

SRI KPR INDUSTRIES LIMITED



35th Annual Report
2022-23

CORPORATE INFORMATION

BOARD OF DIRECTORS	
Mr. Jagadeeshwar Reddy Podduturi	Chairman (Independent Director)
Mr. Kishan Reddy Nalla	Managing Director
Mr. Srinath Reddy Nalla	Whole Time Director
Mr. Bhoopal Reddy Aleti	Whole Time Director
Mr. Raja Reddy Gaddam	Whole Time Director
Mr. Naveena Thammishetty Chandra	Independent Director
Mrs. Indani Venkata Lakshmi	Independent Director
Mr. Vineel Reddy Nalla	Director
Ms. Vinitha Nalla	Woman Director
Mr. Nandu Siddha Reddy	Chief Financial Officer

COMMITTEES	
AUDIT COMMITTEE	
Mr. Jagadeeshwar Reddy Podduturi	Chairman
Mr. Naveena Thammishetty Chandra	Member
Mr. Vineel Reddy Nalla	Member
NOMINATION AND REMUNERATION COMMITTEE	
Mr. Naveena Thammishetty Chandra	Chairman
Mr. Jagadeeshwar Reddy Podduturi	Member
Mr. Vineel Reddy Nalla	Member
STAKEHOLDERS RELATIONSHIP COMMITTEE	
Mrs. Indani Venkata Lakshmi	Chairperson
Mr. Srinath Reddy Nalla	Member
Mr. Vineel Reddy Nalla	Member

AUDITORS	
<u>STATUTORY AUDITORS</u>	<u>INTERNAL AUDITORS</u>
M/s. A.M. Reddy & D.R. Reddy Chartered Accountants Hyderabad	M/s. S.V Reddy & Associates. Chartered Accountants Hyderabad

COMPANY BANKERS

State Bank of India, SME Branch, Saifabad, Hyderabad

REGISTERED OFFICE

Vth Floor, V K Towers, Sardar Patel Road, Secunderabad, Telangana - 500003

Tel: 040-27847121

E-Mail Id: bwpl9@yahoo.com;

Website: <http://www.kprindustries.in>

PLANT LOCATION

Sy No. 12, Gundlapochampally, Medchal, R.R. Dist.

REGISTRAR & SHARE TRANSFER AGENT

KFin Technologies Private Limited

Selenium, Tower B, Plot No - 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad,
Rangareddi - 500032, Telangana

Tel: 1800-309-4001

Email Id: einward.ris@kfintech.com

Website: www.kfintech.com

SRI KPR INDUSTRIES LIMITED
5th Floor, V K Towers, Sardar Patel Road, Secunderabad-500 003
Tel: +91 40 27847121,
E-mail: bwpl9@yahoo.com; Website: www.kprindustries.in
CIN: L20200TG1988PLC009157

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 35th Annual General Meeting (AGM) of **SRI KPR INDUSTRIES LIMITED** ("the Company") will be held on, Saturday the, 30th day of September, 2023 at 12:00 Noon. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses: -

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board and Auditors thereon.

2. To appoint Mr. Raja Reddy Gaddam , who retires by rotation and being eligible, offers himself for re-appointment and to pass with or without modification(s) the following as an **Ordinary Resolution**.

"RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed there under (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for appointment of Mr. Raja Reddy Gaddam , Director, to the extent that he is required to retire by rotation and continuation as Director of the Company."

3. To consider appointment of Mr. Srinath Reddy Nalla, who retires by rotation and being eligible, offers himself for re-appointment and to pass with or without modification(s) the following as an **Ordinary Resolution**.

"RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with rules framed there under (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for re-appointment of Mr. Srinath Reddy Nalla, Director to the extent that he is required to retire by rotation and continuation as Whole Time Director of the Company."

SPECIAL BUSINESS:

4. To consider and approve the re-appointment of Mr. Bhoopal Reddy Aleti, (DIN: 00043263), as whole-time director and to pass with or without modification(s) the following as an **Ordinary Resolution**:

RESOLVED THAT in supersession to the earlier resolution passed and in accordance with the provisions of Sections pursuant to Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), consent of the members be and is hereby accorded for re-appointment of Mr. Bhoopal Reddy Aleti as Whole-time Director of the Company for a period of 5 (Five) years for a remuneration not exceeding Rs. 24 Lakhs per annum for a period of 3 years, w.e.f. October 1, 2023, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/ or remuneration as it

may deem fit subject to aforesaid limits.”

**By Order of the Board of Directors
For Sri KPR Industries Limited**

**Sd/-
Kishan Reddy Nalla
Managing Director
DIN: 00038966**

**Place: Secunderabad
Date: 04.09.2023**

NOTES:

1. In view of the current extraordinary circumstances due to the pandemic caused by COVID-19 prevailing in the country, social distancing norm to be followed, a General Circular No. 20/2020 was issued by Ministry of Corporate Affairs dated May 05, 2020, April 8, 2020, April 13, 2020 and January 13, 2021, May 05, 2022 and general circular no. 10/2022 dated December 28, 2022 ("MCA Circular") stating that the Companies be allowed to conduct the AGM through VC or OAVM for the calendar year 2022-23. In terms of the said Circular(s), the AGM of the Members be held through VC or OAVM which does not require physical presence of members at a common venue in order to maintain social distancing and the deemed venue for this AGM shall be the Registered Office of the Company. Hence, Members can attend and participate in the AGM through VC/OAVM only.
2. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed to this Notice.
3. The Company is adhering and complying with all the provisions mentioned in the General Circular No.14/2020 issued by MCA on April 08, 2020 & General Circular No. 17/2020 issued by MCA on April 13, 2020 and January 13, 2021, May 05, 2022 and December 28, 2022 ("MCA Circular"). The Company has made all the necessary arrangements to avoid failure of VC/OAVM connection. The Company has ensured sufficient and adequate security to safeguard the integrity of the meeting. The recorded transcript of the meeting will be maintained in a safe custody of the Company.
4. Since the AGM under this framework will be conducted through VC/ OAVM as per the MCA Circular and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular"), where physical attendance of members in any case has been dispensed with, there is no requirement of appointing proxies. Accordingly, the facility of appointment of proxies by members will not be available for this meeting. Therefore, instrument for appointing proxy and attendance slip is not being attached herewith.
5. In pursuance of Section 113 of the Act, representatives of the corporate members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the meeting held through VC/OAVM. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company at e-mail id: bwpl9@yahoo.com.
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgment of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with

physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Private Limited for assistance in this regard.

7. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice as required under Secretarial Standard-2 (SS-02).
8. Attendance of the Members participating in the AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Businesses to be transacted at the Meeting is annexed hereto and forms part of this notice.
10. Additional information, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable Secretarial Standard, on Directors recommended by the Board for appointment/ re-appointment at the AGM is annexed hereto.
11. Relevant documents referred to in the accompanying Notice and the statements are open for inspection by the members in the electronic mode. For this purpose, members may write to the Company seeking any document for inspection on bwpl9@yahoo.com. The same will be replied by the Company suitably.
12. The Register of members and share transfer books of the Company shall remain closed from Friday, September 22, 2023 to Saturday, September 30, 2023 (Both days inclusive).

13. Kind attention of the members holding shares in physical form:

SEBI has mandated submission of Permanent Account Number (PAN) and bank details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the Company's RTA.

Securities of listed companies would be transferred in dematerialized form only, effective from April 1, 2019. In view of the same members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management.

Members can contact the Company's RTA for assistance in this regard at following address:

M/s. KFin Technologies Private Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad - 500 032
Toll free no.: 18003094001
email: einward.ris@kfintech.com

14. In support of the "Green Initiative" announced by the Government of India and in view of the MCA Circulars & SEBI Circular and on account of threat posed by COVID-19 pandemic situation, a copy of the Annual Report and this Notice, inter alia indicating the process and manner of remote e-voting, are being sent only through electronic mail to the members, and to all other persons so entitled and express our inability to dispatch hard copy of the same to the members of the Company. The Notice of the AGM of the Company along with Annual Report is available on the Company's website

<http://www.kprindustries.in> and on the website of BSE Limited.

15. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices and Circulars etc., from the Company electronically.

16. To facilitate such shareholders to receive this notice electronically and cast their vote electronically, the Company has made special arrangement with its RTA for registration of email address in terms of the aforesaid MCA Circulars & SEBI Circular.

17. **THE PROCESS FOR REGISTRATION OF EMAIL ADDRESSES IN THE FOLLOWING:**

Those members who have not registered their email address with the Company and who wish to participate in the AGM or cast their vote through remote e-Voting or through the e-Voting system during the meeting, are requested to get their email addresses registered by following the procedure given below:

a) Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.

18. Members holding shares in physical form may register their email address and mobile number with Company's RTA by sending an e-mail request at einward.ris@kfintech.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested PAN copy and copy of share certificate for registering their email address and receiving the Annual report, AGM Notice and the e-voting instructions.

To register e-mail address for all future correspondence and update the bank account details please contact your contact your Depository Participant and follow the process thereon (in case of Demat Holding) and incase of physical, kindly contact RTA / Company.

19. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories.

20. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website

http://www.kprindustries.in/docs/downloads/NominationForm_SH_13.

Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to KFin Technologies Private Limited in case the shares are held in physical form.

21. Members can submit questions in advance from their registered email address, mentioning their name, DP ID and Client ID number /folio number and mobile number, on the Company's email address bwpl9@yahoo.com. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.

22. Members, who would like to ask questions during the AGM need to register themselves as a speaker by sending their request from their registered email address mentioning

their name, DP ID and Client ID number/folio number and mobile number, on the Company's email address bwpl9@yahoo.com or by visiting <https://emeetings.kfintech.com> and click on "Speaker Registration" from September 25, 2023 to September 27, 2023 by 5.00 pm IST. Those Members who have registered themselves as a speaker only shall be allowed to ask questions during the AGM, depending upon the availability of time. However, it is requested to raise the questions precisely and in short at the time of meeting to enable us to answer the same. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM .

23. Members can login and join the meeting 15 minutes prior to the scheduled time i.e. 11.45 A.M. (IST) of the meeting and the window shall be kept open till the expiry of 15 minutes after the scheduled time of meeting.
24. The VC/OAVM meeting will be held by way of teleconferencing/webex. Members may note that the VC/OAVM Facility allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle. Institutional Investors who are Members of the Company, are encouraged to attend and vote in the AGM through VC/OAVM Facility.
25. Instructions for participating in the AGM are as under:

- a. Members may participate in the AGM through VC/ OAVM at <https://evoting.karvy.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

- b. Members may use smart phone/laptop to participate in the meeting, however, for the better experience it is advisable to join the meeting through Laptops connected through broad band.

- c. Members are requested to use internet with a good speed to avoid any disturbance during the meeting.

- d. Members who need technical assistance before or during the AGM, can contact RTA at toll free number 1800-309-4001 or write to evoting@kfintech.com.

26. Information relating to e-voting are as under:

- a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has provided to its members the facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system only.

- b. The Company has engaged the services of KFin Technologies Private Limited ("RTA")

as the Agency to provide remote e-voting/ e-voting facility.

c. The Board of Directors of the Company has appointed Ms. D. Soumya, Practicing Company Secretary (M. No: ACS 29312, C.P. No. 13199) as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

d. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Member/ Beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 22, 2023.

e. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting:
September 27, 2023 (9.00 A.M.)

End of remote e-voting: September 29, 2023
(5.00 P.M.)

f. The remote e-voting will be blocked beyond the aforesaid date and time and the e-voting module shall be disabled by RTA upon expiry of the aforesaid period. The Scrutinizer, after scrutinizing the votes cast through remote e-voting/ e-voting, will, not later than 48 hours of conclusion of the Meeting through VC/ OAVM, make a scrutinizer's report and submit the same to the Chairman. The voting results declared along with the scrutinizer's report shall be placed on the website of the Company <http://www.kprindustries.in> and the stock exchanges. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM through VC/ OAVM.

g. Any person who becomes a member of the Company after sending the Notice of the Meeting on their respective email IDs and holding shares as on the cut-off date i.e. September 22, 2023, may obtain the

User ID and password by sending email to RTA's website at evoting@karvy.com or may call RTA's toll free number 18003094001.

h. The members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

i. The Members present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under

<p>demat mode with NSDL</p>	<p>“Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 	<p>‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="1023 1449 1347 1732" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
	<p>Individual Share holders</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL for e-</p>

(holdings in demat mode) login through their depository participants	Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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27. Instructions for remote e-voting are explained below:

- A. Members whose email IDs are registered with the Company/ Depository Participant(s), will receive an email from KFin tech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- i. Launch internet browser by typing the URL: [https:// evoting.karvy.com](https://evoting.karvy.com).
 - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, the User ID will be E-Voting Event Number + Folio No. In case of Demat account, the User ID will be your DP ID / Client ID. However, if you are already registered with RTA for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit [https:// evoting.karvy.com](https://evoting.karvy.com) or contact toll free number 1800-309-4001 for your existing password.
 - iii. After entering these details appropriately, click on "LOGIN". You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - iv. You need to login again with the new credentials.
 - v. On successful login, the system will prompt you to select the E-Voting Event Number for Sri KPR Industries Limited. On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
 - vi. Members holding shares under multiple folios/ demat accounts shall choose the voting process separately for each of the folios / demat accounts.
 - vii. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - viii. You may then cast your vote by selecting an appropriate option and click on "Submit".

- ix. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify.
- x. Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).
- xi. For any assistance, kindly contact the toll free number 1800-309-4001.

B. Members whose email IDs are not registered with the Company/Depository Participant(s), may request the same to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited.

C. E-voting during AGM:

Only those Members, who will be present at the AGM including through VC/ OAVM and have not cast their vote through remote e-Voting are eligible to vote through e-Voting in the AGM. However, members who have voted through Remote e-Voting will be eligible to attend the AGM. A Member can opt for only single mode of voting i.e. through Remote e-voting or voting during AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote during the AGM shall be treated as invalid.

In case of members receiving Physical copy of Notice of AGM and Attendance Slip [for members whose e-mail IDs are not registered with the Company/ Depository Participant(s)]:

- i. USER ID and Password is provided separately.
 - ii. Please follow all steps from Sr. No. (a)(i) to (a)(xiii) mentioned above, to cast vote.
- A. In case of any queries relating to e-voting, please visit "Help & FAQs" section on M/s.

KFin Technologies Private Limited website:
<https://evoting.kfintech.com>.

- i. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the Meeting through electronic voting system or poll paper.
- ii. Members who have acquired shares after the dispatch of Notice of AGM and holding shares as on the cut-off date, may obtain the user ID and Password by sending a request to RTA.
 - a. However, if you are already registered with M/s. KFin Technologies Private Limited for remote e-voting, then you can use your existing user ID and Password/PIN for casting your vote.
 - b. If you forget your password, you can reset your password by using "Forgot User Details/ Password" option available on <https://evoting.karvy.com>.
- iii. The scrutinizer shall, immediately after the conclusion of remote e-voting at the Annual General Meeting, first count the votes casted at the meeting and thereafter unblock the votes cast through remote e-voting in presence of at least two (2) witnesses not in the employment of the Company and make within a period not exceeding 2 (Two) days from conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the

Company or person authorized by him of the Company.

- iv. The Results of the voting declared along with Scrutinizer's Report(s) will be placed on the website of the Company
<http://www.kprindustries.in>. The Company shall simultaneously forward the results to BSE Limited where the shares of the Company are listed.
- v. The resolution shall be deemed to be passed on the date of the AGM, subject to receipt of sufficient votes through a compilation of voting results.

ITEM NO. 2 & 3:

In terms of Section 152(6)(a) of the Companies Act, 2013, not less than two-third of the total number of directors of the public Company are liable to retire by rotation, unless the articles of association of such Company provide for retirement of all directors at every Annual General Meeting. The explanation to Section 152(6)(a) of the Companies Act, 2013 states that the term of "total number of directors" shall not include Independent Directors of a company. Further, Section 149(13) of the Companies Act, 2013, provides that Section 152(6) and 152(7) dealing with retirement of directors by rotation shall not be applicable to Independent Directors.

In accordance with Section 152(6)(c) of the Companies Act, 2013 one-third of the total number of directors are liable to retire by rotation or if the number is neither three or a multiple of three, then the number nearest to one third shall retire at the AGM of a Company every year.

The Company has 9 Directors, out of whom 4 are executive Directors, 2 are Non-executive Directors and 3 are Independent Directors, out of whom Mr. Srinath Reddy Nalla, and Mr. Raja Reddy Gaddam, have been long in the office. In order to ensure compliance of section 152 of the Companies Act, 2013, Mr. Srinath Reddy Nalla, and Mr. Raja Reddy Gaddam, retire by rotation at the ensuing Annual General Meeting and being eligible are seeking re-appointment. This retirement and reappointment is only to comply with the provisions of the Companies Act, 2013 and as such shall not be treated as break in the employment of Mr. Srinath Reddy Nalla, and Mr. Raja Reddy Gaddam, as Managing Director and Whole Time Director of the Company respectively.

In view of the above, the Board recommends the re-appointment of Mr. Srinath Reddy Nalla, and Mr. Raja Reddy Gaddam as Directors of the Company and their continuation as Directors of the Company on terms and conditions approved by the members.

The Board of Directors recommends the resolution set out in item No. 2 & 3 for approval of members.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 4:

The Board of Directors of the Company at their meeting held on September 4th, 2023 has pursuant to Section 196, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, in supersession to earlier resolution passed and based on the recommendation of Nomination & Remuneration Committee has reappointed Shri. Bhoopal Reddy Aleti as Whole-time Director of the Company for a period of 5 (Five) years on a remuneration of Rs. 12 Lakhs per annum with power to vary the same subject to a limit of Rs. 24 Lakhs per annum (if approved by Members) for a period of 3 years. w.e.f. October 1, 2023.

Shri. Bhoopal Reddy Aleti satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Brief particulars of the terms of re-appointment:

1. The Whole-time Director will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board/ Managing Director from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board/ Managing Director and the functions of the Wholetime Director will be under the overall authority of the Managing Director.

2. The Whole-time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of director.

3. The Whole-time Director shall adhere to the Company's Code of Conduct.

4. The office of the Whole-time Director may be terminated by the Company or by him by giving the other 1 (One) months prior notice in writing or such period as may be agreed by Managing Director.

The above may be treated as a written memorandum setting out the terms under Section 190 of the Act.

Disclosures pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided in the Annexure which forms part of this Notice.

As per the provisions of Section 196, 197 and Schedule V, members' approval is required by way of an Ordinary resolution for re-appointment of Shri. Bhoopal Reddy Aleti as Whole-time Director of the Company and payment of remuneration thereon.

None of the Directors are concerned or interested or otherwise in the aforesaid resolution except as shareholders of the Company.

ANNEXURE TO THE NOTICE
DETAILS OF DIRECTORS RETIRING BY ROTATION/ SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING
**{Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
Secretarial Standards on General Meetings}**

Particulars	Mr. Raja Reddy Gaddam	Mr. Srinath Reddy Nalla
DIN:	00126854	00052862
Age	82 years	57 years
Nationality	Indian	Indian
Date of first appointment on the board	29/12/2000	29/09/2001
Qualification	HSC	MBA
Experience including expertise in specific functional areas/ Brief Resume	Experience over 40 years in finance & General Administration.	28 years of experience in Marketing & General Administration
Terms and Conditions of Appointment/ Re-appointment	As per the terms decided by the board.	As per the terms decided by the board.
Remuneration last drawn	Nil	12,00,000
Remuneration proposed	Same as proposed in the last year	Same as proposed in the last year
Comparative remuneration profile with respect to industry, size of the Company, profile of the positions and person.	Compared to the size of the Company and the position of Mr. Raja Reddy Gaddam and the type of Industry the proposed remuneration is Reasonable	Compared to the size of the Company and the position of Mr. Srinath Reddy Nalla and the type of Industry the proposed remuneration is Reasonable
Recognition and Awards	Nil	Nil
Shareholding in the Company as on March 31, 2023	14,83,802	8,03,622
Directorships held in other Companies as on March 31, 2023	1	4
Chairmanships/ Memberships of Committees of other Boards	NIL	NIL
Relationship with other Directors	Brother-in-law of Mr. Kishan Reddy Nalla	Mr. Srinath Reddy Nalla is Son-in-Law of Mr. Kishan Reddy Nalla.
Number of meetings attended during the year	7	7

Particulars	Mr. Bhoopal Reddy Aleti
DIN:	00043263
Age	67 years
Nationality	Indian
Date of first appointment on the board	30/09/2013
Qualification	B.A.
Experience including expertise in specific functional areas/ Brief Resume	Technical and Production Expertise
Terms and Conditions of Appointment/ Re-appointment	As per the resolution and explanatory statement set out for item no.5 of the Notice.
Remuneration last drawn	12,00,000
Remuneration proposed	As per the resolution and explanatory statement set out for item no.5 of the Notice.
Comparative remuneration profile with respect to industry, size of the Company, profile of the positions and person.	Compared to the size of the Company and the position of Mr. Bhoopal Reddy Aleti and the type of Industry the proposed remuneration is Reasonable
Recognition and Awards	Nil
Shareholding in the Company as on March 31, 2023	6,36,709
Directorships held in other Companies as on March 31, 2023	3
Chairmanships/ Memberships of Committees of other Boards	NIL
Relationship with other Directors	NIL.
Number of meetings attended during the year	8

By Order of the Board of Directors

For Sri KPR Industries Limited

Sd/-

Kishan Reddy Nalla

Managing Director

DIN: 00038966

BOARD'S REPORT

Dear Members,

The Board of Directors hereby submits the report of the business and operations of your Company, along with the audited financial statements (Standalone & Consolidated) for the financial year ended March 31, 2023.

FINANCIAL HIGHLIGHTS

(Amount in Lakhs)

PARTICULARS	STANDALONE		CONSOLIDATED	
	2023	2022	2023	2022
Income from operations	301.85	345.75	1383.50	893.77
Other income	195.67	154.95	232.24	285.98
Total Income	497.52	500.70	1615.74	1179.75
Consumption of Raw materials	0	0	0	1.51
Changes in inventories	94.87	41.22	193.46	152.28
Other Manufacturing Expenses	0	0	0	0
Employee benefit expenses	29.35	37.97	62.96	68.43
Finance cost	0	0	7.47	2.72
Depreciation	134.20	137.58	410.02	390.86
Other expenses	139.07	141.77	550.60	512.34
Total expenses	397.49	358.55	1224.58	1128.10
Profit/ (Loss) before tax & exceptional items	100.03	142.15	391.16	51.64
Exceptional items	--	--	--	--
Prior period items	--	--	--	--
Profit/ (Loss) before tax	100.03	142.15	391.16	51.64
Current tax	(15.01)	(25.40)	(58.69)	(25.40)
Deferred tax	4.15	7.93	(3.28)	8.90
Profit/ (Loss) after tax	89.18	124.68	329.20	35.14

BUSINESS OPERATIONS

Your Company's strength lies in identification, planning, execution and successful implementation of the projects undertaken by it.

Presently, the Company has interest in pipe manufacturing and wind power generation. During the year under review the Company has made a turnover of Rs. 3.01 Crores as against previous turnover of Rs.3.45 Crores thereby resulting in reduction of the turnover. Earned net profit of Rs. 0.89 Crores as against the previous year Profit of Rs. 1.24 Crores.

On a consolidated basis, the Company has achieved a turnover of Rs. 13.83 Crores as against the previous year turnover of Rs.8.93 Crores thereby increase the turnover and the company has achieved net profit of Rs 3.29 Crores as against the previous net profit of Rs. 0.35 crores.

However, the EPS is Rs. 0.44 as against the previous year of Rs.0.62.

STATE OF COMPANY AFFAIRS:

As informed in earlier years, during the year ended 31.3.2023, there is a minimal revenue from sale of A.C. Pressure Pipes of just Rs.14.70 lakhs & revenue from Wind Mills are Rs.287.13 lakhs making a total revenue of Rs.301.84 lakhs as against previous years revenue of Rs.345.74 lakhs.

However, under consolidated balance sheet during the year ended 31.3.2023, the total revenue is Rs.16.15 crs. as against Rs.11.79 crs of previous year. This is because of increase in wind power revenue from Rs.7.89 crs. during year ending 31.03.2022 to Rs.10.34 crs for the period ended 31.03.2023.

The increase in revenue of wind power is due to supply of wind power to Central Railways from subsidiary company M/s. Sri Pavan Energy Pvt. Ltd.

The long pending payments from APDISCOM have also started coming on equated monthly installements. Unfortunately the Tower of 2.0 MW Gamesa make Wind Mill of M/s. Sri KPR Industries Ltd located at R-93 Chandgarh wind farm, Dewas District, Madhya Pradesh, has been collapsed/ broken on 2.5.2023 and there is no generation since than and the same has been also informed to BSE on 18.5.2023.

Now the company is under continuous followup with the wind mill supplier & OM, contractor M/s. Siemens Gamess Renewable Power Pvt. Ltd and also with insurance company for claiming the lossess.

Opportunities :

As informed earlier, and as approved by the share holders vide postal ballot dated.30.6.2022, the company is in the process of development of factory land by making layout for the residential open plots by forming partnership/ LLP/ velopment agreement and etc with adjuscent land owners which paves way for new source of revenue and at present the process for the same is under progress.

DIVIDEND

In view of the financial constraints, the board has not recommended the dividend for the financial year 2022-23.

RESERVES

The board has not transferred any amount to Reserves for the year 2022-23.

EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

There are no material changes and commitments affecting financial position of the Company between March 31, 2023.

DEPOSITS

Your Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not given any loan, provided guarantee or made any investment falling under the provisions of Section 186 of the Companies Act, 2013. However the details of existing investments are provided in the Financial Statements of the Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Srinath Reddy Nalla and Mr. Raja Reddy Gaddam retires by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

Further the Board has also proposed for re-appointment of Mr. Bhoopal Reddy Aleti, as Whole-time Director of the Company.

During the year,

1. Mr. Teja Bathineedi (Membership Number: A-68920) was appointed as Company Secretary w.e.f. 6th June, 2022.
2. Mr. Teja Bathineedi (Membership Number: A-68920) resigned as Company Secretary w.e.f. 31st October, 2022.
3. Mr. Nandu Siddha Reddy, CFO has been designated as Compliance officer w.e.f., 31st October, 2022.

However, post closure of financial year there were no significant changes except Mr. Vanamali Praneethkumar (Membership Number: A-68920) being appointed as a Company Secretary and Compliance officer of the Company w.e.f., 27.05.2023 and Mr. Nandu Siddha Reddy was relieved from the position of Compliance Officer w.e.f., 27.05.2023 and Mr. Vanamali Praneethkumar resigned as a Company Secretary and Compliance officer of the Company w.e.f., 12.08.2023.

The following are the Directors Retiring by Rotation:

1. Mr. Srinath Reddy Nalla
2. Mr. Raja Reddy Gaddam

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for that period;
- iii. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- iv. the Directors have prepared the annual accounts on a going concern basis;
- v. the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company as required under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013.

NUMBER OF MEETINGS OF THE BOARD

The Board of Directors met 8 (Eight) times during the year. Particulars of meetings held and attended by each Director are detailed in the Corporate Governance Report, which forms part of the report.

COMMITTEES OF THE BOARD

Currently the Board has 3 committees:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholder Relationship Committee.

A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report. Further during the year, all the recommendations made by Audit committee were accepted by the Board.

DETAILS OF SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

During the year, the Board of Directors ('the Board') reviewed the affairs of its Wholly Owned Subsidiary i.e. Sri KPR Infra & Projects Limited. In accordance with Section 129(3) of the Companies Act, 2013 consolidated financial statements of the Company forms part of the Report. A statement containing the salient features of the financial statements of the Subsidiary Company in the prescribed **Form AOC-1** is appended as "**Annexure I**" to the Board's report.

In accordance with Section 136 of the Companies Act, 2013 the audited financial statements including the consolidated financial statements and related information of the Company and audited accounts of M/s. Sri KPR Infra & Projects Limited, Wholly owned subsidiary is available for inspection during business hours at our registered office on all working days till the date of Annual General Meeting of the Company.

Further the Company is having a step down subsidiary namely Sri Pavan Energy Private Limited.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the year your Company has passed Ordinary Resolution to enter into related party transaction in future with Sri. A. Bhoopal Reddy and Smt. A. Pushpa Lata under the provisions of Section 188 of the Companies Act, 2013. Details have been mentioned in the Postal Ballot Containing the Resolution which is available on website of the Company and can be accessed at www.kprindustries.in/investorrelations.

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

Information with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 is prepared and is enclosed as "**Annexure II**".

INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The Board of your Company has laid down Internal Financial Controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

The details in respect of internal financial control and their adequacy are included in the management discussion & analysis report, which forms part of this report.

PARTICULARS OF EMPLOYEES

Having regard to the provisions of Section 136(1), statement of top ten employees in terms of remuneration drawn and particulars of employees (under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure III** which forms part of the Report.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Company's policy on Director's appointment and remuneration and other matters provided under Section 178(3) of the Companies Act, 2013 has been disclosed under Corporate Governance Report, which forms part of this report.

CHANGE IN THE NATURE OF BUSINESS

During the year, there was no change in the nature of business carried out by the Company.

ANNUAL RETURN

The Annual Return of the Company as on March 31, 2023 is available on website of the Company and can be accessed at www.kprindustries.in/investorrelations.

BOARD EVALUATION

The Board has carried out an annual evaluation of its own performance, its committees and Individual Directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The performance of the board and committees constituted was evaluated after seeking inputs from all the Directors such as effectiveness of board processes, information and functioning, etc.

The Board and the Nomination & Remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive Directors and Non-Executive Directors.

AUDITORS

STATUTORY AUDITORS

As per the provisions of the Act, M/s. A.M Reddy & D.R Reddy, Chartered Accountants have been appointed as Statutory Auditors for a period of 5 (Five) years in the AGM held in 2022.

M/s. A.M Reddy & D.R Reddy, Chartered Accountants have informed the Company that their appointment if made would be within the limits prescribed under Section 141 of the Companies Act, 2013 and they have also furnished a declaration in terms of section 141 of the Companies Act, 2013 that they are eligible to be appointed as auditors and that they have not incurred any disqualification under the Companies Act, 2013.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the board has appointed **Dafthardar Soumya (Membership No.F11754), Practicing Company Secretary** to conduct Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2023 is annexed herewith marked as “Annexure IV” to this Report. The Secretarial Audit Report contains the following observations:

1. *All the shares held by Promoters are in dematerialization mode except 300 shares which are held in physical form the promoters are unable to trace the existing Share Certificates relating to shares held in by them in Physical Mode.*

The Management has advised promoters for applying duplicate share Certificates and Dematerialize the same at the earliest.

QUALIFICATIONS IN AUDIT REPORT:

There are no adverse remarks or any disclaimer remark against the Company by the statutory auditor in their report.

FRAUDS REPORTED BY AUDITORS

During the year, there were no frauds reported by the Auditors falling under Section 143 of the Companies Act, 2013.

RISK MANAGEMENT POLICY

Risk Management framework of your Company which ensures regular review by management to proactively identify the emerging risks, to do risk evaluation and risk prioritization along with development of risk mitigation plans and action taken. The various risks, including the risks associated with the economy, regulation, competition, foreign exchange, interest rate etc., are documented, monitored and managed efficiently.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Pursuant to Section 177 of the Companies Act, 2013 and the rules framed there under and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a mechanism through which all the stakeholders can report the suspected frauds and genuine grievances to the appropriate authority. The Whistle Blower Policy which has been hosted on the website of the Company at www.kprindustries.in.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not covered under the criteria mentioned in the provisions of Companies Act, 2013.

CORPORATE GOVERNANCE

In terms of Schedule V of Listing Regulations, a detailed report on Corporate Governance along with Compliance certificate issued by Statutory Auditors of the Company is attached and forms integral part of this Annual Report.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report as required under LODR Regulations, is disclosed separately in the current Report.

INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2014

Your Company is committed in creating and maintaining an atmosphere in which employees can work together without fear of sexual harassment, exploitation or intimidation. As required under the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressed) Act, 2013, your Company has constituted an Internal Complaints Committee. No complaints were received by the committee during the year under review. Since the number of complaints filed during the year was NIL, the Committee prepared a NIL complaints report. This is in compliance with section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressed) Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

COMPLIANCE BY LARGE CORPORATES

Your Company did not fall under the category of Large Corporates as defined under SEBI vide its circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 as such no disclosure is required in this regard.

CEO AND CFO CERTIFICATION

As required under Regulation 17(8) read with Schedule II of the SEBI Listing Regulations, the CEO and CFO certificate was placed before the Board of Directors of the Company at its meeting held on September 4, 2023 and is attached with the annual report as **Annexure-V**.

OTHER DISCLOSURES

In terms of the applicable provisions of the Act and SEBI Listing Regulations, your Company additionally discloses that during the financial year under review:

- your Company has not issued any shares with differential voting rights;
- your Company has not issued any sweat equity shares;
- your Company has not raised any funds through preferential allotment or qualified institutional placement as per Regulation 32(7A) of SEBI Listing Regulations;
- no application has been made under the Insolvency and Bankruptcy Code; hence, the requirement to disclose the details of any application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year along with their status as at the end of the financial year is not applicable.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/ associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

**FOR AND ON BEHALF OF THE BOARD
FOR SRI KPR INDUSTRIES LIMITED**

**Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966**

**Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862**

Place: Secunderabad

Date: 04.09.2023

ANNEXURE - I

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of Subsidiaries/
Associate Companies/ Joint Ventures**

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary to be presented with amounts in Rs.)

S.NO	PARTICULARS	NAME OF THE SUBSIDIARY
		SRI KPR INFRA & PROJECTS LIMITED
1.	Reporting Period	April 1, 2022 to March 31, 2023
2.	Reporting Currency	INR
3.	Share Capital	3,50,00,000
4.	Reserve and Surplus	30,36,96,553
5.	Total Assets	61,91,86,104
6.	Total Liabilities	61,91,86,104
7.	Investments (current)	-
8.	Turnover	6,69,37,295
9.	Profit/ (Loss) before Taxation	74,93,178
10.	Provision for taxation including Deferred Tax	1,94,161
11.	Profit after taxation	76,87,339
12.	Proposed Dividend	-
13.	% of Shareholding	100%

PART "B": ASSOCIATES AND JOINT VENTURES - NOT APPLICABLE

**For and on behalf of the board of directors
FOR SRI KPR INDUSTRIES LIMITED**

Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966

Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862

Sd/-
NANDU SIDDHA REDDY
CFO

ANNEXURE-II
CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION,
FOREIGN EXCHANGE EARNINGS AND OUTGO

A. CONSERVATION OF ENERGY

i) Steps taken or impact on conservation of energy:

Initiatives to integrate energy efficiency into overall operations are undertaken through design considerations and operational practices. The key initiatives towards conservation of energy are:

- Improved monitoring of energy consumption through smart metering and integration with building management systems;
- Continuously replacing the inefficient equipment with latest energy efficient technology and up gradation of equipment's continually.
- Increasing the awareness of energy saving within the organization to avoid wastage of energy.

ii) Steps taken by the Company to utilize alternate source of energy

- Enhancing utilization of Renewable Energy Sources.
- Exploring the feasibility of utilization of solar power at plant locations wherever possible.

iii) Capital investment on energy conservation equipment.

No major investments were made during the year on energy conservation equipment.

B. TECHNOLOGY ABSORPTION

i) The efforts made towards technology absorption

- Development & Implementation of new technique & process for manufacture of products.
- Evaluation of the alternative materials to reduce the cost of raw material.
- Solar technologies for common area, parking and street lighting.

ii) Benefits derived like product improvement, cost reduction, product development or import substitution.

- Cost optimization
- Improvement in quality of products.

iii) In case of imported technology (imported during the last three years reckoned from the beginning of financial year) - NOT APPLICABLE

iv) Expenditure incurred on Research & Development - NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(Amount in Rs.)

Particulars	2022-23	2021-22
Earnings	Nil	Nil
Outgo	Nil	Nil

For and on behalf of the board of directors
FOR SRI KPR INDUSTRIES LIMITED

Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966

Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862

ANNEXURE - III
STATEMENT OF PARTICULARS AS PER RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- I) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2022-23:

S. No	Name of the Director & Designation	Remuneration of Directors for the F.Y 2022-23 (Amount in Rs.)	Ratio of remuneration of each Director to median remuneration of employee
1.	Mr. Kishan Reddy Nalla, Managing Director	-	-
2.	Mr. Srinath Reddy Nalla, Whole Time Director	9,00,000	6.73
3.	Mr. Bhoopal Reddy Aleti, Whole Time Director	-	-
4.	Mr. Raja Reddy Gaddam, Whole Time Director	-	-

- II) The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year:

S. No	Name of the Director/ KMP & Designation	Remuneration		% Increase/ Decrease in remuneration
		2022-23	2021-22	
1.	Mr. Kishan Reddy Nalla, Managing Director	-	-	-
2.	Mr. Srinath Reddy Nalla, Whole time Director	9,00,000	12,00,000	Decrease by 25
3.	Mr. Bhoopal Reddy Aleti, Whole time Director	-	-	-
4.	Mr. Raja Reddy Gaddam, Whole time Director	-	-	-
5.	Mr. N. Siddha Reddy, Chief Financial Officer	3,85,800	3,85,800	-
@7.	Mr. Teja Bathineedi, Company Secretary	1,20,000	-	-

@The aforesaid details have been provided for the period employed.

- III) The percentage increase in the median remuneration of employees in the financial year.

Particulars	2022-23	2021-22	Increase/Decrease (%)
Median remuneration of employees	1,33,700	1,52,400	Decrease by 12.27

- IV) The number of permanent employees on the roll of the Company-13 (Fifteen)

- V) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Particulars	Average Salary		% Increase/Decrease
	2022-23	2021-22	
Employees	1,50,527	1,61,215	Decrease by 6.62
Managerial Personnel	9,00,000	12,00,000	Decrease by 25

- VI) Affirmation that the remuneration is as per the remuneration policy of the Company: **YES**

**For and on behalf of the board of directors
FOR SRI KPR INDUSTRIES LIMITED**

**Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966**

**Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862**

ANNEXURE - IV

Form No. MR-3

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

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023**

To,
The Members,
SRI KPR INDUSTRIES LIMITED
Secunderabad

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SRI KPR INDUSTRIES LIMITED** (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2023** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;

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

1. All the shares held by Promoters are in dematerialization mode except 300 shares which are held in physical form.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

Adequate notice is given to all directors to schedule the Board meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting;

During the period under review resolutions were carried through majority decisions/ unanimously. As confirmed by the management, there were no dissenting views expressed by any of the members or any business transacted at the meetings held during the period under review;

The compliance by the Company of the applicable financial laws like direct and indirect tax laws and labmy laws, general and specific laws as mentioned in the report above filing of periodical returns, maintenance of financial records and books of accounts have not been reviewed by us since the same have been subject to review by Statutory Auditors, Internal Auditors and other professionals.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that the company has received notices from the stock Exchanges as mentioned below:

1. The Company delayed in filing the report under 23(9) of the SEBI (LODR) Regulations, 2015. However, the company has filed the same subsequently and also paid the penalty levied by the Stock Exchange.
2. The Company has rectified the discrepancy and resubmitted the RSCA Report for the quarter ended June 30, 2022, as stock exchange has issued a notice dated 22nd July, 2022, a discrepancy regarding compliance officer details mentioned in the said report and directed the company to rectify the same.

For BS & Company Company Secretaries LLP

Sd/-
D Soumya
Designated Partner
C P No: 13199
M. No. 29312
UDIN: F011754E000424683
Peer Review No.: P2008AP016900

Date: 31.08.2023
Place: Hyderabad

NOTE: This report is to be read with my letter of even date which is annexed as '*Annexure*' and forms an integral part of this report.

'Annexure'

To,
The Members,
SRI KPR INDUSTRIES LIMITED
Secunderabad

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
7. I further report that, based on the information provided by the Company, its officers, authorized representatives during the conduct of the audit in my opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labour laws, Environment laws and Data protection policy.
8. I further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws, Labour Laws, General and other specific Laws as may be applicable to the Company, have not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For BS & Company Company Secretaries LLP

Sd/-
D Soumya
Designated Partner
C P No: 13199
M. No. 29312
UDIN: F011754E000424683
Peer Review No.: P2008AP016900

Date: 31.08.2023
Place: Hyderabad

ANNEXURE - V

CEO / CFO CERTIFICATE

To,
The Board of Directors
SRI KPR INDUSTRIES LIMITED

1. We have reviewed financial statements and the cash flow statement of SRI KPR INDUSTRIES LIMITED for the year ended March 31, 2023 and to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
 - i. there are no significant changes in internal control over financial reporting during the year;
 - ii. there are no significant changes in accounting policies during the year; and
 - iii. there are no instances of significant fraud of which we have become aware.

Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966

Sd/-
NANDU SIDDHA REDDY
CHIEF FINANCIAL OFFICER

Place: Secunderabad
Date: 04.09.2023

CORPORATE GOVERNANCE REPORT

I. OUR CORPORATE GOVERNANCE PHILOSOPHY

Corporate governance is about internalizing and manifesting a firm commitment to the adoption of ethical practices across the Company to deliver value in all of its dealings with a wide group of stakeholders encompassing associates, customers, vendors, regulators and shareholders at all times. The Company believes that Corporate Governance is an integral means for the existence of the Company. Good Corporate practices stem from the dynamic culture and positive mindset of the organization. The board is committed to achieve and maintain highest standards of Corporate Governance on an ongoing basis.

The Corporate Governance requires professionals to raise their competence and capability levels to meet the expectations in managing the enterprise and its resources effectively with the highest standards of ethics. It has thus become crucial to foster and sustain a culture that integrates all components of good governance by carefully balancing the complex inter-relationship among the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Finance, Stakeholder Relationship Committee, Auditors and the Senior Management.

We believe Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. It is an upward moving target that we collectively strive towards achieving.

II. BOARD OF DIRECTORS

The Company's Board plays a pivotal role in ensuring good governance and functioning of the Company. The Board's role, functions, responsibilities and accountabilities are well defined. An independent and well-informed Board goes a long way in protecting the stakeholders' interests.

Your Company has a balanced Board with combination of Executive and Non-Executive Directors to ensure independent functioning and the current composition of the board is in conformity with Regulation 17(1) of Listing Regulations. Independent Directors of the Company provide appropriate annual certifications to the Board confirming satisfaction of the conditions of their being independent as laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 16(1)(b) of Listing Regulations.

A. COMPOSITION

Listing regulations mandate that for a Company with a non-executive Chairman, at least one-third of the Board should be Independent Directors. As on March 31, 2023, our board consists of 9 (Nine) Directors, out of which 4 (Four) of them are Executive Directors, while the remaining 5 (Five) are Non-Executive Directors. Of the Five Non-Executive Directors, 3 (Three) are Independent Directors. The Company in compliance with Companies Act, 2013 & SEBI (LODR) Regulations, 2015 and has appointed a Woman Director.

Composition of Board, Shareholding and Directorships held as on March 31, 2023 are as follows:

DIN	Name	Category & Designation	Directorship in other Companies	Membership in board committees of other Companies	Chairmanship in board committees of other Companies	No of shares held as on March 31, 2023
02582809	Mr. Jagadeeshwar Reddy Prodduturi	Chairman, Non-Executive Independent Director	2	Nil	Nil	Nil

00038966	Mr. Kishan Reddy Nalla	Promoter, Executive, Managing Director	4	Nil	Nil	19,58,785
00043263	Mr. Bhoopal Reddy Aleti	Executive, Whole time Director	3	Nil	Nil	6,34,240
00052862	Mr. Srinath Reddy Nalla	Promoter, Executive, Whole time Director	4	Nil	Nil	8,03,622
00126854	Mr. Raja Reddy Gaddam	Promoter, Executive, Whole time Director	1	Nil	Nil	14,83,802
00231636	Mr. Naveena Thammishetty Chandra	Non-Executive Independent Director	5	1	1	Nil
01514842	Mr. Vineel Reddy Nalla	Non-Executive, Director	5	Nil	Nil	18,99,654
01636570	Ms. Vinitha Reddy Nalla	Non-Executive Director	3	Nil	Nil	16,99,062
06964136	Mrs. Indani Venkata Lakshmi	Non-Executive Independent Director	-	Nil	Nil	Nil

*Including Unlisted Public & Private Companies.

Further the Company has not issued any convertible instruments.

Name of the listed entities other than SRI KPR INDUSTRIES, where a director of the Company, is a director:

S No	Name of the Director	Name of the other listed entity	Category
1	Mr. Jagadeeshwar Reddy Prodduturi	Nil	Nil
2	Mr. Kishan Reddy Nalla	Nil	Nil
3	Mr. Bhoopal Reddy Aleti	Nil	Nil
4	Mr. Srinath Reddy Nalla	Nil	Nil
5	Mr. Raja Reddy Gaddam	Nil	Nil
6	Mr. Naveena Chandra Thammishetty	@1. Balaji Amines Limited	Non-Executive Independent Director
		2. Saaketa Consultants Limited	Managing Director
7	Mr. Vineel Reddy Nalla	Nil	Nil
8	Ms. Vinitha Reddy Nalla	Nil	Nil
9	Mrs. Indani Venkata Lakshmi	Nil	Nil

@ Ceased to be director w.e.f. 20.05.2023

B. BOARD MEETINGS

a. The board meets at least once a quarter to review the quarterly results and other items on the agenda. Additional meetings are held when necessary. Committees of the Board usually meet the same day or a day before the formal

board meeting or whenever the need arises for transacting business.

b. Eight Board meetings were held during the year 2022-23 i.e. on May 23, 2022; June 06, 2022; June 30, 2022; August 10, 22; August 30, 2022;

October 31, 2022, November 12, 2022 and February 14, 2023.

c. The necessary quorum was present for all the meetings.

d. The names of the Directors on the Board, their attendance at Board Meetings held during the year are given herein below:

Attendance of Directors during 2022-23:

Name of the Director	No. of Board Meetings			% of attendance	Attendance at the last AGM held on 29.09.2022
	Held	Entitled	Attended		
Mr.Jagadeeshwar Reddy Podduturi	8	8	8	100	Yes
Mr.Kishan Reddy Nalla	8	8	8	100	Yes
Mr.Bhoopal Reddy Aleti	8	8	8	100	Yes
Mr.Srinath Reddy Nalla	8	8	8	100	Yes
Mr. Raja Reddy Gaddam	8	8	8	100	No
Mr.Naveena Chandra Thammishetty	8	8	8	100	Yes
Mrs. Indani Venkata Lakshmi	8	8	8	100	Yes
Mr.Vineel Reddy Nalla	8	8	8	100	Yes
Ms.Vinitha Reddy Nalla	8	8	8	100	Yes

Relationships between Directors inter - se:

Except as disclosed below, no Director of the Company is related to any other Director on the Board in terms of the meaning of the term 'relative' given under the Companies Act, 2013.

- i. Mr. Kishan Reddy Nalla is father of Mr. Vineel Reddy Nalla and Ms. Vinitha Reddy Nalla.
- ii. Mr. Vineel Reddy Nalla is brother of Ms. Vinitha Reddy Nalla.
- iii. Mr. Srinath Reddy Nalla is Son-in-Law of Mr. Kishan Reddy Nalla.

The Board currently has sufficient range of expertise and possesses all the competencies required for effective functioning.

INDEPENDENT DIRECTORS

Independent Directors are non-executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

The Independent Directors, in the opinion of the Board, fulfill the conditions of the SEBI LODR and are independent of the management.

The Company has issued a formal letter of appointment to the Independent Directors in the manner as provided in the Companies Act, 2013. The terms and conditions of appointment of Independent Directors are disclosed on the website of the Company.

Schedule IV of the Companies Act, 2013 and the Rules made there under mandates that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-Independent Directors and members of the Management.

These meetings are expected to review the performance of Non-Independent Directors and the board as a whole and as well as the performance of Chairman of the board taking into account the views of the executive directors and non-executive directors; assess the quality, quantity and timeliness of the flow of information between the management and the Board that is necessary for it to effectively and reasonably perform its duties.

The Independent Directors met once during the year on March 18, 2023.

The details of familiarization programme of the Independent Directors are available on the website of the Company (<http://www.kprindustries.in>).

III COMMITTEES OF THE BOARD

Presently, the board has three committees: Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

A. AUDIT COMMITTEE

1. The audit committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.

2. The terms of reference of the audit committee are broadly as under:

- a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- c) Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:

- ❖ Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Act.
- ❖ Changes, if any, in accounting policies and practices and reasons for the same.
- ❖ Major accounting entries involving estimates based on the exercise of judgment by management.
- ❖ Significant adjustments made in the financial statements arising out of audit findings.

- ❖ Compliance with listing and other legal requirements relating to financial statements.
 - ❖ Disclosure of any related party transactions.
 - ❖ Qualifications in the draft audit report.
- d) Reviewing with the management, the quarterly financial statements before submission to the board for approval;
 - e) Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report Submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 - f) Review and monitor the auditors' independence and performance, and effectiveness of audit process;
 - g) Approval or any subsequent modification of transactions of the Company with related parties;
 - h) Scrutiny of inter-corporate loans and investments;
 - i) Examination of the financial statements and the auditors' report thereon;
 - j) Valuation of undertakings or assets of the company, wherever it is necessary;
 - k) Evaluation of internal financial controls and risk management systems;
 - l) Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
 - m) The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;

- n) The audit committee shall review the information required as per SEBI Listing Regulations.
3. The Company Secretary acts as the Secretary to the Audit Committee.
4. The Audit Committee met Five (5) times during the financial year on May 23rd, 2022, June 30th, 2022, August 10th, 2022, November 12, 2022 and February 14, 2023. The necessary quorum was present for all the meetings.

5. The composition and the details of meetings attended by the members of Audit Committee are given below:

Name	Category	Position	No of meetings during the financial year 2022-23		
			Held	Entitled	Attended
Mr.Jagadeeshwar Reddy Produtturi	Non-Executive Independent Director	Chairman	5	5	5
Mr.Naveena Chandra Thammishetty	Non-Executive Independent Director	Member	5	5	5
Mr.Vineel Reddy Nalla	Non-Executive Director	Member	5	5	5

B. NOMINATION AND REMUNERATION COMMITTEE

1. The Nomination and Remuneration committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Companies Act, 2013.
2. The Nomination and Remuneration committee looks at all matters pertaining to appointment and remuneration of the Managing Director, the Executive Directors, Key Managerial Personnel and all other Non-Executive Directors of the Company.
3. The broad terms of reference of the nomination and remuneration committee are as under:
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board for their appointment and removal;
 - carry on the evaluation of every director's performance; formulation of the criteria for determining qualifications, positive attributes and independence of a director;
 - formulation of criteria for evaluation of Independent Directors and the Board;
 - devising a policy on Board diversity; and
 - recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
 - whether to extend or continue the appointment of Independent Director, on the basis of the report of performance evaluation of independent directors;
 - any other matter as the Board may decide from time to time.

4. Nomination and Remuneration Policy

INTRODUCTION

In pursuance of the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel and employees of the Company and to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 and the Listing Agreement with the Stock Exchange as per the requirements of SEBI (LODR) Regulations, 2015 as amended from

time to time, the Company has formulated "Nomination and Remuneration Policy." This policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company.

I. DEFINITIONS

1. "**Act**" means the Companies Act, 2013 and Rules framed there under, as amended from time to time.
2. "**Board**" means Board of Directors of the Company.
3. "**Company**" means Sri KPR Industries Limited.
4. "**Directors**" mean Director appointed to the Board of a Company.
5. "**Committee**" means Nomination and Remuneration committee constituted or re-constituted by the Board, from time to time.
6. "**Key Managerial Personnel**" means
 - i. Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
 - ii. Chief Financial Officer;
 - iii. Company Secretary; and
 - iv. such other officer as may be prescribed.
7. "**Senior Management**" means Senior Management means the personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.
8. "**Independent Director**" means a Director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of Listing Regulations.

II. OBJECTIVES

The Key Objectives are:

1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
3. Formulation of criteria for evaluation of Independent Director and the Board.
4. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
5. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
6. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
7. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
8. To develop a succession plan for the Board and to regularly review the plan.
9. To assist the Board in fulfilling responsibilities.
10. To implement and monitor policies and processes regarding principles of corporate governance.

III. CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of the Company constituted the committee to be known as the "Nomination and Remuneration Committee" consisting of non-executive directors out of which not less than one-half are independent directors. The Board is further authorized to re-constitute the said committee from time to time complying with the provisions of Companies Act, 2013 and Listing Regulations, 2015.

IV. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

1. Appointment Criteria and Qualifications

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board of his/her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/ satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- d) A whole-time KMP of the Company shall not hold office in more than one Company except in its Subsidiary Company at the same time. However they can be appointed as Director in any Company with the permission of the Board of Directors of the Company.

2. Term/ Tenure

a) Managing Director/ Whole-time Director

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

b) Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

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

Every Independent Director shall at the first meeting of the Board in which he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change, give a declaration that he meets the criteria of independence.

3. Evaluation

The Committee shall carry out the performance evaluation of every Director including Independent Director, KMP and Senior Management Personnel at regular interval (yearly). Based on the evaluation performance report of the board, it shall be determined whether to extend or continue the term of appointment of the independent Directors

4. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

5. Retirement

The Directors, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to

retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company

V POLICY FOR REMUNERATION TO DIRECTORS/ KMP/ SENIOR MANAGEMENT PERSONNEL

1. Remuneration to Managing/ Whole-time/ Executive/ Managing Director, KMP and Senior Management Personnel

The Remuneration/ Compensation/ Commission etc. to be paid to Director/ Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. Remuneration to Non- Executive/ Independent Director

The Non-Executive Independent Director may receive remuneration/ compensation/ commission as per the provisions of Companies Act, 2013. The

- i) The Nomination and Remuneration committee met 3 (Three) times during the financial year 2022-23 on June 6, 2022, August 10, 2022 and October 31, 2022. The necessary quorum was present for all the meetings.
- ii) The composition of Nomination and Remuneration committee and the details of meetings attended by its members are given below:

Name	Category	Position	No of meetings during the financial year 2022-23		
			Held	Entitled	Attended
Mr. Naveena Chandra Thammishetty	Non-Executive, Independent Director	Chairman	3	3	3
Mr. Jagadeeshwar Reddy Produtturi	Non-Executive, Independent Director	Member	3	3	3
Mr. Vineel Reddy Nalla	Non-Executive Director	Member	3	3	3

B. Performance Evaluation criteria for Independent Directors

The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a Director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgment.

C. STAKEHOLDER RELATIONSHIP COMMITTEE

1. The Stakeholder Relationship committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations, read with Section 178 of the Companies Act, 2013.
2. The broad terms of reference of the Stakeholder Relationship committee are as under:

amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

VI POLICY REVIEW

This policy is framed based on the provisions of the Companies Act, 2013 read with rules made there under and the requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time.

This policy shall be reviewed by Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes in the policy shall be approved by the Board of Directors.

- ❖ Consider and resolve the grievances of security holders of the Company including redressal of investor complaints such as transfer or credit of securities, non-receipt of dividend/ notice/ annual reports, etc. and all other securities-holders related matters.
 - ❖ Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
3. The Stakeholder Relationship committee met 1(one) times during the Financial year 2022-23 on October 31, 2022. The necessary quorum was present for all the meetings.

4. The composition of Stakeholder Relationship Committee and the details of meetings attended by its members are given below:

Name	Category	Position	No of meetings during the financial year 2022-23		
			Held	Entitled	Attended
Mrs. Indani Venkata Lakshmi	Non-Executive Director-Independent Director	Chairman	1	1	1
Mr. Vineel Reddy Nalla	Non-Executive Director Independent Director	Member	1	1	1
Mr. Srinath Reddy Nalla	Executive, Whole time Director	Member	1	1	1

5. Name, designation and address for correspondence of Compliance officer

Mr Teja Bathineedi, Company Secretary and Compliance Officer
Vth Floor, V K Towers, Sardar Patel Road, Secunderabad, Telangana; E-mail: bwpl9@yahoo.com

Mr. Teja Bathineedi, , Company Secretary and Compliance Officer has resigned from the post of Company Secretary and Compliance Officer with effect from October 31, 2022 and Mr. Nandu Siddha Reddy, CFO was appointed as compliance officer till May 27, 2023 until the appointment of Mr. Vanamali Praneethkumar, Company Secretary and Compliance Officer on May 27, 2023 who has resigned from the Company with effect from August 12th, 2023.

Company is in the process of appointing new Company Secretary as Compliance Officers.

6. Details of investor complaints received and redressed during the year 2022-23 are as follows:

Particulars	No of Investor complaints pending at the beginning of the Year	No of Investor Complaints received during the Year	No of Investor Complaints disposed of during the Year	No of Investor Complaints remaining unresolved at the end of the Year
Non receipt of Share Certificates	0	0	0	0
Non receipt of Dividend Warrants	0	0	0	0
Non receipt of Annual Reports	0	0	0	0
Total	0	0	0	0

IV REMUNERATION OF DIRECTORS

Details of remuneration paid to the Directors for the services rendered during the financial year 2020-21 are given below:

Particulars	Name of the Director & Designation								
	Mr. Kishan Reddy Nalla	Mr. Srinath Reddy Nalla	Mr. Bhoopal Reddy Aleti	Mr. Raja Reddy Gaddam	Mr. Naveena Chandra Thammishetty	Mrs. Indani Venkata Lakshmi	Mr. Vineel Reddy Nalla	Ms. Vinitha Reddy Nalla	Mr. Jagadeeshwar Reddy Prodduturi
	MD	WTD	WTD	WTD	Independent Director	Independent Director	Non-executive Director	Non-executive Director	Chairman Independent Director
Salary	0	9	0	0	-	-	-	-	-
Allowances	-	-	-	-	-	-	-	-	-
Commission/ Incentives/ Variable Pay	-	-	-	-	-	-	-	-	-
Sitting fees	-	-	-	-	-	-	-	-	-

No remuneration is being paid to Non-executive Directors. Further they do not have any pecuniary relationship or transactions with the Company or its Directors, senior management, subsidiary, other than in normal course of business.

No stock options were issued to any of the Independent Directors and Promoter Directors during the year 2022-23.

V. SUBSIDIARY COMPANY

The Subsidiary Company is managed by its respective Board having the rights and obligations to manage Company in the best interest of their stakeholders. The Company monitors performance

of subsidiary company, inter-alia, by the following means:

- Financial statements, in particular the investments made by the unlisted subsidiary company are reviewed quarterly by the Audit Committee of the Company.
- All minutes of Board Meetings of the unlisted subsidiary Company are placed before the Company's Board regularly.
- A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary Company is placed before the Company's Board.

VI GENERAL BODY MEETINGS

a) Details of last three Annual General Meetings of the Company.

YEAR	DATE	VENUE	TIME
2020-21	14.12.2020	5th Floor, V K Towers, Sardar Patel Road, Secunderabad - 500003 (Through Audio / Video)	11.00 A.M.
2021-22	23.09.2021	Through Video Conferencing ("VC") / Other audio visual means ("OAVM")	11.00 A.M.
2022-23	29.09.2022	Through Video Conferencing ("VC") / Other audio visual means ("OAVM")	03.00 P.M

b) Details of special resolutions passed in the previous three Annual General Meetings.

DATE OF AGM	NUMBER OF SPECIAL RESOLUTION PASSED	DETAILS OF SPECIAL RESOLUTION PASSED
14.12.2020	1	Re-appointment of Mr. Jagadeeshwar Reddy Podduturi as Independent Director
23.09.2021	2	1. Re-appointment of Mr. Naveena Chandra Thammishetty as Independent Director 2. Re-appointment of Mr. Kishan Reddy Nalla as Managing Director
29.09.2022	1	1. Re-appointment of Mr. Raja Reddy Gaddam as whole time director

c) **Special resolutions passed through Postal ballot**

Two Special Resolution were passed through Postal Ballot during the Financial Year 2022-23 for the following items:

- To seek approval under section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking (s) of the Company (Land in the name of the Company situated at Gundla Pochampally Village, Medchal Mandal, Medchal-Malakajiri District, Telangana).
- To seek approval under section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking (s) of the Company (Plant, Machinery and A.C. Sheet Factory Shed) situated at Gundla Pochampally Village, Medchal Mandal, Medchal-Malakajiri District, Telangana.

Postal Ballot Containing above Resolution is available on website of the Company and can be accessed at www.kprindustries.in/investorrelations.

None of the resolutions proposed in the ensuing Annual General Meeting need to be passed by Postal Ballot.

VII **Transfer of unpaid dividend/unclaimed shares to Investor Education and Protection Fund ("IEPE")**

Pursuant to Section 124 and 125 of the Companies Act, 2013 read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and including any amendments thereto ("IEPF Rules"), any money transferred to the Unpaid Dividend Account of a Company which remains unpaid or unclaimed for seven years from the date of such transfer shall be transferred by the Company along with interest accrued, if any, thereon to IEPF, established by the Government of India.

Further, all the shares in respect of which dividend remains unpaid or unclaimed for seven consecutive years or more from the date of transfer to Unpaid Dividend Account shall also be transferred to IEPF Authority.

According to Section 124(5) of the Act, the unpaid dividends that are due for transfer to the IEPF are as follow:

Financial year	Nature of Dividend	Date of Declaration	Due of Transfer to IEPF
2015-16	Final Dividend	September 30,2016	November 4,2023
2016-17	Final Dividend	September 29,2017	November 3, 2024
2017-18	Final Dividend	September 29,2018	November 3, 2025
2020-21	Final Dividend	September 23,2021	October 28,2029

* Note: Members who have not encashed their dividend warrants of the aforesaid years may approach the RTA, for obtaining payments thereof at least 20 days before they are due for transfer to the IEPF.

The Company will also transfer the shares in respect of which dividend remains unpaid or unclaimed for seven consecutive years or more to IEPF.

In terms of Section 124(6) of the Act read with IEPF Rules as amended, and Notifications issued by the Ministry of Corporate Affairs from time to time, the Company is required to transfer equity shares in respect of which dividends have not been claimed for seven years consecutively to the Demat Account opened by the IEPF Authority within 30 days from

the date on which the shares become due for transfer to the IEPF.

Further, the Company shall transfer the final dividend declared for the FY 2015-16 and shares in respect of which the dividend declared for the FY 2015-16 and onwards has remained unpaid or unclaimed for seven consecutive years to IEPF, within statutory timelines, if not claimed by the concerned Shareholders in time. Members are requested to ensure that they claim the dividends before they are transferred to the said Fund.

Details of shares/Shareholders in respect of which dividend has not been claimed, are provided on the website of the Company at www.kprindustries.in/investorrelations.

VIII MEANS OF COMMUNICATION

The Company's quarterly/ half yearly/ annual financial results are sent to the Stock exchange and published in "Financial Express" and "Nava Telangana/ Namastey Telangana". Simultaneously they are also uploaded on the Company's website www.kprindustries.in. Official news release are sent to the Stock Exchange and also displayed on the website of the Company. The Company files electronically the Quarterly Results, Corporate Governance report, Share holding pattern, etc. through BSE Listing Centre.

There was no presentation made by the Company to any of the Institutional Investors or Analysts. The Company has not entered into agreement with any Media Companies.

VIII GENERAL SHAREHOLDERS INFORMATION

i. Annual General meeting for the financial year 2022-23

Date	September 30, 2023
Venue	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of the Members
Time	12.00 Noon.
Book closure dates	September 22, 2023 to September 30, 2023 (both days inclusive).

ii.Financial year: April 1, 2022 to March 31, 2023

dividend for the financial year.

iii.Dividend Payment Date

The board has not recommended any

iv. Listing information

- The Company's equity shares (Stock Code: 514442) are listed on BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.
- The ISIN Number of the Company is INE009CO1019.
- The Company has paid the requisite Annual Filing Fees to the stock exchange for the financial year 2022-23. The securities have not been suspended from trading.
- The Corporate Identity Number (CIN) allotted by the Ministry of Corporate

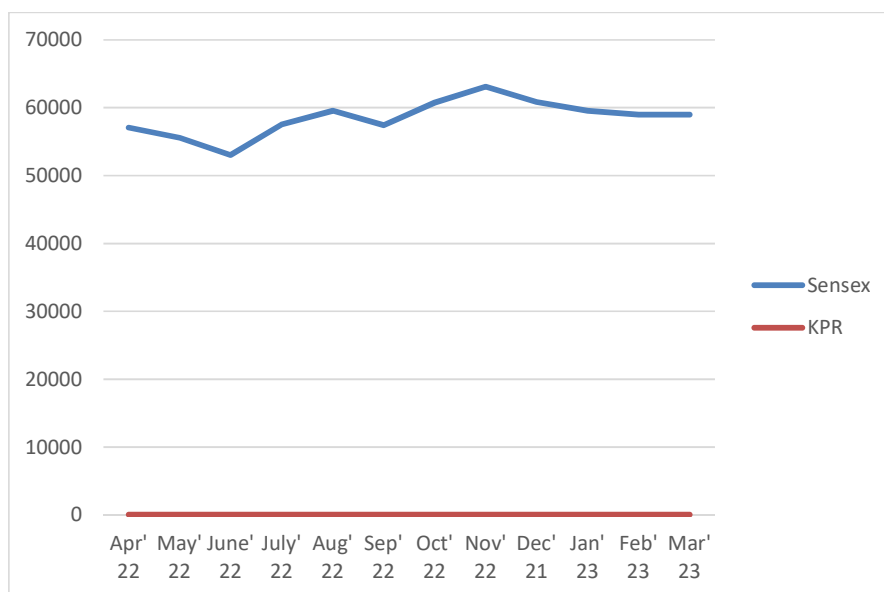
Affairs, Government of India is **L20200TG1988PLC009157** and the Company's Registration Number is 009157.

v. Market Information

The monthly high and low prices and volumes of shares of the Company at BSE Limited (BSE) for the year ended March 31, 2023 are as under:

Month	BSE		
	HIGH	LOW	VOLUME
April 2022	28.55	24.15	109,806
May 2022	28	20.95	58,026
June 2022	23.5	17.5	31,533
July 2022	22.5	16.6	44,762
August 2022	20.7	17.05	50,359
September 2022	20	17	53,079
October 2022	20	17	46,656
November 2022	26.9	17.05	2,42,372
December 2022	26.3	18.05	1,20,376
January 2023	24.5	19	70,522
February 2023	21	14.5	84,737
March 2023	20.84	16.2	74,007

vi. The Company's Share performance compared to the BSE Sensex



vii. Registrar and Share Transfer Agents:

Name	KFin Technologies Private Limited
Address	Corporate Off: Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500 032, Telangana
	Tel: +91-40-67162222, 33211000
	Fax: +91-40-23420814
Email Id:	einward@ris@kfintech.com
Website:	www.kfintech.com

viii. Share Transfer System

Presently the shares, which are received in physical form, are transferred within a period of 10-12 days from the date of receipt, subject to the documents being valid and complete in all respects. Adequate care is taken to ensure that, no transfers are pending for more than a fortnight.

ix. Distribution of shareholding as on March 31, 2023:

Category	No of shareholders	Shareholders (%)	Number of shares held	Shareholding (%)
1-5000	7145	90.83	9834470.00	4.88
5001- 10000	351	4.46	2865060.00	1.42
10001- 20000	194	2.47	2847460.00	1.41
20001- 30000	55	0.70	1383580.00	0.69
30001- 40000	25	0.32	861820.00	0.43
40001- 50000	11	0.14	512560.00	0.25
50001- 100000	28	0.36	2076420.00	1.03
100001& Above	57	0.72	181075580.00	89.88
	7866	100	201456950.00	100

x. Dematerialization of shares and liquidity:

18571975 equity shares representing 92.19% of the total paid up equity capital were held in dematerialized form with the National Securities Depository Limited and Central Depository Services (India) Ltd. as on March 31, 2023.

Shareholders holding shares in physical form are requested to convert their physical holdings to demat/ electronic form through any of the registered Depository participants (DPs) to avoid the hassles involved in dealing in physical shares such as possibility of loss, mutilation, etc and also to ensure safe and speedy transaction in respect of the shares held and payment of dividend thereof.

xi. Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments in the past and hence as on March 31, 2023, the Company does not have any outstanding GDRs/ ADRs/ Warrants or any convertible instruments.

xii. Commodity price risk or foreign exchange risk and hedging activities - Nil

xiii. Plant Locations

Sy No. 12, Gundlapochampally, Medchal, R.R. Dist.

xiv. Address for correspondence

Sri KPR Industries Limited
Vth Floor, V K Towers, Sardar Patel Road, Secunderabad, TG 500003
Tel no: 040-27847121;
Email:bwpl9@yahoo.com;
Website: www.kprindustries.in

XV **OTHER DISCLOSURES**

- a. **Materially significant related party transactions that may have potential conflict of interests of listed entity at large:** There are no materially significant related party transactions between the Company and its promoters, directors or key managerial personnel or their relatives having any potential conflict with interest of the Company at large.
- b. **Details of non-compliance:** There has not been any non-compliance by the Company and no penalties or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets. However the Company has paid penalty levied by BSE for non-compliance of constitution of Nomination and Remuneration Committee in compliance of SEBI (LODR) Regulations, 2015 in the period 2022-23.
- c. **Whistle blower policy:** The establishment of vigil mechanism and Whistle Blower Policy approved by the board has been implemented and no personnel has been denied access for making disclosure or report under the policy to the Audit Committee.
- d. **Details of compliance with mandatory requirement:** Your Company has complied with all the mandatory requirements of the Listing Regulations. Specifically, your Company confirms compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations.
- e. **Web links:** A policy on material subsidiaries and Policy on dealing with related party transactions has been formulated and the same is posted on the Company's website <http://www.kprindustries.in/investor.html>
- f. **Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:**
- a. Number of complaints filed during the financial year : Nil
- b. Number of complaints disposed of during the financial year: Nil
- c. Number of complaints pending as on end of the financial year : Nil
- g. **Details of compliance with discretionary requirements**
- The Company has duly fulfilled the following discretionary requirements as prescribed in Schedule II Part E of the SEBI Listing Regulations:
- ❖ **Shareholders' Rights:** As the quarterly and half yearly financial results are published in the newspapers and are also posted on the Company's website, the same are not being sent separately to the shareholders.
 - ❖ **Audit Qualifications:** The Company's financial statements for the financial year 2022-23 do not contain any audit qualification.
 - ❖ **Separate posts of Chairperson and Managing Director:** The Company has complied with the requirement of having separate persons to the post of Chairman and Managing Director. Mr. Jagadeeshwar Reddy Prodduturi, Non-executive Independent Director is the Chairman of the Company and Mr. Kishan Reddy Nalla is the Managing Director of the Company.

h. Compliance of Corporate Governance Requirements as specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of Listing Regulations.

I. DISCLOSURE ON WEBSITE IN TERMS OF LISTING REGULATIONS	
Item	Compliance (Yes/ No/ NA)
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programs imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	Not Applicable
New name and the old name of the listed entity	Not Applicable

II. ANNUAL AFFIRMATIONS		
PARTICULARS	REG NO	COMPLIANCE
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/ Compensation	17(6)	NA
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Director	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	NA
Vigil Mechanism	22	Yes

Policy for related party transactions	23(1),(5),(6),(7) &(8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2) & (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Other corporate governance requirements	27	Yes

X. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

The Company does not have any balance with respect to Demat suspense account/ unclaimed suspense account.

XI. The Board currently has sufficient range of expertise and possesses all the competencies required for effective functioning.

SKILLS, EXPERTISE AND COMPETENCIES OF DIRECTORS

The Company believes that it is the collective effectiveness of the Board that impacts Company performance and therefore members of the Board amongst themselves should have a balance of skills, experience and diversity of perspectives appropriate to the Company.

Given the Company's size, scale and diversified nature of its businesses, the Directors should possess following skills, expertise and competencies:

1. Organizational Purpose

The Company is operating to identify opportunities and threats for the Company's businesses. Ability to contribute towards creating an inspiring Vision for the Company by building synergy between serving the society and creating economic value for the Company.

2. Strategic Insight

Ability to evaluate competitive corporate and business strategies for fulfilment of its goals.

3. **Organizational Capacity Building**

Evaluate organizational capacity across relevant parameters and provide guidance on bridging gaps in capacity building.

4. **Stakeholder Value Creation**

Ability to understand processes for shareholder value creation and its contributory elements and critique interventions towards value creation for the other stakeholders.

5. **Risk Management and Compliance**

Ability to identify key risks impacting the Company's businesses and contribute towards development of systems and controls for risk management periodically.

FOR SRI KPR INDUSTRIES LIMITED

Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966

Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862

Place: Secunderabad

Date: 04.09.2023

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

We hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, affirmation that they have complied with the 'Code of Conduct' and 'Our Code' in respect of the financial year 2022-23.

FOR SRI KPR INDUSTRIES LIMITED

**Sd/-
KISHAN REDDY NALLA
MANAGING DIRECTOR
DIN: 00038966**

**Sd/-
SRINATH REDDY NALLA
WHOLE TIME DIRECTOR
DIN: 00052862**

Place: Secunderabad

Date: 04.09.2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Sri KPR Industries Limited
5th Floor, V K Towers
Sardar Patel Road,
Secunderabad 500003

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sri KPR Industries Limited having CIN L20200TG1988PLC009157 and having registered office at Vth Floor, V K Towers, Sardar Patel Road Secunderabad – 500003, Telangana, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Directors	DIN	Date of Appointment in the Company
1	Mr. Kishan Reddy Nalla	00038966	01/04/1994
2	Mr. Bhoopal Reddy Aleti	00043263	30/09/2013
3	Mr. Srinath Reddy Nalla	00052862	29/09/2001
4	Mr. Raja Reddy Gaddam	00126854	29/12/2000
5	Mr. Naveena Thammishetty Chandra	00231636	02/09/2016
6	Mr. Vineel Reddy Nalla	01514842	30/09/2013
7	Mrs. Vinitha Nalla	01636570	30/09/2013
8	Mr. Jagadeeshwar Reddy Prodduturi	02582809	14/11/2015
9	Mrs. Indani Venkata Lakshmi	06964136	14/12/2020

*The above mentioned directors are as on 31st March, 2023

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For BS & Company Company Secretaries LLP

Sd/-
D Soumya
Designated Partner
C P No: 13199
M. No. 29312
UDIN: F011754E000424683
Peer Review No.: P2008AP016900

Date: 30.05.2023
Place: Hyderabad

INDEPENDENT AUDITOR'S REPORT

To the Members of Sri KPR Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Sri KPR Industries Limited (“the Company”), which comprise the balance sheet as at March 31 2023, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant 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 standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During the year under consideration, we have no key audit matters to report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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, the 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 intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities 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 scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 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.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in "Annexure A" hereto a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has 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 has been no delay in transferring amounts, 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 (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(B) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(C) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused

us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.

- v. The company has not paid any dividend.
- vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company only w.e.f. April 1, 2023, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023

For A.M.REDDY & D.R.REDDY
Chartered Accountants,
FRN.009068S

Sd/-
R.Rama Ravi Shankar Reddy
Partner.
Membership No.217160.
Hyderabad. April 27, 2023.
UDIN: 23217160BGPOJN6445

Regarding: Sri KPR industries Limited, year ended March 31, 2023
Annexure A to audit report of even date.

Statement on the matters specified in paragraphs 3 and 4 of Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013.

(i)	(a)	The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
	(b)	The company, during the year under consideration, did not own any intangible assets.
	(c)	The Property, Plant and Equipment have been physically verified by the management at reasonable intervals. We are informed that no material discrepancies were noticed on such verification.
	(d)	The company has not revalued any of its property.
	(e)	No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
(ii)	(a)	Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verification.
	(b)	During the year, the company does not have working capital limits
(iii)		During the year the company has not made any investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties or to promoters or related parties.
(iv)		The company has not granted any loans, or made any investments, guarantees, and security, to which the provisions of sections 185 and 186 of the Companies Act 2013 apply.
(v)		The company has not accepted any deposits or any amounts that are deemed to be deposits, under the directives issued by the Reserve Bank of India to which the provisions of sections 73 to 76 of the Companies Act, 2013, apply.
(vi)		In respect of cost records, we have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of its products and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out detailed examination of the records with a view to determine whether these are accurate or complete.

(vii)	(a)	The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
(viii)		There are no amounts that are in the nature of undisclosed transactions or amounts surrendered as income in assessments under the Income Tax Act, 1961 (43 of 1961).
(ix)	(a)	The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
	(b)	The company is not declared wilful defaulter by any bank or financial institution or other lender.
	(c)	During the year the company has not availed of or has been disbursed any term loans.
	(d)	No funds raised on short term basis have been utilised for long term purposes.
	(e)	The company does not have any subsidiaries, associates or joint ventures.
	(f)	The company does not have any subsidiaries, associates or joint ventures.
(x)	(a)	The company has not raised, during the year, any amounts by way of initial public offer or further public offer (including debt instruments).
	(b)	The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(xi)	(a)	During the course of our audit, we have not come across any instances of fraud by the company or any fraud on the company.
	(b)	There is no instance, during the year under consideration, that necessitates reporting in Form ADT-4.
	(c)	There are no instances of whistle-blower complaints received during the year by the company.
(xii)		The company is not a Nidhi Company.
(xiii)		All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
(xiv)	(a)	The company has an internal audit system commensurate with the size and nature of its business. The company has engaged a firm of Chartered Accountants to carry out internal audit and submit their report to the Board of Directors and Audit Committee.
	(b)	The reports of the Internal Auditors for the period under audit have been considered by us.
(xv)		The company has not entered into any non-cash transactions with directors or persons connected with them.
(xvi)	(a)	The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).
	(b)	The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
	(c)	The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
	(d)	The company is not part of any "group" as defined under the applicable regulations / guidelines.
(xvii)		The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
(xviii)		There has not been any resignation of the statutory auditors during the year.
(xix)		On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, and our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of our audit report that company is 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.
(xx)	(a)	The company, based on the applicability of provisions of section 135 of the Companies Act, 2013 determined that an amount of Rs.6.49 lakhs is to be spent on CSR schemes on or before March 31, 2022. The said amount, we are informed will

		be deposited into a Fund specified in Schedule VII to Companies Act 2013 before the expiry of six months from the said March 31, 2022. There are no ongoing projects relating to CSR, the unspent amounts of which need to be deposited.
	(b)	There are no ongoing projects relating to CSR as on March 31, 2021 and March 31, 2022. The provisions of CSR are applicable to the company from the year 2021-22.
(xxi)		The company does not have any subsidiaries or associates or joint ventures the accounts of which are to be consolidated and as such there are no consolidated financial statements.

For A.M.REDDY & D.R.REDDY
Chartered Accountants,
FRN.009068S

Sd/-

R.Rama Ravi Shankar Reddy
Partner.
Membership No.217160.
Hyderabad. April 27, 2023.
UDIN: 23217160BGPOJN6445

Regarding: Sri KPR Industries Drugs Limited, year ended March 31, 2023.

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS

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

We have audited the internal financial controls over financial reporting of Sri KPR Industries Limited ("the Company") as of March 31, 2023, in conjunction with our audit of the 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence I / we have obtained is sufficient and appropriate to provide a basis for our adverse audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For A.M.REDDY & D.R.REDDY
Chartered Accountants,
FRN.009068S

Sd/-

R.Rama Ravi Shankar Reddy
Partner.

Membership No.217160.

Hyderabad. April 27, 2023.

UDIN: 23217160BGPOJN6445

SRI KPR INDUSTRIES LIMITED
Standalone Balance Sheet as at March 31, 2023.

Rupees in lakhs

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	11	2,014.57	2,014.57
(b) Other Equity	12	5,716.80	5,627.63
LIABILITIES			
1. Non -current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	10.84	52.01
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than those specified in item (b), to be specified)	14	-	119.54
(b) Provisions			
(c) Deferred tax liabilities (Net)	15	203.03	207.18
(d) Other non-current liabilities			
2. Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than those specified in item (c))	16	76.09	94.73
(b) Other current liabilities	17	120.88	123.00
(c) Provisions			
(d) Current Tax Liabilities (Net)		15.01	25.40
Total Equity and Liabilities		8,157.22	8,264.06
Significant Accounting Policies and Other Information	1		

Notes 1 to 23 form integral part of financial statements

As per our report of even date

For A.M.REDDY & D.R.REDDY

Chartered Accountants

FRN : 009068S

Sd/-

R.Rama Ravi Shankar Reddy

Proprietor

ICAI Membership No. 217160

Secunderabad.April 27, 2023

For and on behalf of the Board of Directors

Sd/-

N.Kishan Reddy

Managing Director

Din:00038966

Sd/-

N.Srinath Reddy

Director

Din:00052862

Sd/-

N Siddha Reddy

CFO

SRI KPR INDUSTRIES LIMITED
Standalone Balance Sheet as at March 31, 2023.

Rupees in lakhs

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
EQUITY AND LIABILITIES			
EQUITY			
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(ii) Trade payables			
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(b) Provisions			
(c) Deferred tax liabilities (Net)	15	203.03	207.18
(d) Other non-current liabilities			
2. Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than those specified in item (c))	16	76.09	94.73
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(c) Provisions			
(d) Current Tax Liabilities (Net)		15.01	25.40
Total Equity and Liabilities		8,157.22	8,264.06
Significant Accounting Policies and Other Information	1		

Notes 1 to 23 form integral part of financial statements

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
FRN : 009068S

For and on behalf of the Board of Directors

Sd/- N.Kishan Reddy Managing Director Din:00038966	Sd/- N.Srinath Reddy Director Din:00052862
--	--

Sd/-
R.Rama Ravi Shankar Reddy
Proprietor
ICAI Membership No. 217160
Secunderabad.April 27, 2023
UDIN: 23217160BGPOJN6445

Sd/-
N Siddha Reddy
CFO

SRI KPR INDUSTRIES LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

Rupees in lakhs

Particulars	Current Year 2022-23	Previous Year 2021-22
A. Cash Flow from Operating Activities		
Profit before Depreciation, Interest and Tax	234.23	279.93
Less : Other Income considered separately	(195.67)	(154.95)
Net	38.56	124.98
(Increase) / Decrease in Inventories	251.70	15.52
(Increase) / Decrease in Receivables	262.52	253.66
(Increase) / Decrease in Others	(42.39)	32.59
Increase / (Decrease) in Current Liabilities	(21.08)	29.05
Income Tax Paid	(25.40)	
Total A	463.91	455.80
B. Cash Flow from Investing Activities		
(Increase)/Decrease in Fixed Assets	14.01	0.47
(Increase)/Decrease in Long term investments	(833.33)	-
Other Income	195.67	154.95
Total B	(623.65)	155.42
C. Cash Flow from Financing Activities		
Increase/(Decrease) in Long Term Borrowings		
Increase/(Decrease) in Long Term Advances	(160.72)	(217.68)
Interest Paid	101.00	
Dividend Paid		(201.46)
Total C	(59.72)	(419.14)
D. Net Increase/(Decrease) in cash and cash equivalents [A+B+C]		
	(219.46)	192.08
Cash and cash equivalents at the beginning of the year	244.07	51.99
Cash and cash equivalents at the end of the year	24.61	244.07
Increase/(-)Decrease	(219.46)	192.08

As per our report of even date

For A.M.REDDY & D.R.REDDY

Chartered Accountants

FRN : 009068S

Sd/-

R.Rama Ravi Shankar Reddy

Partner

ICAI Membership No. 0217160

Secunderabad.April 27, 2023

UDIN 23217160BGPOJN6445

For and on behalf of the Board of Directors

Sd/-

N.Kishan Reddy

Managing Director

Din:00038966

Sd/-

N.Srinath Reddy

Director

Din:00052862

Sd/-

N Siddha Reddy

CFO

Sri KPR Industries Limited
Year ended March 31, 2023.
Notes forming part of standalone financial statements

Note 1 : SIGNIFICANT ACCOUNTING POLICIES AND OTHER INFORMATION

I. GENERAL CORPORATE INFORMATION.

Sri KPR Industries Limited ('Sri KPR') is a Public Limited company incorporated and domiciled in India, having its registered office at Secunderabad, Telangana, India. The equity shares of Sri KPR are listed on the Bombay Stock Exchange (BSE) in India.

Sri KPR is engaged in the business of manufacture and sale of Asbestos Cement (AC) Pressure Pipes and Couplings. Sri KPR has primarily two segments viz., Pipes Division and Wind Power Division. AC Pressure Pipes are manufactured at its facility located at Gundlapochampally (V), Medchal, Telangana State. Wind Power is generated through own Wind Mills located in the states of Andhra Pradesh and Madhya Pradesh.

Sri KPR has a wholly owned subsidiary viz., Sri KPR Infra & Projects Limited engaged in the business of Civil Contracts. Sri KPR Infra & Projects Limited has a 100% subsidiary viz., Sri Pavan Energy Private Limited, which is engaged in Wind Power generation.

II. Compliance with Indian Accounting Standards

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as notified under section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standard) Rules 2015. The company has uniformly applied all the applicable accounting policies during the periods presented.

III. Overall Considerations

The financial statements have been prepared using significant accounting policies that are in effect as at March 31, 2023 as presented in detail hereunder.

IV. SIGNIFICANT ACCOUNTING POLICIES

A. System of Accounting:

- i. The company follows mercantile system of accounting and recognizes Income and Expenditure on accrual basis.
- ii. The Financial statements have been prepared in all material aspects with Indian Accounting Standards (Ind AS) prescribed under the provisions of the Companies Act, 2013.
- iii. Financial statements are prepared on historical cost basis and as a going concern.

B. Revenue Recognition:

- i. Sale of goods is recognized at the point of dispatch of goods to customers and Gross Sales are inclusive of duties and taxes. On commencement of GST, sales are net of GST.

ii. Income from Sale of Wind Power is recognized based on units measured and certified by the concerned State Authorities.

iii. Dividends are recognized as income of the year in which the same are received.

C. Property, Plant & Equipment and Depreciation

- i. Property, Plant & Equipment acquired by the company are reported at acquisition value, with deductions for accumulated depreciation and impairment losses, if any.
- ii. The acquisition cost includes the purchase price (excluding refundable taxes) and expenses directly attributable to the asset to bring it to the site and in the working condition for intended use.
- iii. Depreciation is provided in accordance with Schedule II of the Companies Act, 2013 in respect of the remaining useful life of the asset as far as the existing assets are concerned. In respect of additions, depreciation is provided on the basis of the useful life of the assets as prescribed by Schedule II of Companies Act, 2013.

D. Investments

Non-current investments are stated at cost. Traded shares are stated at cost or market value whichever is lower. Mutual Fund investments are stated at lower of cost or fair value

E. Inventories

Stocks are valued at cost or realizable value whichever is lower. Cost of finished goods for this purpose is arrived at on absorption costing.

F. Staff Benefits

Provident Fund Contributions and other staff benefits are accounted on accrual basis. The company is in the process of ascertaining appropriate Group Gratuity Scheme for subscription and the premium / contributions towards the same will be charged to revenue as and when paid. Pending the finalization of the scheme gratuity payments if any, made to the employees is charged to revenue as and when paid.

G. Borrowing Costs:

Costs in respect of borrowings for acquiring / constructing fixed investments, relating to the period they are operational, are capitalized to such investments. Borrowing costs relating to period after the commencement of operations of the project are charged to revenue.

H. Current and Deferred Tax

Accounting treatment in respect of current and deferred tax is in accordance with Indian Accounting Standard 12 (Ind AS 12): "Income Taxes".

I. Impairment of Assets:

The carrying amounts of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal / external factors. An impairment loss will be recognized wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to the present value using the

weighted average cost of capital. In carrying out such exercise, due effect is given to the requirements of Schedule II of the Companies Act, 2013.

J. Earnings Per Share (EPS):

This is calculated by dividing the net profit after tax (PAT) for the period attributable to equity shareholders, by number of shares outstanding at the end of the year. In case there are any changes in the equity during the year, EPS would be calculated on the weighted average number of shares outstanding during the period including adjustments of bonus issue, if any.

K. Dividends

Dividends on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at the year end. Dividends, as and when paid are deducted from accumulated free reserves.

V. Foreign exchange earnings & outgo

Particulars	Current Year	Previous Year
Earning	-	-
Outgo – Towards import of raw material	-	-
In US \$	-	-
In Indian Rupees	-	-

VI. The details with respect to the dues under MSME Act are being furnished to the extent details are available with the company. The company has written to its creditors seeking details of their status under the MSME Act. However, there are no dues to the creditors that are more than one year old.

VII. Related Party Transactions

Rupees in Lacs					
Name of the Related Party (Relation)	Nature of Transaction	Transaction Value	Maximum Balance	Year-end balance (+) Receivable / (-) Payable	Amount written-off returned back
Sri KPR Infra & Projects Ltd (A 100% Subsidiary)	Sale of Pipes	Nil	Nil	Nil	Nil
Sri KPR Infra & Projects Ltd (A 100% Subsidiary)	Advance Given		1969.46	(+)1868.46	Nil
Sri. N. Srinath Reddy	Director's remuneration	9.00	-	Nil	Nil
Smt.N.Vinitha (Director)	Rent	3.19	-	Nil	Nil

VIII. Segment Particulars**Rupees in Lacs**

Particulars	Current Year		Previous Year	
	Wind Power	Pipes	Wind Power	Pipes
Nature of the Segment				
Revenues	287.14	210.38	320.64	180.05
Identifiable Operating Expenses				
a. Maintenance and Other Expenses	56.70	206.61	53.62	167.34
b. Interest			-	-
c. Depreciation	110.99	23.20	110.98	26.59
Segment Operating Income	119.45	-19.43	156.04	-13.88
Segment Assets	1542.20	6615.02	1653.18	6610.89
Segment Liabilities		425.54	Nil	621.87
Segment EPS	0.54	(0.10)	0.69	(0.07)

The manufacturing activity of Asbestos Cement Pressure Pipes has been discontinued and the plant and machinery sold. The company continues to hold some of the stocks and the same will be sold in the subsequent year. The operational results relating to the same are not material and hence EPS of discontinued operations is not determined separately. The EPS relating to the said division is mentioned hereinabove as part of segment reporting. The operations shall be deemed to be fully discontinued upon sale of the remaining stocks.

- IX.** Previous year's figures are regrouped and reclassified wherever considered necessary to conform with the current year grouping / classifications. This includes the reclassification necessitated by conversion into Ind AS and amalgamation of the subsidiaries.
- X.** The Financial statements are presented in Indian Rupees which is also the functional and presentation currency of the company and all amounts are rounded off to nearest rupee.

SRI KPR INDUSTRIES LIMITED
Year ended March 31 2022
Notes Forming Financial Statements

Note 2 : Property Plant And Equipment

Rupees in lakhs											
Sl.No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 01.04.2022	Additions	Deletions	As at 31.03.2023	As at 01.04.2022	Disposals	For the Period	As at 31.03.2023	As at 31.03.2023	As at 31.3.2022
1	Land	2,863.07			2,863.07				-	2,863.07	2,863.07
2	Office Equipment	26.12			26.12	24.85			24.85	1.27	1.27
3	Vehicles	24.04			24.04	8.59		3.86	12.45	11.59	15.45
4	Factory Building	454.64			454.64	322.61		18.86	341.47	113.18	132.04
5	Non - Factory Building	24.03			24.03	23.81			23.81	0.22	0.22
6	Plant & Machinery	588.99		588.99	-	575.04	575.04		-	-	13.95
7	Disel Generator	20.63		20.63	-	19.60	19.60		-	-	1.03
8	Misc.Fixed Assets	67.65			67.65	63.78		0.49	64.27	3.38	3.87
9	Pollution Control Equipment	60.80			60.80	60.65			60.65	0.15	0.15
10	Wind Mill	2,528.39			2,528.39	875.20		110.99	986.19	1,542.20	1,653.18
	Total	6,658.36		609.62	6,048.74	1,974.14	594.65	134.20	1,513.69	4,535.05	4,684.22

The plant and machinery relating to the manufacture of asbestos cement pressure pipes division has been sold during the year.

Sri KPR Industries Limited
Notes forming part of financial statements

Particulars	Rupees in lakhs	
	As at 31st March, 2023	As at 31st March, 2022
Note 3: Investments		
Quoted		
8500 equity shares of Rs.2 each in Balaji Amines Limited (Market value is 164.41 Lakh Rupees ;PY 250.36 Lakh Rupees) Of these 8500 shares, 4500 shares have been given on stock lending basis to 100% subsidiary Sri KPR Infra & Projects Limited and given as margin money for trading purposes. The shares are held in DMAT account held in the name of the said subsidiary.	0.18	0.18
Unquoted		
35,00,000 equity shares of Rs.10/ each in Sri KPR Infra & Projects Limited (100% subsidiary)	350.00	350.00
Government securities		
Indira Vikas Patra & National Saving Certificates	0.26	0.26
Total	350.43	350.43
Note 4 : Loans		
Unsecured loan to Sri KPR Infra & Projects Limited (100% subsidiary)	1,868.46	1,969.46
Total	1,868.46	1,969.46
Note 5 : Other financial assets		
Deposits	46.80	46.80
Total	46.80	46.80
Note 6 : Inventories [As verified, valued and certified by the Management]		
Work-in-Process & Finished goods	105.33	200.21
Traded Securities		156.83
Total	105.33	357.03
Note 7 : Investments		
Investment in Mutual Funds & Others	833.33	-
Total	833.33	-
Note 8: Trade receivables (Also refer Aging Schedule)		
(a) Trade Receivables considered good - Secured;		
(b) Trade Receivables considered good - Unsecured;	304.99	567.51
(c) Trade Receivables which have significant increase in Credit Risk; and		
(d) Trade Receivables - credit impaired.]	-	
Total	304.99	567.51
Note 9: Cash and cash equivalents		
Cash in hand	1.27	2.20
In Current Accounts	23.35	241.87
Total	24.61	244.07
Note 10: Other current assets		
Balance with Revenue Authorities	-	0.16
Income Tax and TDS	57.04	42.65
Others	29.88	1.72
Total	86.92	44.53

Sri KPR Industries Limited
Notes forming part of financial statements

Rupees in lakhs

Note 11 : Equity share capital			
a. Authorised			
2,10,00,000 Equity Shares of Rs. 10/- each.		2,100.00	2,100.00
		2,100.00	2,100.00
b. Issued, subscribed & paid up			
2,01,45,695 Equity Shares of Rs. 10/- each fully paid up (Ref Note 10 - Changes in Equity)		2,014.57	2,014.57
		2,014.57	2,014.57
c. Par value of shares		10/-	10/-
d. Number of shares outstanding at beginning of the year		2,01,45,695	2,01,45,695
Changes during the year			
Number of shares outstanding at end of the year		2,01,45,695	2,01,45,695
e. Restriction on disbursement of Dividend - Nil			
f. Particulars of promoter holding			
		As at 31.03.2023	As at 31.03.2022
Sl. No.	Name of the Shareholder	No of shares	%
No of shares	%	No of shares	%
1.	N.Kishan Reddy	1958785	9.72
2.	G.Raja Reddy	1483802	7.37
3.	N.Vijaya	1733085	8.60
4.	N.Vineel Reddy	2610954	12.96
5.	N.Vinitha	1699062	8.43
6.	N.Srinath Reddy	803622	3.99
7.	G Sunitha	682763	3.39
8.	N.Vineela	711300	3.53
9.	N.Deepthi	224587	1.11
10.	N.Saritha	319867	1.59
11.	N.Rajeshwar Reddy	53828	0.27
12.	G Hemanth Reddy	153130	0.76
13.	G Madhumati Devi	93256	0.46
h. The company has only one class of shares i.e. Equity Shares.			
Note 13 : Borrowings			
Deffered Sales Tax		10.84	52.01
Total		10.84	52.01
Note 14 : Other financial Liabilities			
Performance retention monies		-	119.54
Total		-	119.54
NOTE 15 : Deffered tax liabilities / assets			
Beginning of the year		207.18	215.11
Increase / (Decrease) in Deffered Tax liability on account of timing difference originating during the year		(4.15)	(7.94)
Net deffered tax liability as on 31/03/2023		203.03	207.18
Note 16: Trade payables (Also refer Aging Schedule)			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise		76.09	94.73
Total		76.09	94.73
Note 17 : Other current liabilities			
Others		120.88	123.00
Total		120.88	123.00

SRI KPR INDUSTRIES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	Rupees in lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Note 18 : Revenue From Operations		
Sale of asbestos cement pressure pipes	29.18	29.99
Less : GST	14.48	4.88
Net sales	14.71	25.10
Sale of wind electric power	287.14	320.64
Total	301.85	345.75
Note 19 : Other Income		
Dividend	1.11	3.19
Interest	2.32	23.72
Profit on sale of assets	20.85	0.18
Profit on sale of shares	-	105.49
Credits written back	125.14	4.40
Misc. Income	-	9.84
LIC maturity	46.25	-
Chit dividend	-	8.13
Total	195.67	154.95
Note 20 : Changes in Inventories of Finished Goods & Work in Process		
(a) Opening Stock		
Finished Goods & Work in Progress	200.21	241.43
(b) Closing Stock		
Finished Goods & Work in Progress	105.33	200.21
Difference of (b) and (a) Increase (+) / Decrease(-)	(94.87)	(41.22)
Note 21 : Other manufacturing expenses		
Repairs & Maintenance - Plant & Machinery	-	1.00
Repairs & Maintenance - Building & Others	1.06	0.74
Power & Fuel	11.52	9.66
Loading & Unloading charges	-	1.57
Other expenses	1.76	0.39
Total	14.35	13.36
Note 22 : Employee benefits		
Salaries, wages and bonus	24.21	26.59
Contribution to Provident Fund and other Funds	2.42	3.37
Gratuity	0.62	6.83
Staff welfare expenses	1.85	0.94
Professional tax	0.25	0.25
Total	29.35	37.97

Particulars	Rupees in lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Note 23 : Other Expenses		
Rent	3.19	3.04
Trading items	-	0.67
Auditors remuneration	3.50	3.50
Insurance	16.43	17.83
Directors remuneration	9.00	12.00
Windmill expenses	56.70	53.62
Other expenses	35.91	37.75
Total	124.72	128.41

Notes 1 to 23 form integral part of financial statements

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
FRN : 009068S

For and on behalf of the Board of Directors

Sd/-
R.Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
Secunderabad, April 27, 2023
UDIN: 23217160BGPOJN6445

Sd/-
N.Kishan Reddy
Managing Director
Din:00038966

Sd/-
N.Srinath Reddy
Director
Din:00052862

Sd/-
N Sidda Reddy
CFO & Compliance Officer

A. Equity Share Capital**(1) Current reporting period - Year ended March 31, 2023****Rupees in lakhs**

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
2,014.57	-	-	-	2,014.57

(2) Previous reporting period - Year ended March 31, 2022**Rupees in lakhs**

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
2,014.57	-	-	-	2,014.57

Sri KPR Industries Limited

Year ended March 31, 2023.

A. Aging Schedule of Receivables

Particulars	Outstanding for following periods from due date of payment.					Rs in Lakhs
	Less than 6 months	6 months -1year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	36.88	268.11				304.49
(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	-	-	-	-	-	-

B. Trade Payables aging schedule

Outstanding for following periods from due date of payment					
Particulars	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME		-	-	-	-
(ii)Others	76.08				
(iii) Disputed dues –MSME	-	-	-	-	-
(iv)Disputed dues- Others	-	-	-	-	-

(A) Accounting Ratios

Rupees in lakhs

Ratio	Formula	CURRENT YEAR			PREVIOUS YEAR			Variance	Remarks
		Numerator	Denominator	Ratio	Numerator	Denominator	Ratio	%	
Current Ratio,	Current Assets / Current Liabilities	1355.19	211.98	6.29	1213.13	243.15	4.99	15.89	
Debt-Equity Ratio	Long Term Debt / Shareholders' Equity	N.A	N.A		N.A	N.A	N.A		
Debt Service Coverage Ratio	Earnings Available for debt service/ (Interest + Instalments)	N.A	N.A		N.A	N.A	N.A		
Return on Equity Ratio	PAT/Equity Shareholders Funds	89.17	7731.37	0.01	124.69	7642.20	0.01		
Inventory turnover ratio	Cost of Goods Sold/ Average Inventory	94.85	152.77	0.62	25.11	220.82	0.11	-463.64	Note 1
Trade Receivables turnover ratio.	Total Sales/ Average Trade Receivables	301.85	436.25	0.69	345.75	694.34	0.50	38.00	
Trade payables turnover ratio,	Total Purchases/ Average Trade Payables	N.A	N.A	N.A	N.A	N.A	N.A		
Net capital turnover ratio	Sales / Capital Employed	301.85	7731.37	0.04	345.75	7642.20	0.04	NIL	
Net profit ratio.	Net Profit (PAT)/ Sales	89.17	497.52	0.18	124.69	500.69	0.25	-28.00	Note 2
Return on Capital employed	EBIT/Capital Employed	100.03	7731.37	0.01	142.16	7642.20	0.01		

Notes:

1. The variance is on account of reduction of net realizable value of the inventory.
2. On account of lower profits.

INDEPENDENT AUDITOR'S REPORT

To the Members of Sri KPR Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Sri KPR Industries Limited [hereinafter referred to as the 'Holding Company'] and its 100% subsidiary Sri KPR Infra & Projects Limited (including its 100% subsidiary Sri Pavan Energy Private Limited) [Holding Company, the subsidiary and its subsidiary together referred to as "the Group"], which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2023, of consolidated profit, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During the course of our audit, we have not identified any key audit matters that require specific mention in this section of our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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 Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates and jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. 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 ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.

- e. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- f. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this

Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure.
- g. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company and the subsidiary company to its respective directors during the year is in accordance with the provision of section 197 of the Act. (h)
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) There are no impending litigations that have a significant impact on the financial position of the group, either in the holding company or any of its subsidiaries.
 - (ii) The Group, did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and jointly controlled companies incorporated in India.
 - (iv) (a) The respective Managements of the Holding Company and its subsidiary company have represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its subsidiary company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Managements of the Holding Company and its subsidiary company have represented, that, to the best of its knowledge and belief, no funds (which are

material either individually or in the aggregate) have been received by the Holding Company or its subsidiary company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (v) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, 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
- (vi) No dividends have been paid during the year.
- (vii) As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable to the Holding Company and subsidiary company only w.e.f. April 1, 2023, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

As per our report of even date
For A.M REDDY & D.R. REDDY
Chartered Accountants
FRN: 009068S

Sd/-
R. Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
Secunderabad. April 27, 2023.
UDIN: 23217160BGPOJO2492

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT (Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sri KPR Industries Limited, of even date, on the Consolidated Financial Statements)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Sri KPR Industries Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

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

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

As per our report of even date
For A.M REDDY & D.R. REDDY
Chartered Accountants
FRN: 009068S

Sd/-
R. Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
Secunderabad. April 27, 2023
UDIN: 23217160BGPOJO2492

SRI KPR INDUSTRIES LIMITED
Consolidated Balance Sheet as at March 31, 2023.

Rs in Lakhs

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
1. Non - current assets			
a. Property, Plant and Equipment	2	9079.42	9236.35
b. Capital Work in Progress			
c. Investment Property			
d. Goodwill			
e. Other Intangible assets			
f. Intangible assets under development			
g. Biological Assets other than bearer plants			
h. Financial Assets			
(i) Investments	3	0.44	0.44
(ii) Trade Receivables			
(iii) Loans			
(iv) Other Financial Assets	4	46.80	46.80
i. Deferred tax assets (net)			
j. Other non-current assets			
2. Current assets			
(a) Inventories	5	535.77	649.61
(b) Financial Assets			
(i) Investments	6	1478.88	
(ii) Trade Receivables	7	969.93	1345.44
(iii) Cash and cash equivalents	8	186.71	571.69
(iv) Bank balances other than (iii) above			
(v) Loans			
(vi) Others (to be specified)			
(c) Current Tax Assets (Net)			
(d) Other current assets	9	495.48	979.38
Total Assets		12,793.43	12,829.71
Significant Accounting Policies and Other Information	1		

Notes 1 to 23 form integral part of financial statements

As per our report of even date
For A.M REDDY & D.R.REDDY
Chartered Accountants
FRN : 009068S

Sd/-
R.Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
Secunderabad.April 27, 2023
UDIN: 23217160BGPOJO2492

For and on behalf of the Board of Directors

Sd/-	Sd/-
N.Kishan Reddy	N.Srinath Reddy
Managing Director	Director
Din:00038966	Din:00052862

Sd/-
N Siddha Reddy
CFO

Sri KPR Industries Limited
Consolidated Balance Sheet as at March 31, 2023.

Rs in Lakhs

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	10	2014.57	2014.57
(b) Other Equity	11	8944.16	8625.47
LIABILITIES			
1. Non -current liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	72.34	122.69
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than those specified in item (b), to be specified)	13	561.17	866.91
(b) Provisions			
(c) Deferred tax liabilities (Net)	14	373.99	370.71
(d) Other non-current liabilities			
2. Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than those specified in item (c))	15	140.05	89.19
(b) Other current liabilities	16	628.46	714.55
(c) Provisions			
(d) Current Tax Liabilities (Net)		58.69	25.40
Total Equity and Liabilities		12,793.43	12,829.49
Significant Accounting Policies and Other Information	1		

As per our report of even date
For A.M REDDY & D.R.REDDY
Chartered Accountants
FRN : 009068S

Sd/-
R.Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
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For and on behalf of the Board of Directors

Sd/-	Sd/-
N.Kishan Reddy	N.Srinath Reddy
Managing Director	Director
Din:00038966	Din:00052862

Sd/-
N Siddha Reddy
CFO

SRI KPR INDUSTRIES LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

Rupees in lakhs

Particulars	Current Period 2022-23	Previous Year 2021-22
A. Cash Flow from Operating Activities		
Profit before Depreciation, Interest and Tax	808.65	445.17
Less : Other Income considered separately	(232.26)	(285.98)
Net	576.39	159.19
(Increase) / Decrease in Inventories	113.84	58.19
(Increase) / Decrease in Receivables	375.51	(298.79)
(Increase) / Decrease in Investments	(1,478.88)	
(Increase) / Decrease in Others	483.69	490.59
Increase / (Decrease) in Current Liabilities	(24.79)	(11.29)
Income Tax Paid	(25.40)	(12.88)
Total A	20.36	385.01
B. Cash Flow from Investing Activities		
(Increase)/Decrease in Fixed Assets	(277.65)	(0.16)
(Increase)/Decrease in Long term investments		
Other Income	232.26	285.98
Total B	(45.39)	285.82
C. Cash Flow from Financing Activities		
Increase/(Decrease) in Long Term Borrowings	(352.38)	(164.09)
Interest Paid	(7.47)	(2.67)
Dividend Paid	-	(201.46)
Total C	(359.85)	(368.22)
D. Net Increase/(Decrease) in cash and cash equivalents [A+B+C]		
	(384.88)	302.61
Cash and cash equivalents at the beginning of the year	571.69	269.08
Cash and cash equivalents at the end of the Period	186.81	571.69
Increase/(-)Decrease	(384.88)	302.61

For A.M.REDDY & D.R.REDDY

Chartered Accountants

FRN : 009068S

Sd/-

Proprietor

R.Rama Ravi Shankar Reddy

Proprietor

ICAI Membership No. 217160

Secunderabad.April 27, 2023

UDIN: 23217160BGPOJO2492

For and on behalf of the Board of Directors

Sd/-

N.Kishan Reddy

Managing Director

Din:00038966

Sd/-

N Siddha Reddy

CFO

Sd/-

N.Srinath Reddy

Director

Din:00052862

Sri KPR Industries Limited
Year ended March 31, 2023.
Notes forming part of consolidated financial statements

1. SIGNIFICANT ACCOUNTING POLICIES & OTHER INFORMATION

A. BASIS OF CONSOLIDATION AND PRESENTATION:

- i. The financial statements of Sri KPR Industries Limited (Holding Company) and Sri KPR Infra & Projects Limited (a 100% Subsidiary) have been consolidated in accordance with the Indian Accounting Standard 110, Ind AS – 110 “Consolidated Financial Statements”, and are presented to the extent possible in the same manner as the Company’s separate financial statements. The consolidation is carried out on the basis of the consolidated statements of the subsidiary, which include the financial statements of its subsidiary Sri Pavan Energy Private Limited in which the subsidiary holds 100% equity.
- ii. Both the holding company and the subsidiary follow same set of accounting policies in the preparation and presentation of the financial statements.
- iii. **Minority Interest:** As the subsidiaries are wholly owned, no minority arises.

B. GENERAL CORPORATE INFORMATION.

The holding company is engaged in the business of manufacture of A C Pressure Pipes and Couplings. The wholly owned subsidiary is engaged in the business of civil contracts. The holding company, the subsidiary and its subsidiary generate Wind Power through the Wind Power Units respectively owned by them.

C. SYSTEM OF ACCOUNTING:

- i. The company follows mercantile system of accounting and recognizes Income and Expenditure on accrual basis.
- ii. The Financial statements have been prepared in all material aspects with Indian Accounting Standards (Ind AS) as notified under the Companies Act, 2013.
- iii. Financial statements are prepared on historical cost basis and as a going concern.

D. REVENUE RECOGNITION:

- i. Sale of goods is recognized at the point of dispatch of goods to customers and Gross Sales are inclusive of GST.
- ii. Income from Sale of Wind Power is recognized on the basis of units measured and certified by the concerned Electricity Board Authorities.
- iii. Dividends are recognized as income of the year in which the same are received.
- iv. Income from traded shares is recognized upon sale of the same and until then the shares on hand are valued at cost or market value whichever is lower.
- v. Income in respect of laying and jointing civil works is accounted in accordance with Indian Accounting Standard 115, (Ind AS 115) Revenue from Contracts with Customers and the revenues in respect of the same are recognized on the basis of work completion certificates issued by the contractees (viz., the Government Departments) and the work in progress is accounted on the basis of costs incurred pending billing.

E. PROPERTY, PLANT & EQUIPMENT AND DEPRECIATION:

- i. Property, Plant & Equipment acquired by the company are reported at acquisition value, with deductions for accumulated depreciation and impairment losses, if any.
- ii. The acquisition cost includes the purchase price (excluding refundable taxes) and expenses directly attributable to the asset to bring it to the site and in the working condition for intended use.
- iii. Depreciation is provided in accordance with Schedule II of the Companies Act, 2013 in respect of the remaining useful life of the asset as far as the existing assets are concerned. In respect of additions, depreciation is provided on the basis of the useful life of the assets as prescribed by Schedule II of Companies Act, 2013.

F. SALE OF PLANT & MACHINERY

The plant and machinery relating to the manufacturing of Asbestos Cement Pressure Pipes has been disposed of during the year 2022-23. The inventories remaining as at the end of the will be sold in the subsequent year and the activity totally discontinued. The profits / losses and the scale of operations and the assets of this division are not material compared to the overall operations of the company The EPS relating to this activity has been separately disclosed under the heading Segment Results.

G. INVESTMENTS:

Non-current investments are stated at cost. Traded shares are stated at cost or market value whichever is lower. Investment in Mutual Funds are stated at lower of cost of fair value.

H. INVENTORIES:

Stocks are valued at cost or realizable value whichever is lower. Cost of finished goods for this purpose is arrived at on absorption costing basis and is inclusive of excise duty. Civil contract work in progress is valued at cost.

I. STAFF BENEFITS:

Provident Fund Contributions and other staff benefits are accounted on accrual basis. The company is in the process ascertaining appropriate Group Gratuity Scheme for subscription and the premium / contributions towards the same will be charged to revenue as and when paid.

J. BORROWING COSTS:

Costs in respect of borrowings for acquiring / constructing fixed investments, relating to the period they are operational, are capitalized to such investments. Borrowing costs relating to period after the commencement of operations of the project are charged to revenue.

K. CURRENT TAX AND DEFERRED TAX:

Accounting treatment in respect of current tax and deferred taxation is in accordance with Indian Accounting Standard 12: "Income Taxes".

L. SEGMENT PARTICULARS

Particulars	Civil Contracts		Wind Power	
	Rupees in Lacs			
	Current Year	Previous Year	Current Year	Previous Year
Nature of the Segment	Rupees in Lacs		Rupees in Lacs	
Revenues	334.79	209.85	1070.57	789.86
Identifiable Operating Expenses	323.41	300.36	671.36	633.83
Allocated Expenses	-	--		--
Un-allocable Expenses	-	--		--
Segment Operating Income	11.38	(90.51)	399.21	156.03
Profit before Tax	11.38	(90.51)	399.21	156.90
Net Assets (Segment Assets – Segment Liabilities)	(1495.94)	(1299.74)	5836.93	5954.83

M. FOREIGN EXCHANGE EARNINGS & OUTGO

Particulars	Current Year 31.03.2023	Previous Year 31.03.2022
Earnings	Nil	Nil
Outgo – Towards import of raw material		
In US \$	Nil	Nil
In Indian Rupees	Nil	Nil

N. Additional Information pursuant to Schedule III of Companies Act, 2013

Sl.No.	Particulars	Rupees in lakhs
		Particulars
1.	Name of the entity in the group	Sri KPR Infra & Projects Limited
2.	Nature of Subsidiary	Indian Subsidiary
3.	Net Assets i.e. total assets minus total liabilities	
	a. As % of Consolidated net assets	32.46
	b. Amount – Rs in lakhs	3577.38
4.	Share in profit or loss	
	a. As % of consolidated profit or loss	72.91
	b. Amount – Rs. in Lakhs	240.06)
5.	Share in other comprehensive income	
	a. As % of consolidated other comprehensive income	-
	b. Amount	
6.	Share in total comprehensive income	
	a. As % of consolidated total comprehensive income	-
	b. Amount	-
7.	Foreign Subsidiaries	-
8.	Associates	-
9.	Joint Ventures	-

O. The above notes are the disclosures relevant to consolidated financial statements only. The completed disclosures, as required are made in the standalone and the financial statements of the holding and subsidiary companies respectively. Material items however are disclosed as part of notes to consolidated financial statements.

P. Previous year's figures are regrouped and reclassified wherever considered necessary.

SRI KPR INDUSTRIES LIMITED
Year ended March 31 2023
Notes Forming Consolidated Financial Statements

Note 2 : Property Plant And Equipment

Rs in lakhs

SI.No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 31.3.2022	Additions	Adjustment	As at 31.03.2023	As at 31.3.2022	Disposals	For the Period	As at 31.03.2023	As at 31.03.2023	As at 31.3.2022
1	Land	3028.00			3,028.00				-	3,028.00	3,028
2	Furniture & Fixtures	2.10	1.30		3.40	1.06		0.250	1.31	2.09	1.04
3	Office Equipment	28.27			28.27	25.08		0.17	25.25	3.02	3.19
4	Vehicles	159.25			159.25	71.87		17.89	89.76	69.49	87.38
5	Factory Building	464.99			464.99	322.60		18.86	341.46	123.53	142.39
6	Non - Factory Building	24.03			24.03	23.98			23.98	0.05	0.05
7	Plant & Machinery	588.99		588.99	0.00	575.04	575.04		0	0.00	13.95
8	Diesel Generator	20.63		20.63	0.00	19.74	19.74		0	0.00	0.89
9	Misc. Fixed Assets	67.82			67.82	63.77		0.53	64.3	3.52	4.05
10	Pollution Control Equipment	60.80			60.80	60.65			60.65	0.15	0.15
11	Testing Equipment	0.96			0.96	0.92			0.92	0.04	0.04
12	Computers	3.13			3.13	2.74		0.23	2.97	0.16	0.39
13	Wind Mills	7954.02	266.61		8,220.63	2021.16		370.08	2391.24	5,829.39	5,932.86
14	Wind Mill Land Lease	35.88			35.88	13.91		1.99	15.9	19.98	21.97
	Total	12438.87	267.91	609.62	12097.16	3202.52	594.78	410.00	3017.74	9079.42	9236.35

SRI KPR INDUSTRIES LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	Rs in Lakhs	
	As at 31st March, 2023	As at 31st March, 2022
Note 3: Investments		
Quoted		
8500 equity shares of Rs.2 each in Balaji Amines Limited (Market value is Rs.164.41 lakhs PY Rs. 250.36 Lakhs)	0.17	0.17
Government securities		
Indira Vikas Patra & National Saving Certificates	0.27	0.27
Total	0.44	0.44
Note 4 : Other financial assets		
Deposits	46.80	46.80
Total	46.80	46.80
Note 5 : Inventories		
[As verified, valued and certified by the Management]		
Work-in-Process & Finished Goods	230.94	424.39
Traded Securities	304.83	225.22
Total	535.77	649.61
Note 6 : Investments		
Invetsment in Mutual funds and others	1,478.88	
Total	1,478.88	
Note7: Trade receivables (Ref Note 1)		
(a) Trade Receivables considered good - Secured;		
(b) Trade Receivables considered good - Unsecured;	969.93	1345.44
(c) Trade Receivables which have significant increase in Credit Risk; and		
(d) Trade Receivables - credit impaired.]	-	
Total	969.93	1,345.44
Note 8: Cash and cash equivalents		
Cash in hand	7.63	5.86
In Current Accounts & Deposit accounts	179.08	565.83
Total	186.71	571.69
Note 9: Other current assets		
Balance with Revenue Authorities	23.95	19.79
Income Tax and TDS	160.97	139.99
FSD s	276.91	275.26
Advance for capital goods		266.61
Others	33.65	277.73
Total	495.48	979.38
Note 10: Equity share capital		
a. Authorised		
2,10,00,000 Equity Shares of Rs. 10/- each.	2100.00	2100.00
	2,100.00	2,100.00
b. Issued, subscribed & paid up		
2,01,45,695 Equity Shares of Rs. 10/- each fully paid up (Ref Note10A)	2014.57	2014.57
	2,014.57	2,014.57
c. Par value of shares	10/-	10/-
d. Number of shares outstanding at begining of the year	2,01,45,695	2,01,45,695
Changes during the year		
Number of shares outstanding at end of the year	2,01,45,695	2,01,45,695
e. Restriction on disbursement of Dividend - Nil		

SRI KPR INDUSTRIES LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

f. Particulars of promoter holding					
Sl. No. Name of the Shareholder		As at 31.03.2023		As at 31.03.2022	
		No of shares	%	No of shares	%
1.	N.Kishan Reddy	1958785	9.72	1958785	9.72
2.	G.Raja Reddy	1483802	7.37	1483802	7.37
3.	N.Vijaya	1733085	8.60	1733085	8.60
4.	N.Vineel Reddy	2610954	12.96	1899654	9.43
5.	N.Vinitha	1699062	8.43	1699062	8.43
6.	N.Srinath Reddy	803622	3.99	803622	3.99
7.	G Sunitha	682763	3.39	682763	3.39
8.	N.Vineela	711300	3.53	711300	3.53
9.	N.Deepthi	224587	1.11	224587	1.11
10.	N.Saritha	319867	1.59	319867	1.59
11.	N.Rajeshwar Reddy	53828	0.27	53828	0.27
12.	G Hemanth Reddy	153130	0.76	153130	0.76
13.	G Madhumati Devi	93256	0.46	93256	0.46
h. The company has only one class of shares i.e. Equity Shares.					
Note 12 : Borrowings					
Secured					
	Kotak Mahindra car loan		1.51		10.68
	Federal bank car loan				
Unsecured					
	Directors		60.00		60.00
	Defered Sales Tax		10.83		52.01
	Total		72.34		122.69
Note 13 : Other financialLiabilities					
	Performance retention monies				119.54
	Others		561.17		747.37
	Total		561.17		866.91
NOTE 14 : Deffered tax liabilities / assets					
	Beginning of the year		370.71		379.61
	Increase / (Decrease) in Deferred Tax liability on account of timing difference originating during the year		3.28		(8.90)
	Net deferred tax liability as on 31/03/2023		373.99		370.71
Note 15: Trade payables					
	(A) Total outstanding dues of micro enterprise and small enterprise and				
	(B) Total outstanding dues creditors other than of micro enterprise and small enterprise		140.05		89.19
	Total		140.05		89.19
Note 16 : Other current liabilities					
	Current maturity of long term debt		9.41		9.41
	Others		619.05		705.14
	Total		628.46		714.55

SRI KPR INDUSTRIES LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Rs in Lakhs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Note 17 : Revenue From Operations		
Sale of asbestos cemnt presuure pipes	25.18	29.99
Less : GST	14.68	4.88
Net sales	10.50	25.11
Gross contract receipts	323.50	78.78
Sale of wind electric power	1049.50	789.89
Total	1,383.50	893.78
Note 18 : Other Income		
Dividend	1.88	3.59
Interest	3.32	30.04
Profit on sale of assets	20.85	0.34
Profit on sale of shares	9.67	107.39
Write offs	125.15	101.03
Misc. Income		9.84
Proceeds from LIC Maturity	46.25	-
Prior period income		6.59
Profit on redemption of mutual funds	4.06	2.24
Profit on sale of long term investments	-	-
Other sales		16.75
GBI	21.08	8.16
Total	232.26	285.97
Note 19 : Cost of materials consumed		
Opening stock	-	-
Add : Purchases		1.50
Sub - Total	-	1.50
Less : Closing stock	-	-
Total	-	1.50
Note 20 : Changes in Inventories of Finished Goods & Work in Process		
(a) Opening Stock		
Finished Goods & Work In Progress	424.40	576.68
(b) Closing Stock		
Finished Goods & Workin progress	230.84	424.40
Difference of (b) and (a) Increase (+) / Decrease(-)	193.56	152.28

SRI KPR INDUSTRIES LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Rs in Lakhs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Note 17 : Revenue From Operations		
Sale of asbestos cemnt presuure pipes	25.18	29.99
Less : GST	14.68	4.88
Net sales	10.50	25.11
Gross contract receipts	323.50	78.78
Sale of wind electric power	1049.50	789.89
Total	1,383.50	893.78
Note 18 : Other Income		
Dividend	1.88	3.59
Interest	3.32	30.04
Profit on sale of assets	20.85	0.34
Profit on sale of shares	9.67	107.39
Write offs	125.15	101.03
Misc. Income		9.84
Proceeds from LIC Maturity	46.25	-
Prior period income		6.59
Profit on redemption of mutual funds	4.06	2.24
Profit on sale of long term investments	-	-
Other sales		16.75
GBI	21.08	8.16
Total	232.26	285.97
Note 19 : Cost of materials consumed		
Opening stock	-	-
Add : Purchases		1.50
Sub - Total	-	1.50
Less : Closing stock	-	-
Total	-	1.50
Note 20 : Changes in Inventories of Finished Goods & Work in Process		
(a) Opening Stock		
Finished Goods & Work In Progress	424.40	576.68
(b) Closing Stock		
Finished Goods & Workin progress	230.84	424.40
Difference of (b) and (a) Increase (+) / Decrease(-)	193.56	152.28

SRI KPR INDUSTRIES LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 21 : Other manufacturing & Civil work expenses		
Repairs & Maintainance - Palnt & Machinery		1.00
Repairs & Maintainance - Building & Others	1.06	0.74
Power & Fuel	11.52	9.66
Stores & Spares	-	-
Loading & Unloading charges		1.57
Direct civil work expenses	234.47	240.79
Duties & Taxes		0.30
Insurance premium on contracts	2.22	2.18
Other expenses	1.76	0.39
Total	251.03	256.63
Note 22 : Employee benefits		
Salaries,wages and bonus	38.98	39.85
Contribution to Provident Fund and other Funds	9.01	8.14
Gratuity	1.25	10.63
Staff welfare expenses	3.45	1.84
Professional tax	0.25	0.25
Conveyance	10.02	7.72
Total	62.96	68.43
Note 23 : Finance cost		
Banks	6.02	
Other borrowing costs	1.45	2.72
Total	7.47	2.72
Note 24 : Other Expenses		
Rent	6.38	6.32
Trading items		0.67
Auditors remuneration	6.18	6.18
Insurance	30.85	32.21
Directors remuneration	31.50	12.00
Other expenses	224.66	198.33
Total	299.57	255.71

As per our report of even date
For A.M REDDY & D.R.REDDY
Chartered Accountants
FRN : 009068S

Sd/-
R.Rama Ravi Shankar Reddy
Partner
ICAI Membership No. 217160
Secunderabad. April 27, 2023
UDIN: 23217160BGPOJO2492

For and on behalf of the Board of Directors

Sd/-	Sd/-
N.Kishan Reddy	N.Srinath Reddy
Managing Director	Director
Din:00038966	Din:00052862

Sd/-
N. Siddha Reddy
CFO & Compliance Officer

Notes forming part of Consolidated Financial Statements

Note 9 Consolidated Statement of Changes in Equity

A. Equity Share Capital

(1) Current reporting period - Year ended March 31, 2023

Rs in Lakhs

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
2,014.57	-	-	-	2,014.57

(2) Previous reporting period - Year ended March 31, 2022

Rupees

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
2,014.57	-	-	-	2,014.57

Sri KPR Industries Limited
Consolidated Financial Statements for year ended March 31, 2023
Additional Information

A. Aging Schedule of Receivables

Particulars	Outstanding for following periods from due date of payment.					Rs in Lakhs
	Less than 6 months	6 months -1year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	66.69	657.80	244.28		1.15	5.00
(ii) Undisputed Trade Receivables -which have significant increase in credit risk	--	--	--	-	-	-
(iii) Undisputed Trade Receivables -credit impaired	-	-	-	-		
(iv) Disputed Trade Receivables-considered good ** See Note below	-	-	-	-		
(v) Disputed Trade Receivables -which have significant increase in credit risk	-	-	-	-		
(vi) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-

B. Trade Payables aging schedule

Outstanding for following periods from due date of payment					
Particulars	Less than 1 year	1-2 years	2-3 years	Morethan3years	Total
(i) MSME			-	-	-
(ii)Others	130.70	9.35			140.05
(iii) Disputed dues -MSME	-	-	-	-	-
(iv)Disputed dues- Others	-	-	-	-	-

C. Accounting Ratios

Ratio	Formula	CURRENT YEAR			PREVIOUS YEAR			Variance	Remarks
		Numerator	Denominator	Ratio	Numerator	Denominator	Ratio	%	
Current Ratio,	Current Assets / Current Liabilities	3666.77	826.97	4.43	3546.12	829.14	4.27	3.75	
Debt-Equity Ratio	Long Term Debt /Shareholders' Equity	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Debt Service Coverage Ratio	Earnings Available for debt service/ (Interest + Instalments)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Return on Equity Ratio	PAT/Equity Shareholders Funds	329.29	10959.14	0.03	35.14	10649.91	0.01	200	Note 1
Inventory turnover ratio	Cost of Goods Sold/ Average Inventory	444.59	592.69	0.75	105.89	500.55	0.21	-58.67	Note 2
Trade Receivables turnover ratio.	Total Sales/ Average Trade Receivables	1372.99	1157.69	1.19	893.78	1196.05	0.756	58.6	Note 3
Trade payables turnover ratio,	Total Purchases/ Average Trade Payables	234.47	114.62	2.04	242.29	86.03	2.82	27.66	Note3
Net capital turnover ratio	Sales / Capital Employed	1605.25	10959.14	0.15	1178.75	10649.91	0.11	36.36	Note1
Net profit ratio.	Net Profit (PAT)/ Sales	329.29	1605.25	0.21	35.14	1179.75	0.03	600.00	Note 1
Return on Capital employed	EBIT/Capital Employed	336.96	10959.14	0.03	54.36	10649.91	0.01	200.00	Note 1

Notes:

1. The variance is on account of increase in profits.
2. The variance is on account of reduction in net realizable value of inventory.
3. The variance is on account of accelerated realization of receivables