

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

Financial Statements
2023-24

INDEPENDENT AUDITOR'S REPORT

To The Members of Kalanikethan Fashions Limited (formerly known as Kalanikethan Fashions Private Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Kalanikethan Fashions Limited (formerly known as Kalanikethan Fashions Private Limited) ("the Company"), which comprise the Balance Sheet as at 31st March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the [Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS")/ and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors is 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 intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's 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 statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 financial controls 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not complying with the requirement of the audit trail as stated in (i)(vi).
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

- e) On the basis of the written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f) The modification relating to maintenance of accounts and other matters connected therewith is as stated in paragraph (b) above.
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
- in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except in respect of maintenance of master records wherein the accounting software did not have the audit trail feature enabled throughout the year.

Further, the audit trail facility has operated throughout the year for all relevant transactions recorded in the software except for master records.

Additionally, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of the accounting software for the period for which the audit trail feature was operating.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Varsha A. Fadte
Partner
(Membership No. 103999)
(UDIN: 24103999BKENDW1157)

Place: Mumbai
Date: 17th April 2024

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Kalanikethan Fashions Limited (formerly known as Kalanikethan Fashions Private Limited) ("the Company") as of 31st March 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2024, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Varsha A. Fadte
Partner
(Membership No. 103999)
(UDIN: 24103999BKENDW1157)

Place: Mumbai
Date: 17th April 2024

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
 - B. As the Company does not hold any intangible assets, reporting under clause (i)(a) B of the Order is not applicable.
- (b) Some of the Property, plant and equipment and right-of-use assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion provides for physical verification of all the property, plant and equipment and right-of-use assets at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable properties and hence reporting under clause (i)(c) of the Order is not applicable.
- (d) The Company has not revalued any of its property, plant and equipment including right of use assets during the year. The Company does not have any intangible assets.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company bought and sold inventories during the year in the normal course of business. The Company held such inventories for a short duration of time prior to their sales and hence, physical verification was not necessitated during such short duration of time. However, the Company did not have inventories as on the balance sheet date.
 - (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) a) The Company has made investments in units of Mutual Funds (other parties). The Company has not provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
 - b) The investments made during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

- (iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) of the Order is not applicable.

(vii) In respect of statutory dues:

- (a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance Income-tax and Professional Tax dues.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues in arrears as at 31st March 2024 for a period of more than six months from the date they became payable.

Sales tax, Service tax, duty of Excise, duty of Custom and Value Added Tax are not applicable to the Company. Hence the reporting under clause (vii)(a) of the Order, with respect to these statutory dues, is not applicable.

- (b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on 31st March 2024.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix)(a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- The Group does not have any Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.

- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report which is not mitigated indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company is not required to spend any amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act, 2013 or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of paragraph 3 of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Varsha A. Fadte
Partner
(Membership No. 103999)
(UDIN: 24103999BKENDW1157)

Place: Mumbai
Date: 17th April 2024

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)
Balance Sheet as at 31st March, 2024

Particulars	Note No.	₹ in lakhs	
		As at 31st March, 2024	As at 31st March, 2023
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	7,212.85	9,389.49
Financial Assets			
Other Financial Assets	2	698.69	902.54
Deferred Tax Assets (Net)	3	566.87	-
Other Non- Current Assets	4	540.64	411.44
Total Non-Current Assets		9,019.05	10,703.47
Current Assets			
Financial Assets			
Investments	5	417.23	1,502.37
Trade Receivables	6	2,937.91	1,401.63
Cash and Cash Equivalents	7	151.34	33.20
Other Financial Assets	8	164.97	350.56
Other Current Assets	9	231.93	121.93
Total Current Assets		3,903.38	3,409.69
Total Assets		12,922.43	14,113.16
Equity and Liabilities			
Equity			
Equity Share Capital	10	1,000.00	1,000.00
Other Equity	11	4,021.13	3,440.73
Total Equity		5,021.13	4,440.73
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Lease Liabilities		5,605.63	7,195.00
Total Non-Current Liabilities		5,605.63	7,195.00
Current Liabilities			
Financial Liabilities			
Lease Liabilities		1,313.17	1,539.30
Trade Payables			
i) total outstanding dues of micro enterprises and small enterprises; and		-	-
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	12	447.90	371.32
Other Financial Liabilities	13	81.98	81.98
Other Current Liabilities	14	452.33	484.77
Provisions	15	0.29	0.06
Total Current Liabilities		2,295.67	2,477.43
Total Liabilities		7,901.30	9,672.43
Total Equity and Liabilities		12,922.43	14,113.16

A - B

See accompanying notes to the financial statements **1 to 32**

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

As per our Report of even date

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Rajendra Kumar Vemuluri
Managing Director
DIN - 01607243

Varsha A. Fadte
Partner
Membership No. 103999

Rakesh Sharma
Director
DIN - 09416935

Akhilesh Prasad
Director
DIN - 01757265

Rajesh M. Ghevariya
Chief Financial Officer

Kaushal Pitre
Company Secretary

Date : 17th April, 2024

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)
Statement of Profit and Loss for the year ended 31st March, 2024

Particulars	Note No.	2023-24	₹ in lakhs 2022-23
Income			
Value of Sales		106.80	24,059.44
Income from Services		4,879.22	4,177.00
Value of Sales & Services (Revenue)		<u>4,986.02</u>	28,236.44
Less: GST Recovered		749.37	1,958.37
Revenue from Operations	16	4,236.65	26,278.07
Other Income	17	210.00	187.33
Total Income		<u>4,446.65</u>	26,465.40
Expenses			
Purchases of Stock-in-Trade		96.93	11,472.30
Changes in Inventories of Stock-in-Trade	18	-	9,241.30
Employee Benefits Expense	19	285.04	361.55
Finance Costs	20	631.05	881.93
Depreciation Expenses	1	1,874.02	2,276.72
Other Expenses	21	1,546.11	1,667.95
Total Expenses		<u>4,433.15</u>	25,901.75
Profit / (Loss) Before Tax		<u>13.50</u>	563.65
Tax Expenses:			
Current Tax	22	-	-
Deferred Tax	22	(566.87)	-
Tax (reversal) / expense of Earlier Years	22	-	(11.50)
Total Tax (Reversal) / Expense		<u>(566.87)</u>	(11.50)
Profit / (Loss) for the year		<u>580.37</u>	575.15
Other Comprehensive Income (OCI)			
(i) Items that will not be reclassified to Statement of Profit or Loss	17.1	0.03	4.12
(ii) Income tax relating to items that will not be reclassified to Statement of Profit or Loss		-	-
(iii) Items that will be reclassified to Statement of Profit or Loss		-	-
(iv) Income tax relating to items that will be reclassified to Statement of Profit or Loss		-	-
Total Other Comprehensive Income for the year (Net of Tax)		<u>0.03</u>	4.12
Total Comprehensive Income / (Loss) for the year		<u><u>580.40</u></u>	579.27
Earnings per Equity share of face value of ₹ 10 each			
Basic (in ₹)	23	5.80	5.75
Diluted (in ₹)	23	0.50	0.53
Material Accounting Policies	A - B		
See accompanying notes to the financial statements	1 to 32		

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

As per our Report of even date

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Rajendra Kumar Vemuluri
Managing Director
DIN - 01607243

Varsha A. Fadte
Partner
Membership No. 103999

Rakesh Sharma
Director
DIN - 09416935

Akhilesh Prasad
Director
DIN - 01757265

Rajesh M. Ghevariya
Chief Financial Officer

Kaushal Pitre
Company Secretary

Date : 17th April, 2024

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)
Statement of Changes in Equity for the year ended 31st March, 2024

A Equity Share Capital

₹ in lakhs

Balance as at 1st April, 2022	Changes during the year 2022-23	Balance as at 31st March, 2023	Changes during the year 2023-24	Balance as at 31st March, 2024
1,000.00	-	1,000.00	-	1,000.00

B Other Equity

₹ in lakhs

Particulars	Instrument classified as Equity		Reserves & Surplus	Other Comprehensive Income	Total
	Optionally Fully Convertible Debentures of ₹ 100 each	Optionally Fully Convertible Debentures of ₹ 10 each	Retained Earnings		
Balance as at 1st April, 2023	9,835.00	4,365.00	(10,811.83)	52.56	3,440.73
Add: Issued during the year	-	-	-	-	-
Add: Income for the Year	-	-	580.37	0.03	580.40
Balance as at 31st March, 2024	9,835.00	4,365.00	(10,231.46)	52.59	4,021.13
Balance as at 1st April, 2022	9,835.00	-	(11,386.98)	48.44	(1,503.54)
Add: Issued during the year	-	4,365.00	-	-	4,365.00
Add: (Loss) / Income for the Year	-	-	575.15	4.12	579.27
Balance as at 31st March, 2023	9,835.00	4,365.00	(10,811.83)	52.56	3,440.73

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

As per our Report of even date

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Rajendra Kumar Vemuluri
Managing Director
DIN - 01607243

Varsha A. Fadte
Partner
Membership No. 103999

Rakesh Sharma
Director
DIN - 09416935

Akhilesh Prasad
Director
DIN - 01757265

Rajesh M. Ghevariya
Chief Financial Officer

Kaushal Pitre
Company Secretary

Date : 17th April, 2024

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)
Cash Flow Statement for the year ended 31st March, 2024

	2023-24	₹ in lakhs 2022-23
A: CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before Tax as per Statement of Profit and Loss	13.50	563.65
<u>Adjusted for:</u>		
Loss / (Profit) on sale/ discarding of Property, Plant and Equipment (net)	(0.08)	8.33
Depreciation Expense	1,874.02	2,276.72
Interest Income	(19.38)	(1.17)
Net Gain on Financial Asset	(85.78)	(15.16)
Notional Gain on ROU Asset Disposal	(37.42)	(26.32)
Finance Costs	631.05	881.93
Subtotal	2,362.41	3,124.33
Operating Profit/(Loss) before Working Capital Changes	2,375.91	3,687.98
<u>Adjusted for:</u>		
Trade and Other Receivables	(1,256.85)	306.46
Inventories	-	9,241.30
Trade and Other Payables	44.38	(13,590.86)
Subtotal	(1,212.47)	(4,043.10)
Cash Generated from / (Used in) from Operations	1,163.44	(355.12)
Taxes Paid (Net)	(129.21)	(399.94)
Net Cash flow Generated from / (Used in) Operating Activities	1,034.23	(755.06)
B: CASHFLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment	(6.33)	(18.25)
Proceeds from disposal of Property, Plant and Equipment	3.48	-
Purchase of Financial Instruments	(2,881.85)	(4,719.77)
Proceeds from Sale of Financial Instruments	4,052.77	3,484.09
Interest Income	19.38	1.17
Net Cash Flow Generated from / (Used in) Investing Activities	1,187.45	(1,252.76)
C: CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Optionally Fully Convertible Debentures	-	4,365.00
Payment of Lease Liabilities	(2,103.54)	(2,401.62)
Interest Paid	-	(98.85)
Net Cash Flow (Used in) / Generated from Financing Activities	(2,103.54)	1,864.53
Net Decrease in Cash and Cash Equivalents	118.14	(143.29)
Opening Balance of Cash and Cash Equivalents	33.20	176.49
Closing Balance of Cash and Cash Equivalents (refer note 7)	151.34	33.20

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

As per our Report of even date

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Rajendra Kumar Vemuluri
Managing Director
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Chief Financial Officer

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Company Secretary

Date : 17th April, 2024

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

A. Company Overview

Kalanikethan Fashions Limited (formerly known as Kalanikethan Fashions Private Limited) (the 'Company') (CIN: U17299TG2005PLC048554) was incorporated on 23rd December, 2005 as a private limited company under the Companies Act, 1956 ('the Act'). On 12th August 2022, the Company was converted into a public limited company. The Company is engaged in providing Business Support Services for the apparel business. The Company also engages in distribution, marketing and retail trading of women apparels.

The Company's Immediate holding company is Reliance Retail Ventures Limited (RRVL) with 100% shareholding and Ultimate holding company is Reliance Industries Limited.

B. Statement of Compliance

The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013, read together with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and as amended by the Ministry of Company Affairs from time to time.

B.1 Going Concern

During the current year, the Company reported net profit after tax of ₹ 580.37 lakhs, net worth of ₹ 5,021.13 lakhs and net current assets of ₹ 1,607.71 lakhs. However, the company has accumulated losses of ₹ 10,231.46 lakhs as at 31st March 2024 and has reported a net cash inflow of ₹ 118.14 lakhs for the year ended 31st March, 2024.

Based on management plans and having consideration to the forecasts for the future periods, the management is confident of generating operating profits in the foreseeable future. Accordingly, these financial statements, do not include any adjustments, if any, relating to recoverability and classification of assets or / and liabilities that may be necessary if the Company was unable to continue as a going concern.

MATERIAL ACCOUNTING POLICIES

B.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair values:

- i) Certain financial assets and liabilities,
- ii) Defined benefit plans – plan assets and liabilities

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013, amended from time to time.

The Company's financial statements are presented in Indian Rupees (INR), which is also its functional currency and all values are rounded to the nearest lakhs (` 00,000) except when otherwise stated.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

B.3 Current/ non-current classification

All assets and liabilities are classified into current and non-current

An asset is classified as current when it satisfies any of the following criteria:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has ascertained 12 months as its operating cycle.

B.4 Inventories

Inventories are valued on a specific identification, at the lower of cost and net realisable value. Cost comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The comparison of cost and net realisable value of inventory is made on an item by item basis. Necessary adjustments/ provisions are made in respect of non-moving, slow moving and damaged items of inventory.

B.5 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Generally, control is transferred upon shipment /delivery of goods to the customer. Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding goods and services tax, shipping charges, cash on delivery charges and trade and quantity discounts. Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

Interest Income from a financial asset is recognised using effective interest rate method.

Rental income is recognised on the basis of contractual agreement entered with the respective parties.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

B.6 Property, plant and equipment and intangible assets

Property, Plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, and any cost directly attributable to bringing the assets to its working condition for its intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

Capital work-in-progress includes the cost of the property, plant and equipment that are not yet ready for their intended use at the Balance Sheet date.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet are shown as capital advances under other non-current assets.

Depreciation and amortisation

Depreciation is provided on the straight-line method over the useful lives of assets estimated by the Company. The Company estimates the useful lives for property, plant and equipment as follows:

Asset classification	Estimated useful life
Computer equipments	3 years
Office equipments	15 years
Furniture and fixtures	15 years
Vehicles	8 years

*Based on internal assessment and technical evaluation carried out, the management believes that the useful life as given above best represents the period over which management expects to use these assets. Hence, the useful lives of these assets are different from the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

Leasehold improvements are amortised over the primary period of the lease or the useful life of assets, whichever is shorter. Any subsequent additions to leasehold improvements are amortised over remaining period of the primary lease term or useful life of assets, whichever is shorter.

Depreciation is charged on a proportionate basis for all assets purchased/sold during the year.

Depreciation for the year is recognised in the Statement of Profit and Loss. Assets are eliminated from the financial statements on disposal or when no further benefit is expected from their use and disposal. Losses arising from retirement or gains or losses arising from disposal of property, plant and equipment which are carried at cost are recognised in the Statement of Profit and Loss.

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss. Intangible assets in the nature of licensed software are amortized over 3 years from the month of purchase. Software upgrades and enhancements, where no substantial additional functionality is added, are charged off to the Statement of Profit and Loss.

B.7 Foreign currency transactions and translations

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

B.8 Employee benefits

Short term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Post-employment benefits

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to a Government administered provident fund scheme which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined benefit plans

The Company's gratuity benefit scheme are defined benefit plans. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs are deducted. The calculation of the Company's obligation under the plan is performed annually by a qualified actuary using the projected unit credit method.

Remeasurement gains and losses arising from adjustments and changes in actuarial assumptions are recognised in the period in which they occur in Other Comprehensive Income.

The Company recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

Termination benefits

Termination benefits are recognised as an expense when, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

B.9 Income taxes

The tax expenses for the year comprises of current tax and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income, in which case, the tax is also recognised in Other Comprehensive Income.

i. Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the income tax authorities, based on tax rates and laws that are enacted at the Balance Sheet date.

ii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

B.10 Leases

As Lessor

Assets given by the Company under operating lease are included in property, plant and equipment. Lease income from operating leases is recognised in the Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern in which benefit derived from the leased asset is diminished. Costs, including depreciation, incurred in earning the lease income are recognised as expenses.

As Lessee

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

B.11 Earnings per share

Basic:

The number of equity shares used in computing basic earnings per share (EPS) is the weighted average number of shares outstanding during the year.

Diluted:

Diluted EPS amounts are calculated by dividing the profit / loss attributable to equity shareholders of the Company (after adjusting for interest on optionally fully convertible debentures, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

B.12 Impairment of non-financial assets

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

B.13 Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the period in which they are incurred.

B.14 Provisions and contingent liabilities

The Company recognises a provision when there is a present obligation (legal and constructive), as a result of an obligating event that probably will require an outflow of resources to settle the obligation, and in respect of which a reliable estimate can be made. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

A disclosure of a contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

B.15 Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

B.16 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit / loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and items of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

B.17 Financial instruments

i. Financial assets

A. Initial recognition and measurement

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

a) Financial assets measured at Amortised Cost (AC)

A financial asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise to cash flows on specified dates that represent solely payments of principal and interest on the principal amount outstanding.

b) Financial assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

c) Financial assets measured at Fair Value Through Profit or Loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

C. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

D. Recognition of Deferred Tax Assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

ii. Financial liabilities

A. Initial recognition and measurement

All financial liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii. Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the Balance Sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Kalanikethan Fashions Limited
(Formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

B.18 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

(A) Property, plant and equipment and intangible assets

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. Property, plant and equipment and intangible assets are depreciated and amortised over their estimated useful life, after taking into account estimated residual value. Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation and amortisation to be recorded during any reporting period. The useful life and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/amortisation for future periods is revised if there are significant changes from previous estimates

(B) Provisions

The timing of recognition and quantification of the liability (including litigations) requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

(C) Impairment of financial and non-financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

In case of non-financial assets, Company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2024

1 Property, Plant and Equipment

₹ in lakhs

Description	Gross block				Depreciation				Net block	
	As at 1st April, 2023	Additions/ Adjustments	Deductions/ Adjustments	As at 31st March, 2024	As at 1st April, 2023	For the year	Deductions/ Adjustments	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Property, Plant and Equipment										
Own Assets:										
Computer Equipments	43.18	6.33	-	49.51	29.49	6.39	-	35.88	13.63	13.69
Office Equipment	497.06	-	-	497.06	157.96	43.41	-	201.37	295.69	339.10
Furniture and Fixtures	1,925.47	-	0.12	1,925.35	579.84	170.27	0.01	750.10	1,175.25	1,345.63
Vehicles	399.47	-	12.09	387.38	155.69	52.96	8.80	199.85	187.53	243.78
Leasehold Improvements	836.17	-	-	836.17	836.17	-	-	836.17	-	-
Sub-Total (A)	3,701.35	6.33	12.21	3,695.47	1,759.15	273.03	8.81	2,023.37	1,672.10	1,942.20
Right-of-Use Assets										
Leasehold Land	11,623.76	-	378.90	11,244.86	4,176.47	1,600.99	73.35	5,704.11	5,540.75	7,447.29
Sub-Total (B)	11,623.76	-	378.90	11,244.86	4,176.47	1,600.99	73.35	5,704.11	5,540.75	7,447.29
Total (A + B)	15,325.11	6.33	391.11	14,940.33	5,935.62	1,874.02	82.16	7,727.48	7,212.85	9,389.49
Previous Year	16,394.77	655.20	1,724.86	15,325.11	5,174.08	2,276.72	1,515.18	5,935.62	9,389.49	11,220.69

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Notes to the Financial Statements for the year ended 31st March, 2024

₹ in lakhs

6 Trade Receivables (Unsecured and Considered Good)	As at	
	31st March, 2024	31st March, 2023
Trade receivables	2,937.91	1,401.63
Total	2,937.91	1,401.63

6.1 Trade Receivables ageing

₹ in lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment*					
		< 6 Months	6 months - 1 year	1-2 years	2-3 years	>3 years	Total
As at 31st March, 2024							
(i) Undisputed Trade receivables considered good	-	2,932.62	5.29	-	-	-	2,937.91
(ii) Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables credit impaired	-	-	-	-	-	-	-
Total	-	2,932.62	5.29	-	-	-	2,937.91

* Net of Provision

Particulars	Not Due	Outstanding for following periods from due date of payment *					
		< 6 Months	6 months - 1 year	1-2 years	2-3 years	>3 years	Total
As at 31st March, 2023							
(i) Undisputed Trade receivables considered good	1,401.63	-	-	-	-	-	1,401.63
(ii) Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables credit impaired	-	-	-	-	-	-	-
Total	1,401.63	-	-	-	-	-	1,401.63

* Net of Provision

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		₹ in lakhs	
		As at	As at
		31st March, 2024	31st March, 2023
7	Cash and Cash Equivalents		
	Balances with banks	151.34	33.20
	Cash and Cash Equivalents as per Balance Sheet	151.34	33.20
	Cash and Cash Equivalents as per Cash Flow Statement	151.34	33.20
		₹ in lakhs	
		As at	As at
		31st March, 2024	31st March, 2023
8	Other Financial Assets – Current <i>(Unsecured and Considered Good)</i>		
	Deposits	164.97	350.56
	Total	164.97	350.56
		₹ in lakhs	
		As at	As at
		31st March, 2024	31st March, 2023
9	Other Current Assets (Unsecured and Considered Good)		
	Balance with GST and State Authorities	228.96	109.53
	Others ⁽ⁱ⁾		
	- Considered good	2.97	12.40
	Total	231.93	121.93

⁽ⁱ⁾ Includes advances to vendors and employees and prepaid expenses

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10 Equity Share Capital	₹ in lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Authorised:		
1,00,00,000 Equity Shares of ₹10 each	1,000.00	1,000.00
Total	<u>1,000.00</u>	<u>1,000.00</u>
Issued, Subscribed and Fully Paid-Up:		
1,00,00,000 Equity Shares of ₹10 each	1,000.00	1,000.00
Total	<u>1,000.00</u>	<u>1,000.00</u>

10.1 Out of the above, 100% equity shares of ₹10 each fully paid-up are held by Reliance Retail Ventures Limited, the Holding Company along with its nominees.

10.2 The details of Shareholders holding more than 5% shares :

Name of the Shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% held	No. of Shares	% held
Reliance Retail Ventures Limited	1,00,00,000	100.00%	1,00,00,000	100.00%

10.3 Shareholding of Promoter

As at 31st March, 2024

S. No.	Class of Equity share	Promoter's name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% of change during the year
1	Fully paid-up equity shares of ₹10 each	Reliance Retail Ventures Limited	1,00,00,000	-	1,00,00,000	100.00%	-
Total			1,00,00,000	-	1,00,00,000		

As at 31st March, 2023

S. No.	Class of Equity share	Promoter's name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Fully paid-up equity shares of ₹10 each	Reliance Retail Ventures Limited	1,00,00,000	-	1,00,00,000	100.00%	-
Total			1,00,00,000	-	1,00,00,000		

10.4 The Reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31st March, 2024	As at 31st March, 2023
	No. of shares	No. of shares
Equity Shares outstanding at the beginning of the year	1,00,00,000	1,00,00,000
Add: Equity Shares issued during the year	-	-
Equity Shares outstanding at the end of the year	<u>1,00,00,000</u>	<u>1,00,00,000</u>

10.5 Rights, preferences and restrictions attached to Shares:

The Company has only one class of equity shares having face value of ₹10 each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

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	₹ in lakhs	
	As at	As at
	31st March, 2024	31st March, 2023
11 Other Equity		
Instruments Classified as Equity		
Optionally Fully Convertible Debentures of ₹100 each - Opening Balance	9,835.00	9,835.00
Add: Issued during the year	-	-
	<u>9,835.00</u>	<u>9,835.00</u>
Instruments Classified as Equity		
Optionally Fully Convertible Debentures of ₹10 each - Opening Balance	4,365.00	-
Add: Issued during the year	-	4,365.00
	<u>4,365.00</u>	<u>4,365.00</u>
Total Instruments Classified as Equity	<u>14,200.00</u>	<u>14,200.00</u>
Retained Earnings		
As per last Balance Sheet	(10,811.83)	(11,386.98)
Add: Profit / (Loss) for the year	580.37	575.15
	<u>(10,231.46)</u>	<u>(10,811.83)</u>
Other Comprehensive Income		
As per last Balance Sheet	52.56	48.44
Add: Movement in OCI (Net) during the year	0.03	4.12
	<u>52.59</u>	<u>52.56</u>
Total	<u>4,021.13</u>	<u>3,440.73</u>

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11.1 Details of Optionally Fully Convertible Debentures of ₹ 100 each (herein referred to as "OFCD")

Name of the Debenture Holder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Debentures	% Held	No. of Debentures	% Held
Reliance Retail Ventures Limited (Holding Company)	98,35,000	100.00%	98,35,000	100.00%

11.2 Details of Optionally Fully Convertible Debentures of ₹ 10 each (herein referred to as "OFCD")

Name of the Debenture Holder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Debentures	% Held	No. of Debentures	% Held
Reliance Retail Ventures Limited (Holding Company)	4,36,50,000	100.00%	4,36,50,000	100.00%

Terms of Optionally Fully Convertible Debentures (OFCD)

Both the Company and OFCD holder have an option of early conversion at any time after allotment of the OFCDs by giving one-month notice.

Both the Company and the OFCD holder shall have an option to convert:

1. Each OFCD of ₹ 100 each into 10 equity shares of ₹ 10 each, and
2. Each OFCD of ₹ 10 each into 0.18778 equity shares of ₹ 10 each.

The Equity Shares arising out of conversion of the OFCDs will rank pari-passu in all respects with the then outstanding Equity Shares of the Company on the date of such conversion, except for dividend, which if declared, shall be paid on pro-rata basis from the date of allotment of such Equity Shares.

Variation in Terms of Optionally Fully Convertible Debentures

The OFCDs will not carry any interest rate. Further, OFCD's will not be listed on any stock exchange in India and the OFCDs being unsecured, no security shall be created against them.

Rights, Preferences and Restrictions attached to Optionally Fully Convertible Debentures

The Company has two class of Debentures i.e. OFCD of ₹ 100/- each and ₹ 10/- each.

The OFCDs shall be transferrable, subject to the provisions of the Act, the Memorandum and Articles of Association of the Company and any other statutory provisions, rules, directions as may be applicable to the Company, transferor and transferee concerned, by a separate instrument of transfer.

Members in the Company will be allowed to apply for additional subscriptions to OFCDs over and above their rights entitlement.

Redemption of Optionally Fully Convertible Debentures

The tenure for each OFCD is 10 (ten) years from the date of its allotment. OFCDs may be redeemed at any time earlier than 10 (ten) years (at any time after expiry of 30 days from the date of allotment of the OFCDs) at the option of the Company.

11.3 The reconciliation of the number of Optionally Fully Convertible Debentures (OFCD) outstanding is set out below :

	As at 31st March, 2024	As at 31st March, 2023
	No. of Debentures	No. of Debentures
OFCD at the beginning of the year	5,34,85,000	98,35,000
Add: Issued during the year	-	4,36,50,000
OFCD Outstanding at the end of year	5,34,85,000	5,34,85,000

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	As at 31st March, 2024	₹ in lakhs As at 31st March, 2023
12 Trade payables		
i) total outstanding dues of micro enterprises and small enterprises (MSME)	-	-
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	447.90	371.32
Total	447.90	371.32

12.1 Trade Payables Ageing

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	> 3 years	
As at 31st March, 2024:						
(i) MSME	-	-	-	-	-	-
(ii) Others	314.36	133.54	-	-	-	447.90
(iii) Disputed Dues -MSME	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total	314.36	133.54	-	-	-	447.90

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	> 3 years	
As at 31st March, 2023:						
(i) MSME	-	-	-	-	-	-
(ii) Others	371.32	-	-	-	-	371.32
(iii) Disputed Dues -MSME	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total	371.32	-	-	-	-	371.32

Kalanikethan Fashions Limited**(formerly known as Kalanikethan Fashions Private Limited)****Notes to the Financial Statements for the year ended 31st March, 2024**

13 Other Financial Liabilities-Current	₹ in lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Others ⁽ⁱ⁾	81.98	81.98
Total	81.98	81.98

⁽ⁱ⁾ Includes security deposits received

14 Other Current Liabilities	₹ in lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Advance from customers	-	-
Statutory dues	452.33	409.77
Due to employees	-	75.00
Total	452.33	484.77

15 Provisions - Current	₹ in lakhs	
	As at 31st March, 2024	As at 31st March, 2023
Provision for employee benefits (Refer Note 19.1) ⁽ⁱ⁾	0.29	0.06
Total	0.29	0.06

⁽ⁱ⁾ Provision for employee benefits comprises provision for gratuity.

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	₹ in lakhs	
	2023-24	2022-23
19 Employee Benefits Expense		
Salaries and Wages	284.78	345.38
Contribution to Provident and Other Funds	0.26	1.74
Staff Welfare Expenses	-	14.43
Total	285.04	361.55

19.1 As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined are given below :

Defined Contribution Plan		₹ in lakhs
Contribution to defined contribution plan, recognised as expenses for the year is as under:		
Particulars	2023-24	2022-23
Employer's Contribution to Provident Fund	-	0.46

Defined Benefit Plans

I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation		₹ in lakhs
Gratuity (unfunded)		
Particulars	2023-24	2022-23
Defined Benefit Obligation at beginning of the year	0.06	2.90
Current Service Cost	0.26	0.06
Interest Cost	0.00	1.22
Actuarial (Gain)/ Loss	(0.03)	(4.12)
Benefits Paid	-	-
Defined Benefit Obligation at year end	0.29	0.06

II. Reconciliation of Fair Value of Assets and Obligations		₹ in lakhs
Gratuity (unfunded)		
Particulars	As at 31st March, 2024	As at 31st March, 2023
Fair Value of Plan Assets	-	-
Present Value of Obligation	0.29	0.06
Amount recognised in Balance Sheet (Deficit)	(0.29)	(0.06)

III. Expenses recognised during the year		₹ in lakhs
Gratuity (unfunded)		
Particulars	2023-24	2022-23
In Income Statement		
Current Service Cost	0.26	0.06
Interest Cost	0.00	1.22
Net Cost	0.26	1.28
In Other Comprehensive income		
Actuarial (Gain)/ Loss	(0.03)	(4.12)
Net (Income)/ Expense for the year Recognised in OCI	(0.03)	(4.12)

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IV. Actuarial Assumptions

Particulars	Gratuity (unfunded)	
	As at 31st March, 2024	As at 31st March, 2023
Mortality Table (IALM)	2012-14 (Ultimate)	2012-14 (Ultimate)
Discount Rate (per annum)	7.23%	7.60%
Rate of Escalation in Salary (per annum)	6.00%	6.00%
Rate of employee turnover (per annum)	7.00%	2.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by actuary.

V. The expected contributions for Defined Benefit Plan for the next financial year will be Nil since scheme is managed on unfunded basis.

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk: A decrease in the bond interest rate will increase the plan liability.

Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

VI. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	As at	As at	As at	As at
	31st March, 2024	31st March, 2024	31st March, 2023	31st March, 2023
	Decrease	Increase	Decrease	Increase
change in rate of discounting (delta effect +/- 0.5%)	0.01	(0.01)	0.00	(0.00)
change in rate of salary increase (delta effect +/- 0.5%)	(0.01)	0.01	(0.00)	0.00
change in rate of employee turnover (delta effect +/- 0.5%)	0.00	(0.00)	0.00	(0.00)

Kalanikethan Fashions Limited**(formerly known as Kalanikethan Fashions Private Limited)****Notes to the Financial Statements for the year ended 31st March, 2024**

	₹ in lakhs	
	2023-24	2022-23
20 Finance Costs		
Interest on borrowings	-	98.85
Interest on lease liabilities	631.05	783.08
Total	631.05	881.93

	₹ in lakhs	
	2023-24	2022-23
21 Other Expenses		
Selling and Distribution Expenses		
Sales Promotion and Advertisement Expenses	10.10	34.80
Brokerage, Royalty and Commission	-	28.43
	10.10	63.23
Establishment Expenses		
Stores and Packing Materials	0.50	83.49
Repairs and Maintenance	37.40	178.20
Rent including Lease Rentals	154.25	237.58
Insurance	3.58	-
Rates and Taxes	78.15	42.50
Travelling and Conveyance Expenses	9.40	20.48
Payment to Auditors	12.00	11.00
Professional Fees	741.61	171.19
Loss on Sale/ Discarding of property plant and equipment	1.18	8.33
Electricity Expenses	422.56	529.62
Provision for doubtful debts	15.09	259.92
General Expenses	60.29	62.41
	1,536.01	1,604.72
Total	1,546.11	1,667.95

	₹ in lakhs	
	2023-24	2022-23
21.1 Payment to Auditors as:		
(a) Statutory Audit Fees	12.00	11.00
(b) Out of Pocket Expenses	0.18	-
	12.18	11.00

Kalanikethan Fashions Limited**(formerly known as Kalanikethan Fashions Private Limited)****Notes to the Financial Statements for the year ended 31st March, 2024**

₹ in lakhs

22 Taxation	2023-24	2022-23
Income Tax recognised in the Statement of Profit or Loss		
Current Tax	-	-
Deferred Tax	(566.87)	-
Tax expense of Earlier Years	-	(11.50)
Total Income Tax (Reversal) / Expense	(566.87)	(11.50)

The Income Tax expenses for the year can be reconciled to the accounting profit as follows:

Particulars	2023-24	2022-23
Profit / (Loss) before Tax	13.50	563.65
Applicable Tax Rate	25.17%	25.17%
Computed Tax Expense	3.40	141.87
Tax Effect of :		
Carry forward losses utilised	35.44	(250.82)
Expenses disallowed	634.38	794.26
Additional Allowances for Capital Gains	(21.17)	(0.64)
Others	(652.05)	(684.67)
Current Tax Provision (A)	-	-
Incremental Deferred Tax Liability on account of Property Plant and Equipments	(566.80)	-
Incremental Deferred Tax Liability on account of Financial Assets and Other items	(0.07)	-
Deferred Tax Provision (B)	(566.87)	-
Tax Expenses recognised in Statement of Profit and Loss (A+B)	(566.87)	-
Effective Tax Rate	0.00%	0.00%

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23 Earnings Per Share (EPS)	2023-24	2022-23
Face Value per Equity Share (₹)	10.00	10.00
Basic Earnings per Share (₹)	5.80	5.75
Net Profit / (Loss) as per Statement of Profit and Loss (₹ in lakhs)	580.37	575.15
Weighted average number of equity shares used as denominator for calculating EPS	1,00,00,000	1,00,00,000
Diluted Earnings per Share (₹)	0.50	0.53
Net Profit / (Loss) as per Statement of Profit and Loss (₹ in lakhs)	580.37	575.15
Weighted average number of equity shares used as denominator for calculating EPS	11,65,46,597	10,84,17,369
Reconciliation of weighted average number of shares outstanding		
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	1,00,00,000	1,00,00,000
Total Weighted Average Potential Equity Shares	10,65,46,597	9,84,17,369
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	11,65,46,597	10,84,17,369

Kalanikethan Fashions Limited**(formerly known as Kalanikethan Fashions Private Limited)****Notes to the Financial Statements for the year ended 31st March, 2024****24 Commitments and Contingent Liabilities**

	As at	₹ in lakhs
	31st March, 2024	As at 31st March, 2023
(I) Commitments	Nil	Nil
(II) Contingent Liabilities		
(A) Claim against the Company / Disputed Liabilities not acknowledged as Debts*	Nil	Nil

25 Capital Management

The Company adheres to a disciplined Capital Management framework, the pillars of which are as follows:

- Maintain diversity of sources of financing and spreading the maturity across tenure buckets in order to minimise liquidity risk.
- Manage financial market risks arising from foreign exchange and interest rates, and minimise the impact of market volatility on earnings.
- Leverage optimally in order to maximise shareholder returns while maintaining strength and flexibility of Balance Sheet. This framework is adjusted based on underlying macroeconomic factors affecting business environment, financial market conditions and interest rates environment.

The Net gearing ratio at the end of the reporting year was as follows:

	As at	₹ in lakhs
	31st March, 2024	As at 31st March, 2023
Gross Debt	-	-
Cash and Marketable Securities*	568.57	1,535.57
Net Debt (A)	(568.57)	(1,535.57)
Total Equity (As per Balance Sheet) (B)	5,021.13	4,440.73
Net Gearing (A/B)	(0.11)	(0.35)

*Cash and Marketable Securities include Cash and Cash Equivalents of ₹151.34 lakhs (Previous Year ₹33.20 lakhs), Current Investments of ₹417.23 lakhs (Previous Year ₹1,502.37 lakhs).

Kalanikethan Fashions Limited**(formerly known as Kalanikethan Fashions Private Limited)****Notes to the Financial Statements for the year ended 31st March, 2024****26 Financial Instruments****Valuation Methodology**

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

- The fair value of investment in unquoted Mutual Funds is measured at quoted price or NAV.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

Fair value measurement hierarchy:

₹ in lakhs

Particulars	As at 31st March, 2024				As at 31st March, 2023			
	Carrying Amount	Level of input used in			Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Trade Receivables	2,937.91	-	-	-	1,401.63	-	-	-
Cash and Cash Equivalents	151.34	-	-	-	33.20	-	-	-
Other Financial Assets	863.66	-	-	-	1,253.10	-	-	-
At FVTPL								
Investments	417.23	417.23	-	-	1,502.37	1,502.37	-	-
Financial Liabilities								
At Amortised Cost								
Trade Payables	447.90	-	-	-	371.32	-	-	-
Lease Liabilities	6,918.80	-	-	-	8,734.30	-	-	-
Other Financial Liabilities	81.98	-	-	-	81.98	-	-	-

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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Notes to the Financial Statements for the year ended 31st March, 2024

Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The Company has insignificant exposure to foreign currency transactions and the corresponding foreign currency risk is negligible.

Interest Rate risk

i Liabilities

The Company's borrowings are carried at amortised cost and are fixed rate borrowings. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

ii Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of change in market interest rates.

Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the Company. Credit risk arises from Company's activities in investments and receivables from customers. The Company ensure that sales of products are made to customers with appropriate creditworthiness. Investment and other market exposures are managed against counterparty exposure limits. Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify and respond to cases of credit deterioration.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk across the Company is actively managed through Letters of Credit, Bank Guarantees, Parent Group Guarantees, advance payments and factoring & forfaiting without recourse to the Company. The Company restricts its fixed income investments in liquid securities carrying high credit rating.

Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The Company maintains sufficient marketable securities and committed credit facilities. The Company uses range of products to ensure efficient funding from across well-diversified markets. Treasury monitors rolling forecasts of the Company's cash flow position and ensures that the Company is able to meet its financial obligation at all times including contingencies.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses and arranges to either fund the net deficit or invest the net surplus in a range of short-dated, secure and liquid instruments including short-term bank deposits and similar instruments. The portfolio of these investments is diversified to avoid concentration risk in any one instrument or counterparty.

Kalanikethan Fashions Limited
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₹ in lakhs

Maturity Profile as at 31st March, 2024

Liquidity Risks*	Below 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Lease Liabilities	458.02	458.02	916.05	2,966.83	1,992.01	2,146.90	8,937.83

₹ in lakhs

Maturity Profile as at 31st March, 2023

Liquidity Risks*	Below 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Lease Liabilities	545.59	551.59	1,097.18	3,586.77	2,484.53	3,232.81	11,498.47

* Does not include Trade Payable amounting to ₹ 447.90 lakhs (Previous Year ₹ 371.32 lakhs)

Kalanikethan Fashions Limited
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Notes to the Financial Statements for the year ended 31st March, 2024

27 Related Party Disclosures :

(i) List of related parties with whom transactions have taken place and relationship

S.No	Name of the Related Party	Relationship
Parties where control exists		
1	Reliance Industries Limited	} Ultimate Holding Company
2	Reliance Retail Ventures Limited	} Holding Company
3	Reliance Retail Limited	} Fellow Subsidiary
4	Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	} Fellow Subsidiary
5	VRK Retail India Private Limited	} Significant Influence of KMP
6	Nowfloats Technologies Limited	} Fellow Subsidiary
7	Bismi Connect Limited (formerly known as Bismi Connect Private Limited)	} Fellow Subsidiary
8	Bismi Hypermart Limited (formerly known as Bismi Hypermart Private Limited)	Fellow Subsidiary
Key Management Personnel (KMP)		
1	Rajendra Kumar Vemuluri	} Managing Director
2	Rajesh M. Ghevariya	} Chief Financial Officer
3	Sonal Lakhmani (Resigned w.e.f 03-07-2023)	} Company Secretary
4	Kaushal Nandakumar Pitre (Appointed w.e.f 17-07-2023)	} Company Secretary

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Notes to the Financial Statements for the year ended 31st March, 2024

(ii) Disclosure in respect of related party transactions during the year:

₹ in lakhs

S. No.	Particulars	Relationship	2023-24	2022-23
1	Issuance of Optionally Fully Convertible Reliance Retail Ventures Limited	Holding Company	-	4,365.00
2	Inter Corporate Deposit Received Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	-	3,500.00
3	Inter Corporate Deposit Repaid Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	-	3,500.00
4	Revenue from Operations Reliance Retail Limited	Fellow Subsidiary	101.71	14,595.71
	Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	-	4,718.32
5	Sale of Services Reliance Retail Limited	Fellow Subsidiary	4,134.93	3,539.82
	Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	0.26	-
	Nowfloats Technologies Limited	Fellow Subsidiary	0.68	-
6	Purchase of Services Reliance Retail Limited	Fellow Subsidiary	5.00	4.00
	Bismi Hypermart Limited (formerly known as Bismi Hypermart Private Limited)	Fellow Subsidiary	0.12	-
7	Purchase of Stock in Trade Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	96.93	-
8	Payment to Key Managerial Personnel Rajendra Kumar Vemuluri	KMP	357.69	221.69
9	Finance Cost Kalanikethan Silks Limited (formerly known as Kalanikethan Silks Private Limited)	Fellow Subsidiary	-	99.45
10	Advances Recovered Bismi Connect Limited (formerly known as Bismi Connect Private Limited)	Fellow Subsidiary	145.00	-
	Bismi Hypermart Limited (formerly known as Bismi Hypermart Private Limited)	Fellow Subsidiary	145.00	-

(iii) Balance outstanding as at the year end:

	Relationship	As at 31st March, 2024	As at 31st March, 2023
1	Optionally Fully Convertible Debentures Reliance Retail Ventures Limited	14,200.00	14,200.00
2	Trade Receivables Reliance Retail Limited	2,937.91	1,401.63
27.1	Compensation of Key Managerial Personnel	2023-24	2022-23
	Short Term Benefits	KMP	282.69
			296.69

₹ in lakhs

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Notes to the Financial Statements for the year ended 31st March, 2024

28 Segment Information

The Company has one operating and reportable segment i.e. distribution, marketing and retail trading of women apparels. The chief operating decision maker reviews information presented in the financial statements for purposes of allocating revenue and evaluating financial performance. Hence, there are no additional disclosures required, other than those already provided in the financial statements.

		₹ in lakhs, except for ratios	
		2023-24	2022-23
29 Ratios			
i	Current Ratio	1.70	1.38
ii	Debt Service Coverage ratio	1.20	1.49
iii	Inventory Turnover Ratio	-	4.48
iv	Trade Payable Turnover Ratio	4.01	1.82
v	Net Profit / (Loss) Ratio	13.70%	2.19%
vi	Return on Investment	16.40%	16.40%
vii	Debt-Equity Ratio	-	-
viii	Trade Receivable Turnover Ratio	1.95	26.78
ix	Net Capital Turnover Ratio	3.34	(16.36)
x	Return on Capital Employed	12.80%	132.03%
xi	Return on Equity	12.27%	29.22%

Note		2023-24	2022-23
i	Current Assets (A)	3,903.38	3,409.69
	Current Liabilities (B)	2,295.67	2,477.43
	Current Ratio (A/B)	1.70	1.38
	Reason: Current Liabilities reduced as the company paid its creditors during the year and Current Assets increased due to increase in Trade Receivable. These all impacted in better Current Ratio.		
ii	Earnings before Interest, Depreciation, and Tax (EBITDA) (C)	2,518.56	3,722.30
	Interest Expense (D)	-	98.85
	Principal Repayments made during the period for long term loans and lease payments (E)	2,103.54	2,401.62
	Debt Service Coverage Ratio (C/(D+E))	1.20	1.49
	Reason: In current year, company's EBITDA has decreased and the Interest expense is Nil as the company does not have any external borrowings. The Principal Repayments only included the Lease payments. These all impacted in better Debt Service Coverage Ratio.		
iii	Cost of Goods Sold (COGS) (Purchases of Stock-in-Trade + Changes in Inventories of Stock-in-Trade) (F)	96.93	20,713.61
	Average Inventories of Stock-in-Trade (G)	-	4,620.65
	Inventory Turnover Ratio (F/G)	-	4.48
	Reason: In current year, the company sold all its inventory resulting in increased COGS. Further, since there is no closing inventory, the average Stock-in-Trade has reduced. These all impacted the Inventory Turnover Ratio.		
iv	Purchases of Stock-in-Trade + Other Expenses (H)	1,643.04	13,140.25
	Average Trade Payables (I)	409.61	7,235.34
	Trade Payable Turnover Ratio (H/I)	4.01	1.82
	Reason: In current year, purchases of Stock-in-Trade and Other Expenses have reduced drastically compared to previous year. Further, average Trade Payables have also reduced as the company has cleared payments to all its trade creditors in the current year. These all impacted in better Trade Payable Turnover Ratio.		
v	Profit / Loss After Tax (J)	580.37	575.15
	Revenue from Operations (K)	4,236.65	26,278.07
	Net Profit / (Loss) Ratio (J/K)	13.70%	2.19%
	Reason: In current year, the company has performed better with profit after tax being positive. Further, the revenue of the company has decreased as it started providing Business Support Services in the current year. These all impacted in better Net Profit / (Loss) Ratio.		
vi	Other Income (Excluding Dividend, Notional Gain on ROU Termination and lease concessions) (L)	172.59	161.01
	Average Cash, Cash Equivalents & Other Marketable Securities (M)	1,052.07	981.79
	Return on Investment (L/M)	16.40%	16.40%
	Reason: Average investment has increased in current year as the company had surplus funds which was invested in Other Marketable Securities.		

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Notes to the Financial Statements for the year ended 31st March, 2024

vii	Total Debt (N)	-	-
	Total Equity (O)	5,021.13	4,440.73
	Debt-Equity Ratio (N/O)	-	-
	Reason: As the company does not have any external debt, the Debt-Equity Ratio cannot be computed.		
viii	Revenue from Operations (P)	4,236.65	26,278.07
	Average Trade Receivables (Q)	2,169.77	981.22
	Trade Receivables Turnover Ratio (P/Q)	1.95	26.78
	Reason: In current year, Revenue from Operation has decreased as the company is only providing Business Support Services. Further, Average Trade Receivables has increased resulting in decrease in Trade Receivables Turnover Ratio.		
ix	Revenue from Operations (R)	4,236.65	26,278.07
	Average Working Capital (S)	1,269.99	(1,605.78)
	Net Capital Turnover Ratio (R/S)	3.34	(16.36)
	Reason: In current year, Revenue from Operation has decreased as the company is only providing Business Support Services. Further, Average working capital increased in current year. Thus, increasing the Net Capital Turnover Ratio.		
x	Net Profit After Tax + Deferred Tax + Finance Cost (-) Other Income (T)	434.54	1,269.74
	Average capital employed (U)	3,395.43	961.74
	Return on Capital Employed (T/U)	12.80%	132.03%
	Reason: In current year, the company has positive profits as well as positive average capital employed due to issue of OFCD classified as equity. These all impacted the Return on Capital Employed.		
xi	Profit After Tax (Attributable to Owners) (V)	580.37	575.15
	Average Net Worth (W)	4,730.93	1,968.59
	Return on Equity (V/W)	12.27%	29.22%
	Reason: In current year, the company has made profits and also its average network has improved as compared to last year. Network improved due to issue of OFCD classified as equity. So, considering increase in the average network, Return on Equity has decreased as compared to last year.		

29.1 Formulae for computation of ratios are as under :

Sr. No.	Particulars	Formula
1	Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt Service Coverage Ratio	$\frac{\text{Earnings before Interest, Depreciation and Tax}}{\text{Interest Expense + Principal Repayments made during the period for long term loans and lease}}$
3	Inventory Turnover Ratio	$\frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Stock-in-Trade}}$
4	Trade Payables Turnover Ratio	$\frac{\text{Purchases of Stock in Trade + Other Expenses}}{\text{Average Trade Payables}}$
5	Net Profit/(Loss) Ratio %	$\frac{\text{Profit/(Loss) After Tax}}{\text{Revenue from Operations}}$
6	Return on Investment	$\frac{\text{Other Income (Excluding Dividend, Notional Gain on ROU Termination \& Lease Concessions)}}{\text{Average Cash, Cash Equivalents \& Other Marketable Securities}}$
7	Debt-Equity Ratio	$\frac{\text{Total Debt}}{\text{Total Equity}}$
8	Trade Receivables Turnover Ratio	$\frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
9	Net Capital Turnover Ratio	$\frac{\text{Revenue from Operations}}{\text{Average Working Capital}}$
10	Return on Capital Employed	$\frac{\text{Net Profit After Tax + Deferred Tax + Finance Cost (-) Other Income}}{\text{Average Capital Employed}}$
11	Return on Equity	$\frac{\text{Profit / (Loss) After Tax}}{\text{Average Net Worth}}$

Kalanikethan Fashions Limited
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Notes to the Financial Statements for the year ended 31st March, 2024

30 MCA notification dated 24th March, 2021 for amendments to Schedule III disclosures and other statutory information:

- (i) Title deeds of Immovable Property not held in name of the Company - Not applicable as there are no immovable properties other than lease hold properties.
- (ii) Details of Benami Property and its proceedings- Not applicable as there are no proceedings which have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- (iii) Wilful Defaulter - The Company has no loans from Banks or Financial Institutions and hence the Company has not been classified as a wilful defaulter.
- (iv) Relationship with Struck off Companies - As per section 248 of the Companies Act, 2013, there are no balances outstanding with struck off companies.
- (v) Compliance with number of layers of companies - Not Applicable as the Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (vi) Compliance with approved Scheme(s) of Arrangements - Not Applicable as the Company has no Scheme of Arrangements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- (vii) Details of Crypto Currency or Virtual Currency - Not Applicable as the Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (viii) There were no whistle blower complaints received by the Company during the year.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
- (x) The Company does not have any intangible assets under development and capital work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan.
- (xi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (b) Provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (xii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) Provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 31** The figures of the corresponding year has been regrouped/reclassified wherever necessary, to make them comparable.
- 32** These financial statements were adopted by the Board of Directors in their meeting held on 17th April, 2024

Kalanikethan Fashions Limited
(formerly known as Kalanikethan Fashions Private Limited)

As per our Report of even date

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Rajendra Kumar Vemuluri
Managing Director
DIN - 01607243

Varsha A. Fadte
Partner
Membership No. 103999

Rakesh Sharma
Director
DIN - 09416935

Akhilesh Prasad
Director
DIN - 01757265

Rajesh M. Ghevariya
Chief Financial Officer

Kaushal Pitre
Company Secretary

Date : 17th April, 2024