cheques, drafts on hand	72	5
Cash on hand	112	71
Credit cards receivable	253	118
	<b>5,837</b>	<b>5,203</b>

\*Represents dividend income of ₹ 0.35 lakh and ₹ 0.24 lakh

\*\*Represents income of ₹ 0.68 lakh and loss of ₹ 0.21 lakh





**Date : 26<sup>th</sup> May, 2023**

National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra,  
Mumbai - 400 051

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001

**Trading Symbol : KDDL**

**Scrip Code : 532054**

**Sub: Declaration pursuant to Regulation 33(3)(d) of the SEBI (LODR) Regulations, 2015**

Dear Sir / Madam,

Pursuant to provisions of regulation 33(3)(d) of SEBI (LODR) Regulations, 2015 we hereby declare that the Statutory Auditors of the Company S.R. Batliboi & Co. LLP, Chartered Accountants (FRN: 301003E/E300005) have issued Auditors' Reports with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and year ended 31<sup>st</sup> March, 2023.

Please take the above information on record.

Thanking you,

Yours truly

**For KDDL Limited**



**Sanjeev Kumar Masown**  
**Whole time Director cum Chief Financial Officer**  
**DIN: 03542390**