



KPB Nidhi Ltd.

HO:KPB Mandir,Sangeetha Sabha Road,Aluva-683101,PH:0484 2922000

Email: headoffice@kpbnidhi.com,www.kpbnidhi.com,CIN:U65991KL1989PLC005448

*Building Dreams...
Securing Futures...*

**35th
ANNUAL REPORT
2023-2024**



ANNUAL GENERAL MEETING 2022-2023





सर्वे भवन्तु सुखिनः
सर्वे सन्तु निरामयाः ।
सर्वे भद्राणि पश्यन्तु
मा कश्चिद्दुःखभाग्भवेत् ।
ॐ शान्तिः शान्तिः शान्तिः ॥

Meaning:
May All be Happy,
May All be Free from Illness.
May All See what is Auspicious,
May no one Suffer.
May Peace prevail on everyone

CORPORATE PRAYER

ജയ ജയ ജഗന്നിത്യന്താവേ
ജയ ജയ ജഗദീശ്വര
കലിയുഗത്തിലും ദ്വുതി പരത്തുന്ന
ഭാരതാംബയെ കൈതൊഴാം.
സേവനം തുടർന്നിടുവാൻ കരുത്തേകണേ
(പ്രതിബദ്ധരായ്; എന്നുമെന്നുമെൻ ദൈവമേ...
ഭൂമി, സ്വർണം, ഇതര സമ്പത്തും
ഒക്കെ സേവന മാർഗ്ഗരായ്,
കണ്ടു മാനവ നന്മ ലക്ഷ്യമായ്
നീങ്ങുവാൻ തുണയേകണേ...
വേദഗ്രന്ഥങ്ങൾ, ധർമ്മശാസ്ത്രങ്ങൾ,
പുജനീയ ഗുരുനാഥരും,
മാർഗ്ഗദീപം തെളിച്ച പാതയിൽ
നീങ്ങിടുന്ന മെ കെ.പി.ബി.
എന്നുമെന്നും ജയിക്കട്ടെ...
എന്നുമെന്നും ജയിക്കട്ടെ...



MESSAGE FROM CHAIRMAN



“

“KPBI's commitment for expanding its reach and enhancing its services is evident in its performance over the past fiscal year. These achievements underscore our institution's strong operational efficiency and strategic initiatives that have propelled its growth trajectory.”

”

Dear Shareholders,

It is my pleasure and privilege to present the Annual Report of KPBI Nidhi for the fiscal year 2023-24 as the Chairman of this great institution. I am deeply honoured to have received the opportunity to lead this organization.

At the outset, I may express my deepest gratitude to our departing Chairman, Sri. A.R. Mohanan for being a part of our remarkable journey over the past 10 years. His dedication, perseverance, banking experience and down to earth approach have been the catalysts in motivating the entire KPBI team to set higher benchmarks.

KPBI's commitment for expanding its reach and enhancing its services is evident in its performance over the past fiscal year. The Company has achieved significant milestones across various financial metrics. Our total business grew substantially, reaching around Rs1200 Crore, with net profit soaring to the highest-ever figure in the last decade. We maintained robust asset quality in gold loan portfolio. These achievements underscore our institution's strong operational efficiency and strategic initiatives that have propelled its growth trajectory.

A special thank you to my fellow Board Members, whose unparalleled expertise and diverse perspectives have elevated the Company to new heights. Our senior leadership is second to none, guiding every member of the KPBI family by exemplifying the highest standards of excellence. I would like to congratulate our MD & CEO and his vibrant team of top management for their dedicated pursuance for perfection.

On behalf of the entire Board, I extend our sincere thanks to all stakeholders, including our employees whose dedication and tireless efforts are the bedrock of our success, for your continued support. We hope that you will continue to stand by us with the same level of commitment in the years to come. A special thanks to Members of our advisory committee, whose unparalleled expertise and diverse perspectives have always been a pillar of support for us. Together, let us make the vision of becoming the best Nidhi company in India with social commitment a reality.

With warm regards,

Mohandas Parayath

Message from Managing Director



“

“The establishment of a comprehensive business architecture and the revisiting of product models have been instrumental in providing the necessary tools and support to cross the milestones. At the same time, we remain committed to compliance at all levels and robust governance practices, ensuring responsible decision-making.”

”

Dear Shareholders,

It is always our cherished dream that KPB Nidhi is one institution that delivers quality and consistency in results, exceeds customer expectations, and rewards stakeholders profusely. I am sure that we have worked very hard as a team to fulfill the above dream and we are paving a path to reach that dream goal. Now it is my honor and pleasure to greet our esteemed shareholders on behalf of KPB Nidhi.

Our journey is always for the pursuit of excellence. And we all know that in the race to excellence, there is no finish line—there are only milestones. We have certainly accomplished several significant milestones over the years. Business and profit have grown well, and we have constantly gained market share across Kerala. We have stayed true to our purpose, sets the tone for how we will scale up and ensure that we become a household name across Kerala.

We are in an era of rapid growth and expansion, with technology, playing an increasingly crucial role. At KPB Nidhi, we have always believed in the power of digital transformation. We have been actively researching and exploring ways to harness the potential of technology to better serve our customers. With this in mind, KPB Nidhi has implemented technology in multiple ways to enhance and customize products, to provide an experience that goes beyond traditional norms.

Reflecting on our storied past, journey of KPB Nidhi is a testament to strategic foresight and steadfast dedication. Our evolution to a unique institution is marked by pivotal milestones and deliberate choices. The establishment of a comprehensive business architecture and the revisiting of product models have been instrumental in providing the necessary tools and support to cross the milestones. At the same time, we remain committed to compliance at all levels and robust governance practices, ensuring responsible decision-making. We have always been true to our legacy- a legacy of resilience, innovation, and commitment to our customers and the community. We always believe in building up an organization not only financially robust but also rich in values and ethos.

Under the umbrella of trust and support offered by our esteemed Board Members including members of Advisory Committee, our journey in KPB Nidhi has been a journey marked by growth, challenges, and triumphs, for which I am immensely grateful. To our shareholders, whose faith in our vision has been crucial, your support has uplifted our pursuits and elevated us to new heights. I also place on record our gratitude towards the contribution of our Ex-Directors and seek their blessings. To our valued customers, whose trust and patronage motivate our pursuit of excellence, you are the core of all our endeavors.

My deepest gratitude goes out to our senior management team, whose collaborative and engaged leadership has been instrumental in charting the strategies and processes. I also express my thanks to our employees, who are the true architects of our achievements, and without their contributions, none of our progress would have been possible.

Greetings and best wishes to you all.

Muraleedharan

COMPANY INFORMATION

BOARD OF DIRECTORS



Sri. Mohandas Parayath
Director
(Chartered Accountant ,Aluva)



Sri.M. Muraleedharan
Managing Director
(Retd. DGM, Dhanlaxmi Bank)



Sri. Viswaroopan.P
Director
(Ex NRI & Businessman)



Sri. Hareesh M.R
Director
(Advocate, Kannur)



Sri. P Rajesh
Director
(Chartered Accountant, Kottayam)



Smt. Rajimol P R
Director
(Chartered Accountant Kolenchery)



Sri. Swaminathan.P
Director
(Ex NRI and Social Service)



Col.S.Dinny
Retd. Colonel



Adv. P Vijayakumar
Asst. Solicitor General (Retd.)

MEMBERS OF ADVISORY COMMITTEE



Sri. Subramania Sarma
(Retd HR Head, Dhanlaxmi Bank)



Mananeeya. PEB Menon
(Senior Chartered Accountant, Aluva)



Sri.T.S.Jagadeesan
(Retd Chief General Manager, Federal Bank)



Sri. A.R. Mohanan
(Retd Banker, Vijaya Bank, Social Service)



Sri. Vishnuprasad B Menon
(Chartered Accountant, Aluva)

REGISTERED OFFICE

No.VIII/441(1) KPBF Mandir,
Sangeetha Sabha Road, Aluva - 683101
Ernakulam District
Phone:0484 – 2922000/2922060
E-Mail: headoffice@kpbnidhi.com
Website:www.kpbnidhi.com

STATUTORY AUDITORS

M/s Sajeev & Ajith
Chartered Accountants
2nd Floor, Manakkattu Building
Changampuzha Nagar P.O
South Kalamassery-KOCHI-682033

KEY MANAGERIAL PERSONNEL

GENERAL MANAGER

Smt. Jayalakshmi P (CFO)
(Retd.AGM, Federal Bank)

COMPANY SECRETARY

Smt. Elizhabath Mathew, ACS

TOP MANAGEMENT TEAM



Sitting from left to right: Sri. R K Krishnakumar, Chief Security Officer - DySP (Retd.), Sri. Madhu G Nair, Business Development Head (Formerly Area Manager, Muthoot Group), Sri. M Muraliedharan, Managing Director - (Formerly Executive, Dhanlaxmi Bank), Smt. P Jayalakshmi, Chief Financial Officer - (Formerly Executive, Federal Bank), Sri. C Mohanakrishnan, Asset Recovery Head - (Formerly Executive, Canara Bank),

Standing from left to right: Sri. Sunny Varghese, Asset Recovery Head - (Formerly Executive, Bank of India), Sri. G D Menon, Chief Accounts Manager - (Formerly Executive, Nudge Lifeskills Foundation), Sri. Prasad Padmanabhan, Accounts and Audit Head - (Formerly Executive, Al Ahli Bank, Kuwait), Sri. S Mohankumar, Vigilance Head - (Formerly Executive, Punjab National Bank), Sri. C K Shaju, Shares Head - (Formerly with Indian Bank), Sri. Muralidharan. K. Menon, Credit Head - (Formerly Executive, Bank of India)

BRANCH SHIFTING

AMBALAPPUZHA



THIRUVALLAM



PRACTISING COMPANY SECRETARIES

1. Sri. M Vasudevan, FCS
Thrissur
2. Prabin & Midhunkumar Associates
Door No.LXIV/1769, Veekshanam Road,
Ernakulam

BANKERS

**Dhanlaxmi Bank
State Bank of India**

**Federal Bank
Axis Bank**

COMMITTEES

AUDIT COMMITTEE		
SI.No.	Name	Designation
1	Sri. Rajesh P	Chairman
2	Smt. Rajimol P R	Member
3	Col (retd) Dinny	Member

NOMINATION & REMUNERATION COMMITTEE		
SI.No.	Name	Designation
1	Smt. Rajimol.P.R	Chairperson
2	Sri.P.Mohandas	Member
3	Sri. Rajesh P	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE		
SI.No.	Name	Designation
1	Sri. Viswaroopan P	Chairman
2	Sri. Hareesh M R	Member
3	Sri. Pazhanikutty Swaminathan	Member

CREDIT COMMITTEE		
SI.No.	Name	Designation
1	Sri.Hareesh.M.R	Chairman
2	Sri. Pazhanikutty Swaminathan	Member
3	Adv. Vijayakumar	Member

Internal Complaints Committee under The sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013		
SI.No.	Name	Designation
1	Smt. P Jayalakshmi (GM)	Presiding Officer
2	Smt. Renjini Manojkumar (Chief Manager/HR)	Member
3	Sri. C.K.Shaju (Head Shares Dept)	Member
4	Smt. Asha R Nair (Sr. Manager)	Member
5	Adv. Maheswari (From NGO/ Associations)	Member

LIST OF BRANCHES

SL No.	Name & Address	Phone No.
1.	Adimaly: 1st Floor, Kannattu Building, Near Govt. Hospital, Kallarkutty Road.....	0486-4217497
2.	Adoor: Chittundayil Tower, Near Federal Bank, Adoor- 6915283	04734-220202
3.	Alathur: Ground Floor, AR Mall, Swathi Nagar.....	0492-2222857
4.	Aluva: N.S.S. Union Building, Palace Road	0484-2622308
5.	Aluva Market: First Floor, Vadakkens Building, Metro Service Road	0484 2961005
6.	Ambalapuzha: 1st Floor, Plakudi Tower, Opp. Postoffice, NH 66.....	6235000106
7.	Angamaly: 1st Floor, Edacheril Complex, Manjapra Road.....	0484-2454521
8.	Athani: First Floor, J&J Tower, Athani Signal Point.....	0484-2477320
9.	Attingal: Shams Complex, VV Clinic Road, Near KSRTC Bus Stand	0470-2623900
10.	Chalakydy: Suprabha Complex, Opp. Municipal Bus Stand.....	0480-2709940
11.	Chandranagar: 1st Floor, Ram Arcade, Opp. Bharath Matha School	0491-2570857
12.	Changanacherry: 1st Floor, Nediakalaparambil Building	0481 -2422344
13.	Chavakkad: First Floor, N.K. Complex, Opp. Municipal Bus Stand	0487-2502001
14.	Chengannur: Therakath Building, Aramana JUNCTION.....	0479-2450252
15.	Cherai: MG Square, First Floor, Devaswom Nada.....	0484-2416367
16.	Cherpu: 1st Floor, Malithu Tower, Thayamkulangara	0487-2344990
17.	Cherpulassery: Reshmi Medical Building, Opp. Govt Hospital	0466-2284857
18.	Edappally: Raghavan Pillai Road, Near Changampuzha Park,	0484-2340859
19.	Ernakulam: 66/3294, Ground Floor, Near Ammankoil Road, Ernakulam.....	0484-2371421
20.	Erattupetta: Ist Floor, Kunnakkattu Building, Near Police Station	0482-2275657
21.	Ettumanoor: Manakkaparambil Building, Etturanoor	0481-2534748
22.	Haripad: First Floor, Panachamoottil Building, Opp. Electricity Office	0479-2412207
23.	Irinjalakuda: 1st Floor, Kattoor Bypass Road, Irinjalakuda.....	0480-2831345
24.	Kalady: Krishna Tower, Near Bank of India, Kalady.....	0484-2698282
25.	Kanhangad: 1st Floor, Krishna Complex, Ramnagar Road, Kunnamangalam	0467-2209844
26.	Kannur: Dilshe Tower, LIC Road, Thalap	0497-2702921

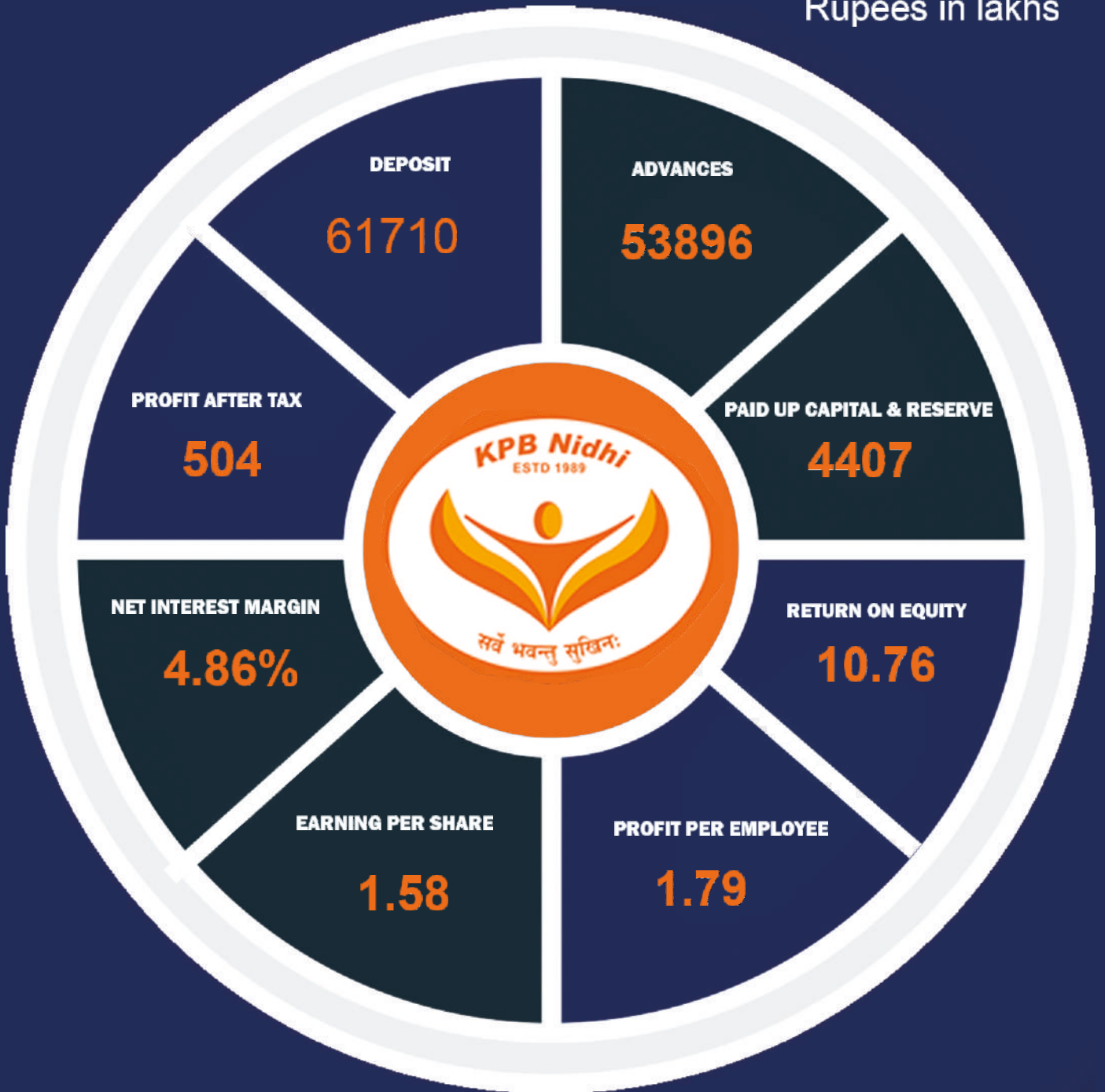
27. Vavvakavu: Dharmalayam Building, Vavvakavu	0476-2641112
28. Kasaragod: Aramana Arcade, First Floor, Bank Road	6235000239
29. Kodakara: 1st Floor, Near Govt. L.P. School.....	0480-2722335
30..Kodungallur: First Floor, Devi Kripa Building, East Nada	0480-2808199
31. Koduvayur:..First Floor, Sivasakthi Complex, Main Road	04923 252252
32. Kolencherry: 1st Floor, Room No. 171, VPC & Sons Building	0484-2762971
33. Kollam: Thalamadom Building, Town Limit, Kilikolloor	0474-2731034
34. Kollam 2nd: ist Floor, Rajamandiram, Ammachiveedu, Kollam	0474-2792555
35. Kothamangalam: Acheril Building, First Floor, Near Muncipal Office.....	0485-2823312
36. Koothattukulam: Trinity Arcade, Nadappuram Bye Pass, Jewel Junction.....	0485-2250508
37. Kottarakkara: 1st Floor, Ajmal Building, Chandamukku	0474-2454170
38. Kottayam: Jayasree Building, Temple Road, West Nada.....	0481-2582310
39. Koyiandy: Deria Tower, Panthalayani Village, Near Union Bank of India	0496-2624322
40. Kozhikkode: First Floor, Rahmath Mahal Buliding, Kallai Road	0495-2304727
41. Kunnamangalam: 1st Floor, Achoos Building, Near Bus Stand	0495-2800716
42. Kunnamkulam: 1st Floor, Chorus shopping Complex, Guruvayur Rd	0488-5210830
43. Kuruppumpady: 1st Floor, Palakkapilly Building, A.M.Road	0484-2591699
44. Manjeri: Court Gate, Priya Buildings, Manjeri	0483-2762409
45. Mannar: 1st Floor, Thiruvonam Building, Near Store Junction, Kurattissery	0479-2313223
46. Mattancherry: 6/278, N.S.S. Karayoga Mandiram, Anavathil.....	0484-2210087
47. Mavelikkara: Thomas Korah Building, A.R. Junction, Temple Road	0479-2341034
48. Mulamthuruthy: 1st Floor, Kurinjikattu Building, Pallithazham	0484-2741530
49. Muvattupuzha: Rajeswari Building, Kacherithazham	0485-2811033
50. Nayarambalam: Nayar Karayogam Building,Opp. Bhagavathi Temple	0484-2494111
51. Nenmara: 1st Floor NAZ Plaza, Ayiloor Road	04923-242243
52. North Parur: Devadas Arcade, 1st Floor, Opp. Taluk Head Quarters Hospital	0484-2447896
53. Olarikkara: Sathya Shopping Complex, Near Mother Hospital	0487-2363979
54. Ollur: 1st Floor, Valiyakath Tower, Police Station Road	0487-2354670
55. Ottapalam: 1st Floor, White Mount Building, Main Road	0466-2245857

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56. Pala: 1st Floor, Anna Arcade, Chethimattom	0482-224 2699
57. Palakkad: 1st Floor, Shornur Road, Near Motho Mahal, Noorani.....	0491-2500857
58. Palluruthy: CC 13/1107B & CC 13/1107 C, Marunnukada.....	0484-2238840
59. Paravur Kavala: 1st Floor, Payyappilly Building, Aluva Paravur Road	0484-2603355
60. Parli: First Floor, Vallapuzha Tower, Chandapura, Pali	0491-2857857
61. Pattambi: Ground Floor, Trade Centre, Near Union Bank.....	0466-2211577
62. Payyannur: Opp. St. Mary's Girls High School, BKN Junction.....	0498-5297360
63. Perinthalmanna: 1st Floor, PP Complex, Mannarkkad Road.....	04933-224666
64. Perumbavoor: Darshanam Chambers, Velappas Jewellery Complex	0484-2520009
65. Piravom: Ground Floor, Karaikkattu Building, Near P O Junction.....	0485-2242575
66. Pukkattupady: Kalathil Building, Bypass Road, Edathala	0484-2681250
67. Punalur: 1st Floor, Shanmughavilasam Building, Main Road	0475-2220650
68. Pudunagaram: 1st Floor, Ruby Complex, MHS Road.....	04923-251911
69. Sasthamangalam: Kamala Building, Sankar Road	0471-2721715
70. Thalassery: Kalpaka Arcade, New Bus Stand.....	0490-2343580
71. Thiruvallam: Kairaly Shopping Complex, Ambalathara, Thiruvallam	0471-2384859
72. Thodupuzha: E.A.P. Gardens, Kanjiramattom Bypass Road	0486-2223817
73. Thriprayar: 1st Floor, Asna Shopping Complex, Nattika	0487-2394180
74. Thrissur Main: Lakshmi Kalyanamandapam Building, Pazhayadakkavu	0487-2443330
75. Trivandrum: Dr. Chandrasekharan Nair Road, Sreekanteswaram	0471-2478075
76. Tirur: 2nd Floor, AAK Tower, Thazhepalam.....	0494-2423950
77. Tripunithura: 1st Floor, Stephen's Arcade Building, Temple Road	0484-2114875
78. Uppala: Kodibail Chambers, Building No. MP5 446, Near Prakyath Garage	0499-8241245
79. Vadakkenchery, Ananthaanam Tower, Near Shaw Tower, Palakkad	0492-2255780
80. Vadanappilly: 1st Floor, Hayath Shopping Complex, Near Post Office	0487-2606774
81. Valanchery: 1* Floor, Room No. UI376/1, Volga Complex, Pattambi Road	0494-2642266
82. Vazhakulam: Kottuppilly Building, Kalloorkadu Junction, Vazhakulam	0485-2261006
83. Head Office: KPB Mandir, Sangeetha Sabha Road, Aluva, 683101	0484-2922000

PERFORMANCE AT A GLANCE

Rupees in lakhs



PERFORMANCE AT A GLANCE

(Rs. in lakhs)

	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24
Paid up capital and Reserves	1,600.87	2,005.14	2,881.51	3,617.25	3,960.67	4,210.00	4,407.00
Deposit	26,523.03	33,923.02	44,268.57	55,798.47	58,490.70	56,667.00	61,710.00
Advance	22,961.81	30,044.95	40,292.77	49,104.26	46,719.77	49,704.00	53,896.00
Profit Before Tax	151.32	256.77	383.78	416.17	523.63	594.00	682.00
Profit After Tax	100.08	187.84	278.66	315.02	358.43	453.00	504.00
Net Owned Fund	1,600.87	2,005.14	2,881.51	3,617.25	3,960.67	4,210.00	4,407.00
No.of branches	72	77	81	83	83	83	83
No.of Staff	335	352	384	389	348	379	380
Profit per Employee	0.45	0.73	1.00	1.07	1.50	1.57	1.79
Dividend	0%	0%	0%	5%	7%	10%	11% (sub. to app. by AGM)

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NOTICE OF 35th ANNUAL GENERAL MEETING(e-AGM)

Notice is hereby given that the 35th Annual General Meeting of the Members of M/s KPB Nidhi Limited will be held through Video Conferencing on Thursday, the 26th day of September 2024 at 11.00 a.m. in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No.9/2023, 10/2022, 02/2022, 02/2021, 20/2020, 14/2020 and 17/2020 dated 25th September 2023 , 28th December 2022, 5th May 2022, 13th January 2021, 5th May 2020, 8th April 2020 and 13th April 2020, respectively to transact the following businesses:

Ordinary Business (es):

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March 2024 together with the report of the Board of Directors and the Auditors thereon; For this purpose, to consider and if deemed fit to pass with or without modification, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT**, the audited Balance Sheet, Statement of Profit & Loss and Cash Flow Statement along with the notes forming part of the audited financials for the financial year ended 31st March 2024 along with the Auditors' Report and the Directors' Report there on for the financial year ended 31st March 2024, be and are hereby taken as read, approved and adopted by the members.”
2. To appoint a director in the place of Sri. P Viswaroopan (DIN:00256061), who retire by rotation at this Annual General Meeting and being eligible offers himself for re- appointment. For this purpose, to consider and if deemed fit to pass with or without modification, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** Sri. P. Viswaroopan (DIN:00256061), who retires by rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation.”
3. To appoint a director in the place of Sri. Pazhanikutty Swaminathan (DIN:09704625), who retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment. For this purpose, to consider and if deemed fit to pass with or without modification the following resolution as an Ordinary Resolution
4. “**RESOLVED THAT** Sri. Pazhanikutty Swaminathan (DIN:09704625), who retires by rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation.”

5. To declare Dividend @ 11% on Equity Share Capital for the year ended 31st March 2024. For this purpose, to consider and if deemed fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in terms of the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for declaration and payment of final dividend @ 11% on equity shares of Rs. 10 each fully paid up for the year ended March 31, 2024 to the eligible members of the Company.”

Special Business (es):

6. Re-appointment of Sri. M Muraleedharan (DIN: 08607833) as Managing Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 152,196,197,198,203 and other applicable provisions, if any, of the Companies Act 2013 (hereafter referred to as the “Act”)

Read with schedule V to the Act (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) for the time being in force and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and the Articles of the Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors and subject to such other approvals as may be necessary consent of the members be and is hereby accorded for re-appointment of Sri. M Muraleedharan (DIN:08607833) as managing Director (MD) of the Company for a term of 5 years commencing from 23rd October 2024, upon terms and conditions of appointment including payment of remuneration as follows:

- (i) Salary Rs.80,000/- per month
- (ii) Reimbursement of monthly charge of phone bill
- (iii) Allowance for travel/ on duty/ leave as applicable to GM cadre as applicable
- (iv) Variable pay to be paid as decided by the Board
- (v) All other terms and conditions of his employment be decided by the Board from time to time.

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

7. To authorize Board of Directors to appoint Branch Auditors and to fix their remuneration

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

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“**RESOLVED THAT**, pursuant to section 143(8) of the Companies Act, 2013, the accounts for the year ending 31st March, 2025 of the Company's branch offices be audited by such persons, other than the Company's Auditor also, as are qualified for appointment as Auditors of the Company under section 139 of the Companies Act, 2013, and the Board of Directors be and is hereby authorized to appoint such Branch Auditors in consultation with the Company's Auditor on such terms and conditions and on such remuneration as may be fixed by the Board”.

By the order of the Board
For M/s **KPB Nidhi Limited**

Place: Aluva
Date: 27th August 2024

Muraleedharan
Managing Director
(DIN: 08607833)

NOTES

1. Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice. All other relevant documents referred to in the accompanying notice/explanatory statement shall be made open for inspection by the members only in electronic form. The members seeking to inspect such documents can send an e-mail to companysecretary@kpbnidhi.com
2. The Ministry of Corporate Affairs (“MCA”) vide its Circular dated 25th September, 2023 read with circulars dated 28th December, 2022, 13th January, 2021, 5th May, 2020, 8th April, 2020 and 13th April, 2020 (collectively referred to as 'Circulars'), has taken certain measures enabling companies to convene their Annual General Meetings (AGM/ Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2024 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent only to those members whose e- mail ids are registered with the Company and no physical copy of the Notice has been sent by the Company to any member. The Notice has also been hosted on the website of the Company at www.kpbnidhi.com under the head “Investor Relations- Notice to Shareholders.”
3. In compliance with the said Circulars, the Company has also published a public notice by way of advertisement made on 25.08.2024 in the principal vernacular language in “Janmabhumi” newspaper and on 25.08.2024 in English language in “The Times of India” both having wide circulation along with their electronic editions, inter alia, advising the members whose e-mail ids are not registered with the Company to register their e-mail ids with them.
4. The members who have not yet registered their e- mail ids with the Company may contact by emailing to shares@kpbnidhi.com or by calling Mr. C.K. Shaju, Head Shares at Mobile No. 8078167339 or at 6235000218 for registering their e- mail ids on or before 18.09.2024. The Company shall send the Notice to such members whose e-mail ids get registered within the aforesaid time enabling them to participate in the meeting and cast their votes.
5. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company at the email id or mobile number given in point no.4.
6. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only by poll which shall take place by way of email. The members shall cast their votes in the meeting on the resolutions only by sending e-mails through their e-mail addresses registered with the company while participating through VC facility. These voting mails shall be sent to the designated e-mail address of the company only during the meeting. No advance voting is permitted. However, if less than 50 members are present at the meeting; the Chairman may decide to conduct the vote by show of hands unless a demand for poll is made in accordance with section 109 of the Act as per General Circular No. 14/2020 dated 08.04.2020.

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7. Voting rights of the members for voting through e-voting shall be in proportion to shares held by them as on the cut-off date i.e. 18.09.2024. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the company as on the cut-off date shall only be entitled to avail the facility of e-mail voting system provided in the Meeting.
8. As per the MCA circular, the attendance of the members attending the Annual General Meeting through VC shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
9. In accordance with the aforementioned MCA Circulars, the Company has tied up with Zoom for providing the VC facility to the members for participating in the Meeting. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:

Members may attend the AGM using VC facility on a live streaming link as provided in the e-mail of notice by using the login credentials. The login-id and password to join the zoom meeting is as follows:

- Meeting ID: Given in the email
- Passcode: Given in the e-mail
- The entry to the meeting will be subject to first cum first serve basis.
- The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting i.e. 10:45 am and 15 minutes after the expiry of the said scheduled time i.e. till 11:15 am;
- Participation of single member shall only be allowed at a time;
- Queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent to md@kpbnidhi.com and gmoperations@kpbnidhi.com at least seven days in advance of the meeting so that the answers may be made readily available at the meeting;
- Members are requested to e-mail at it@kpbnidhi.com or call at 6235000227 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC.
- Members can participate in the AGM through desktop / laptop/smart phone / tablet. However, for better experience and smooth participation, it is advisable to join the Meeting through desktop / laptop connected through broadband.
- Members are requested to mute themselves and those members who wish to talk can leave a message in the chat option provided there in expressing their wish to talk. Only those members who express their concern to talk will be un-muted and allowed to speak at the meeting.
- Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting.
- **Steps To Join Meeting Through Phone**
 - _ Open the Zoom mobile app. If you have not downloaded the Zoom mobile app yet, you can download it from the Google Play Store.
 - _ Join a meeting using one of these methods:

- Tap Join a Meeting if you want to join without signing in.
- Sign in to Zoom then tap Join.
- Enter the meeting ID number and your display name.
- If you're signed in, change your name if your name is not as registered with the Company.
- If you're not signed in, enter a display name.
- However, the display name should be as given to the Company at the time of joining as member.
- Select if you would like to connect audio and/or video and tap Join Meeting.
- **Steps To Join Meeting Through Computer**
- Open Chrome.
- Go to join.zoom.us.
- Enter your meeting ID provided by the organizer.
- Click Join (Display name should be given as explained in the above point)

10. Instructions for email-voting:

- The facility of e-mail voting is provided to the members in order to avail their right to cast vote on the businesses to be transacted at the meeting as provided in the notice.
 - The members are advised to cast their votes by entering the number of shares in the ballot paper attached to this notice against each item of business to be transacted at the meeting.
 - No advance voting is permitted as per MCA Circular.
 - The ballot paper duly filled with the number of shares written against each item of business in favor of the motion or against is required to be sent to the email id evoting@kpbnidhi.com at the time of the meeting in order to register the votes.
 - In case of joint holders attending the Meeting, only such joint holder whose name appears first in the Register of Members shall be entitled to vote.
 - Only the members who have joined the meeting are allowed to vote.
11. In view of the MCA Circulars, no proxy shall be appointed by the members as the meeting is held through VC. Accordingly, proxy forms and attendance slip is not attached.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of 35th Annual General Meeting i.e., 26th September 2024. The members seeking to inspect such documents can send an e-mail to companysecretary@kpbnidhi.com
13. The dividend for the financial year 2023-24, as recommended by the Board, if approved at the Annual

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General Meeting, in respect of equity shares held in physical form will be payable to the eligible shareholders whose names appear in the Company's Register of Members as on the record date i.e., 18.09.2024. The members are requested to provide their bank account details for receiving the credit of the Dividend amount (if Dividend is approved at the 35th Annual General Meeting) by e-mailing to shares@kpbnidhi.com.

14. As 35th Annual General Meeting is being held through VC, the route map is not annexed to this Notice.

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under item no.,5, of the accompanying notice dated 27 th August 2024.

In respect to item No.5

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) has appointed Sri. Muraleedharan (DIN:08607833) aged 61 as an Additional Director of the Company under Section 161(1) of the Act and Article 64 of the Articles of Association , with effect from 23rd October 2019. He has also been nominated as “Whole Time Director” from that date in the Annual General Meeting held on 28.09.2020.

The Board of Directors at their meeting held on 16.12.2021 appointed Sri. Muraleedharan (DIN:08607833), as Managing Director of the Company for a period commencing from 1st January 2022 till 24.10.2024. The said appointment was approved by the members of 33rd Annual General Meeting held on 28th September 2022.

Further, considering his dedicated and meritorious service, Board in their Meeting held on 24.08.2024, pursuant to the recommendation of Nomination and Remuneration Committee, re-appointed him as Managing Director on the existing terms and conditions including remuneration, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act 2013 or any statutory amendment or relaxation thereof. He holds 65000 equity shares of Rs. 10 each amounting to Rs.6,50,000/=

A Brief Profile of Sri. Muraleedharan (DIN: 08607833) is as follows:

Sri. M Muraleedharan (DIN: 08607833) has got 38 years of service in Dhanlaxmi Bank in various positions both inside and outside the state of Kerala and was retired as Deputy General Manager.

Educational Qualification: B Com, CAIIB

Experience: Held various positions like Branch Head, Regional Head, Zonal Head in charge of Kerala, Head – Asset Recovery, Head- Inspection and Audit and Chairman – Regional Credit Committee.

Sri. Muraleedharan was appointed as whole time Director of the Company from 23.10.2019 for a period of 5 years.

He was appointed as Managing Director of the Company in accordance with Schedule V and Section 196 of the Act.

Sri. Muraleedharan(DIN: 08607833) has attended the meetings of the Board during the financial year 2023-24 as follows:

Board Meetings: 24.05.2023, 20.07.2023,17.08.2023, 20.09.2023,15.11.2023,13.12.2023,07.02.2024, 22.03.2024, and 30.03.2024

None of the Director(s), Key Managerial Personnel of the company or their respective relatives, except

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Sri. Muraleedharan (DIN:08607833), to whom the resolution relates, are concerned, or interested financially or otherwise in the resolution mentioned at item no.6 of the Notice. Sri. Muraleedharan (DIN: 08607833) holds 65000/- equity shares of Rs.10/- each amounting to Rs.6,50,000/-.

The Board considers the business in term no.5 of the notice as unavoidable to be considered at the e-AGM and hence recommends the resolution set forth in term no.5 for the approval of the members by way of an ordinary resolution.

By the order of the Board
For M/s KPB Nidhi Limited

Muraleedharan
Managing Director
(DIN: 08607833)

Place: Aluva
Date: 27th August, 2024

DIRECTORS' REPORT

Dear Shareholders,

Your directors take pleasure in presenting the 35th Annual Report on the business and operations of The KPB Nidhi Ltd (KPB) together with the Audited Financial Statements and Auditor's Report for the Financial Year (FY) ended March 31, 2024. We thank you for all the support and encouragement over the years. It outlines our Company's commitment to stakeholder value creation and defines the actions it takes and outcome it achieves for its stakeholders.

Financial Summary or Highlights

The following table shows the Financial Summary and operational results of the Company for the Year 2023-24 as compared to that of the Previous Year.

(Rs. In Lakhs)

	For the FY ended 31 st March 2024	For the FY ended 31 st March 2023
Paid up Capital and Reserves	4,407.00	4,210.00
Deposit	61,710.00	56,667.00
Advance	53,896.00	49,704.00
a. Revenue from Gold Loan	7,201.00	6,205.00
b. Revenue from Other Loans	549.00	676.00
c. Other Income	522.00	688.00
Total Income	8272.00	7,569.00
Finance Costs	5,030.00	4,865.00
Employee Costs	1,249.00	1,052.00
Other Expenses	1,311.00	1,058.00
Total Expenses	7590.00	6,975.00
Profit before depreciation, and tax	741.00	653.00
Intangible Assets written Off	-	-
Depreciation and Amortization	59.00	59.00
Profit before exceptional Income	682.00	594.00
Profit before tax	682.00	594.00
Deferred tax	(3)	(2.00)
Current tax	181.00	143.00
Profit after tax	504.00	453.00

PERFORMANCE AND PROSPECTS

The World Economic Forum predicts that the global economy is expected to remain uncertain and volatile in 2024, with geoeconomics fragmentation, inflation, and trade tensions as key challenges. These clouds of uncertainty over the economic outlook have been a recurring theme over the past year. And with global economic activity remaining slow, financial conditions remaining tight and geopolitical tensions growing, much of the volatility is likely to remain this year.

There is clear consensus in the World Economic Forum that advanced economies will see benefits sooner – including gains in productivity – compared to lower-income countries. Notably, there is no prediction that productivity benefits will never materialize – reflecting an expectation of a far-reaching impact of the technology for the global economy. It is expected AI to lead to acceleration in innovation in advanced economies this year. The slower pace of progress in low-income countries could widen the economic and technological divide. The advent of AI, notably generative AI, is part of the multifaceted transformation underpinning a new era of expansion for the global economy. It is already having profound consequences for economies and industries including the potential to increase automation, productivity growth, efficiency, and data analysis.

The year 2024 is significant globally, with at least 64 countries engaging in electoral processes, which will undoubtedly have economic implications worldwide. Our nation recently concluded its democratic exercise, maintaining its position as a magnet for global investments.

Reflecting on the past year, the Indian economy achieved robust growth in FY 2023-24, expanding by 8.2%, surpassing the previous year's 7% growth. This remarkable performance showcases a strong post-pandemic recovery and resilience. Consumer expenditure also grew notably, fueled by an increasing number of middle-to-high-income households. This has led to heightened demand for luxury goods and services, a relatively new phenomenon in India. Our per capita income saw a significant increase, reflecting the nation's economic vitality. Although the closing quarter showed a moderate slowdown with GDP growth at 7.8%, the overall trajectory remains robust and promising. The fiscal deficit was effectively managed, coming in lower than projected at 5.6% of GDP, supported by higher-than-expected net tax receipts and continued record infrastructure spending. This prudent fiscal management underscores the government's commitment to economic stability and growth. Considering all these factors, we believe the Indian economy is set to expand and soar, poised for continued success and prosperity

India's growth story is closely watched by the entire world. KPB Nidhi, mirroring India's growth, is equally responsible by adopting the best practices that benefit the institution, stakeholders, and the environment. With this guiding principle, KPB Nidhi has made concerted strides in becoming growing and compliant institution. Our efforts have been recognized through footprint across Kerala, and it is a matter of pride that our corporate expectations are being fulfilled. By focusing on the development of not just financial capital but also human capital and social capital, we strive to take small steps for each individual but giant leaps for the institution. Through concerted CSR efforts, the institution has been able to give back to society with various initiatives.

KPB Nidhi has demonstrated a remarkable performance in the last fiscal year, showcasing robust business growth and exceptional asset quality. The asset quality reflects the companies's strong risk management and loan sanctioning standards. The CD ratio for the fiscal year was at the optimum level, indicating efficient asset utilization and profitability.

KPB Nidhi's consistent growth trajectory is bolstered by its refined product launching expertise, which, coupled

with benign maintenance of asset quality and robust marketing strategies, has laid the foundation for sustained growth across Kerala. These financial metrics not only demonstrate our strong performance but also our commitment to deliver value to our Stakeholders while maintaining a prudent approach to growth and risk management. Our focus on being a trustworthy, passionate, and strong institution, KPB Nidhi continues to drive our success, ensuring we remain at the forefront of Kerala's financial sector. When we speak of success, it resonates with our aspiration to be an institution that is nimble in action, passionate in pursuit of our vision, and sharp in ensuring operational excellence. These attributes are not just buzzwords but are the very essence of our ethos, propelling us to consistently exceed benchmarks and solidify our status as a customer-centric organization. Our internal audit and governance have transitioned to risk-based audits with standardized processes. Our significant focus on digital Banking and innovation in products and services has revolutionized customer experiences.

The Financial year 2023-24 has been a year of sustained growth. Gold Loan portfolio has recorded unprecedented growth to Rs.458.52Cr. and Deposit is at Rs.617.19cr. as on 31.03.2024. Our performance was always monitored diligently for optimum use of available resources for augmenting bottom-line, as depicted by the Net Profit of Rs.5.04Cr after paying income tax of Rs.1.81Cr.

With the above strategies, faith in our vision by our stake holders and the continued perseverance of our team, our institution will be roaring with thumbing success in the years to come.

RESERVES

The Company has transferred Rs.126.11 lakhs of the surplus to reserves during the year under review to plough back the profits for further growth and development and the corpus is now Rs.44.18Cr.

DIVIDEND

We are glad to announce that the Board of Directors has recommended payment of dividend to its shareholders @ 11% for the Financial Year 2023-24.

Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Pursuant to Section 124 of the Companies Act 2013, the amount of dividends that remain unclaimed/unpaid for a period of seven years from the date on which they were declared, and such shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the name of Investor Education and Protection Fund.

The Unpaid/Unclaimed Dividend amount lying in the unclaimed dividend account as on 31st March 2024 w.r.t to the dividend declared on 28.09.2022 for the financial year ended 31.03.2022 is Rs.3,96,802/-.

The Unpaid/Unclaimed Dividend amount lying in the unclaimed dividend account as on 31st March 2024 w.r.t to the dividend declared on 28.09.2023 for the financial year ended 31.03.2023 is Rs. 5,80,679/-.

During the financial year 2023-24, no amount lying in the unpaid dividend account was transferred to IEPF.

The details of unclaimed dividends are available on the Company's website, www.kpbnidhi.com. Mrs. Jayalakshmi. P, General Manager & Chief Financial Officer, is appointed as the Nodal Officer for the purpose of verification of the claims and coordination with the IEPF Authority. The information relating to outstanding dividend account and the date when due for transfer to IEPF is as follows:

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Financial Year ended	Date of declaration of dividend	Last date for claiming dividend	Dividend transfer to IEPF
31/03/2021	27/09/2021	01/11/2028	Within 01/12/2028
31/03/2022	28/09/2022	02/11/2029	Within 02/12/2029
31.03.2023	28.09.2023	02.11.2030	Within 02/12/2030

DEPOSITS

The Company has not accepted any fixed deposits during the year to which the provisions of Section 73 of the Companies Act, 2013 are applicable.

BRANCHES & REGIONS

At the end of the year 2023-24, your company has not opened any branches hence, total branch strength is 83 Branches divided among 6 regions. The overall performances of the branches are satisfactory.

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

The composition of Board of Directors as on 31st March 2024 is as follows:

Sl.No.	Name of Director	Designation
1.	Sri. Mohandas Parayath (DIN: 07377644)	Chairman
2.	Sri. Muraleedharan(DIN: 08607833)	Managing Director
3.	Sri. Viswaroopan Peedikaparambil (DIN: 00256061)	Director
4.	Sri. Rajesh Padmanabhan (DIN: 06651893)	Director
5.	Smt. Puthiaveetil Rajupillai Rajimol (DIN:09695805)	Independent Director
6.	Sri. Pazhanikutty Swaminathan (DIN:09704625)	Director
7.	Sri. Hareesh Mekanakkil Ramachandran (DIN:09249975)	Director
8.	Sri. Puthenkovilakom Vijayakumar (DIN:10045022)	Independent Director
9	Sri. Sasidharan Dinny (DIN:10088429)	Independent Director

Whole Time Key Managerial Personnels:

- (i) Sri. Muraleedharan, Managing Director- Appointed as Managing Director till 22.10.2024 with the approval of the shareholders as per the resolution passed in AGM dated 28.09.2022.
- (ii) Mrs. Jayalakshmi P, Chief Financial Officer
- (iii) Mrs.Vidya R Baliga
- (iv) Mrs. Elizhabath Mathew, Company Secretary

Smt. Vidya. R. Baliga resigned and relieved from services of KPB Nidhi on 20.04.2024 and Smt. Elizhabath joined as Company Secretary on 18.08.2024, as approved by Board of Directors by Agenda no 22 dated 01.06.2024.

Retirement by Rotation

Among the present Directors of the Company, Sri. Viswaroopan Peedikaparambil (DIN: 00256061), Director and Sri. Pazhanikutty Swaminathan (DIN:09704625), Director retires by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Board recommends their appointment.

Independent Directors:

1. Sri. Mohandas P
2. Smt. P.R.Rajimol.
3. Sri. Puthenkovilakom Vijayakumar
4. Sri. Sasidharan Dinny

Retirement and Resignations During the year:

RETIREMENT	DATE
Sri. A R Mohanan (DIN: 06817818)	w.e.f 13.02.2024

Recommendations and Regularizations:

Sri. Muraleedharan, who was re-appointed as Managing Director

None of the Directors is disqualified under section 164 of the Companies Act, 2013.

BOARD MEETINGS

During the Financial Year, 2023-24, Nine (9) Meetings of Board of Directors were held. The details of the Board Meetings are given below:

Sl.No.	Date of Board Meeting	Board Strength	No.of Directors Present
1	24.05.2023	9	9
2	20.07.2023	9	5
3	17.08.2023	10	10
4	28.09.2023	10	10
5	15.11.2023	10	6
6	13.12.2023	10	9
7	07.02.2024	10	10
8	22.03.2024	9	9
9	30.03.2024	9	4

CAPITAL STRUCTURE

The Authorized Share Capital of the company is Rs. 35, 00, 00,000/- (Rupees Thirty Five Crores Only) divided into 3, 50, 00,000 number of equity shares of Rs.10 each during the Financial Year 2023-24.

Subscribed, issued and paid up capital is Rs. 31,88,49,000/- (Rupees Thirty One Crore Eighty Eight Lakhs Forty Nine Thousand Only) divided into 31884900 (Three Crores Eighteen Lakhs Eighty Four Thousand Nine Hundred) number of equity shares of Rs.10 each as at the end of the year 2023-24. Your Company had allotted shares in the respective Board Meetings and would file the return of allotment in form PAS-3 as soon as the Company receives the approval of e-form NDH-4.

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* Refer to note 3.4 (Share Capital) - Share allotted but pending for filing return of allotment

Material changes and commitment if any affecting the Financial Position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report.

There is no material change to be reported.

Issue of Equity Shares with differential Rights/Employee Stock Option/Sweat Equity Shares

The Company has not issued any Equity shares with differential rights or under Employee Stock Option or as Sweat Equity Share.

Particulars of Loan, Guarantees or Investments under Section 186

There were no loans, guarantees or investments made by the Company under section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

Particulars of contracts or arrangements with related parties

There has been no materially significant related party transaction between the Company and its Directors, KMPs or the relatives except for those disclosed in the Financial Statements, which are in the ordinary course of business.

Accordingly, particulars of contracts or arrangements with related parties referred to in section 188(1) are indicated in Form AOC-2 enclosed with this report as Annexure I.

Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo

Since the company is a financial company, energy conservation has limited applicability. However, the company follows a practice of purchase and use of energy efficient electrical and electronic equipment and gadgets in its operations. There has not been any foreign exchange earnings or outgo during the Financial Year under review.

Compliance with Secretarial Standards

During the Financial Year 2023-24 our Company has complied with all applicable Secretarial Standards.

Risk Management

In today's ever-evolving financial landscape, effective risk management is fundamental to safeguarding our Company's stability and achieving long-term success. At KPB Nidhi, we are committed to a proactive and comprehensive risk management framework that identifies, assesses, mitigates, and monitors potential risks across all our operations.

Your Company has employed robust risk management processes and procedures. The Inspection Department of your company under the close guidance and supervision of Audit Committee evaluates the adequacy, completeness, operational effectiveness and efficiency of all internal controls, risk management & governance systems and processes. The Board regularly assesses the functional efficiency in risk management and refines the policies & processes. Responsibility for identification, measurement and controlling of risk in various spheres of Company's activities is vested with a Senior Executive who reports directly to the Managing Director. All material risks of the Company emerging in the course of its business are identified, assessed and monitored. The Company has through the years developed and stabilized an effective Risk Management System. The scope and authority of the internal audit function is defined in the Audit Policy, duly approved and recommended by the Audit Committee of the Board, approved and adopted by the Board and periodically reviewed and modified. The Inspection Department, on a continuous basis, assesses and monitors the effectiveness of the

control systems and its adequacy to meet the growing business and operational complexities. The audit findings are escalated to Audit Committee for suggesting corrective action and its follow up. The Company has employed various types of inspections such as Detailed Inspection, Surprise Inspection, Regional Head's visit report, Gold audit etc.

The Inspection and Vigilance Department also undertake the role of investigation of fraud and its prevention. Preventive measures are taken for enhancing the awareness of fraud risk and for promoting a culture of compliance among the employees. For this, training is given to employees continuously.

The Audit Committee also evaluates the reports of Inspection Department, which is used for review and monitoring of these risks at periodic intervals. The Nidhi manages credit risk through stringent credit norms established through several years of experience in this line of business and continues to follow the time-tested practice of personally assessing every borrower, before committing to a credit exposure. This process ensures that the expertise in lending operations acquired by the Nidhi is put to best use and acts to mitigate credit risks.

Liquidity risk and interest rate risk arising out of maturity mismatch of assets and liabilities are managed through regular monitoring of the maturity profiles. The Nidhi monitors Assets Liabilities Management on an on-going basis to mitigate the liquidity risk.

Operational risks arising from inadequate or failed internal process, people and systems or from external events are adequately addressed by the internal control systems and are continuously reviewed and monitored by the Board of Directors, again using the Internal Audit Report as a tool. Process improvements and quality control are on-going activities and are built into the employee's training modules, as well.

Now that the Company is increasingly using Information Technology for its operations and processes, security and continued viability of Information System has become very critical for the Company. The Company ensures that the information system safeguards our assets, maintains data integrity and availability, achieves organizational goals effectively and consumes resources efficiently. This can be achieved through an Information System Audit, which should focus on the risks that are relevant to information assets and should assess the adequacy of controls implemented for mitigating the risks. Our Information System is to be subjected to Vulnerability Assessment & Penetration Testing; Information System Audit should also cover physical security of IT systems, Core Solution functioning, business continuity procedures and cyber security at branch and Head office level.

The company has policies and controls to ensure compliance with laws and regulations. Continuous evaluation and policy updation to remain relevant and adoption of best practices are part of ongoing efforts.

Corporate Social Responsibility (CSR)

We have implemented Corporate Social Responsibility (CSR) activities pursuant to the provisions of Section 135 and Schedule VII of the Companies Act, 2013. Since the CSR obligation did not exceed ₹50 lakhs, the requirement for constituting a CSR Committee was not applicable to the company for the financial year 2023-24. However, the company, as a matter of prudent practice, has constituted a CSR Committee constituting the following Directors:

S.No.	Names of Directors	Position
1	Rajesh Padmanabhan	Chairman (Non-Executive Director)
2	Mohandas Parayath	Member (Independent Director)
3	Puthenkovilakom Vijayakumar	Member (Independent Director)

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Annual Report on CSR activities in accordance with Section 135 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 has been annexed as 'Annexure II' to this Report."

Annexure II

ANNUAL REPORT CORPORATE SOCIAL RESPONSIBILITY

[Pursuant to Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline of the company's CSR Policy:

KPB Nidhi Limited (hereinafter referred to as "the Company") is committed to operate as a socially responsible corporate citizen. The Company is guided by its core values that it has adopted since its inception. The CSR policy is in alignment with its core values. The Company maintains the highest standards of corporate behavior towards its stakeholders, employees and towards the society in which it operates. The Company is of the strong belief that it is accountable for contributing back in a meaningful way to society. The board has constituted a CSR Committee for advising and assisting the Board in respect of CSR policy management and monitoring its activities.

The Company intends to contribute to the CSR initiatives by focusing on social, environmental and economic needs of the underprivileged sections of the society. The Company will comply with all the provisions of Section 135 and the Rules and will ensure that all the activities undertaken are otherwise than in normal course of business and are in line with Schedule VII of the Companies Act 2013. (hereinafter referred to as Schedule VII)

Key purpose

1. To define the projects which would come under the purview of CSR.
2. To identify broad areas in which the Company intends to contribute to the CSR initiatives/ undertake CSR projects.
3. To help in the execution and monitoring of CSR projects and in managing the surplus from CSR projects.

2. The Composition of the CSR Committee:

Since the CSR obligation did not exceed ₹50 lakhs, the requirement for constituting a CSR Committee was not applicable to the company for the financial year 2023-24. However, the company, as a matter of prudent practice, constituted a CSR Committee constituting the following Directors:

S.No.	Names of Directors	Position
1	Rajesh Padmanabhan	Chairman (Non-Executive Director)
2	Mohandas Parayath	Member (Independent Director)
3	Puthenkovilakom Vijayakumar	Member (Independent Director)

3. Web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company:

All required details/information has been disclosed under the corporate governance page of our web site-
www.kpbnidhi.com .

4. Executive summary of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8, if applicable:

NOT APPLICABLE

5. **CSR Obligation:**

Particulars	Amount (₹ in Lakhs)
(a) Average net profit of the company u/s 135(5)	535.40
(b) Two percent of average net profit of the company u/s 135(5)	10.70
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
(d) Amount required to be set-off for the financial year, if any	-
(e) Total CSR obligation for the financial year [(b)+(c)-(d)]	10.70

6. **Amount spent on CSR:**

(a) Amount spent on CSR Projects (Ongoing Project & other than Ongoing Project)		10.70			
(b) Amount spent in administrative overheads		Nil			
(c) Amount spent on Impact Assessment, if applicable		Nil			
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]		Nil			
(e) CSR amount spent or unspent for the Financial Year		Nil			
Total amount spent for the FY	Amount unspent				
	Total amount transferred to Unspent CSR Account u/s 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of Fund	Amount	Date of Transfer
10.70	Nil	NA	NA	Nil	NA
(f) Excess amount for set-off, if any					
(i) Two percent of average net profit u/s 135(5)					Nil
(ii) Total amount spent for the Financial Year					Nil
(iii) Excess amount spent for the Financial Year [(ii)-(i)]					Nil
(iv) Surplus arising out of the CSR projects or programmes or activities of the previous FYs, if any					Nil
(v) Amount available for set off in succeeding Financial Years [(iii)-(iv)]					Nil

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7. Details of Unspent CSR amount for the preceding three Financial Years:
NOT APPLICABLE
8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year: NO
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135 : NOT APPLICABLE

Muraleedharan
Managing Director
DIN: 08607833

Rajesh Padmanabhan
Chairman CSR Committee
DIN: 06651893

Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditors

There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

Annual Return

The Annual Return will be available on the website of the Company www.kpbnidhi.com under corporate menu. The extract of Annual return in form MGT-9 is annexed to the Directors Report as **Annexure II**.

Directors Responsibility Statement

Pursuant to the requirement of Section 134 (3) and (5) of the Companies Act, 2013, your Directors confirm that: -

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis; and
- the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATUTORY AUDITORS

In accordance with the provisions of Section 139 of the Act, M/s Sajeev and Ajith, Chartered Accountants (Firm Registration No 014219S) were appointed as Statutory Auditors in the 32nd Annual General Meeting held on 27.09.2021 for a period of 5 years commencing from the conclusion of 32nd AGM till the conclusion of the 37th AGM of the Company to be held in the financial year 2026.

COST AUDITORS & MAINTENANCE OF COST RECORDS

The Company is not required to appoint a Cost Auditor pursuant to the provisions of the Companies Act, 2013.

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company and accordingly such accounts and records are not made and maintained.

Secretarial Audit Report

The provisions of the Companies Act, 2013 and the rules made there under relating to Secretarial Audit Report are not applicable to the Company.

Statutory Orders

No significant and material orders were passed by Courts, Tribunal and other Regulatory Authorities affecting the going concern status of the Company's operations.

Audit Committee

The Audit Committee was re-constituted in compliance with the requirements of Section 177 of the Companies Act, 2013. Hence, the reconstituted committee comprises of the following members:

Name	Category	Position
Sri. Rajesh P	Director	Chairman
Smt. Rajimol P R	Independent Director	Member
Col. Dinny (Retd.)	Independent Director	Member

The Chairman of Audit Committee is a Senior Chartered Accountant, and two members are Independent Director; one among them also is a Chartered Accountant. The composition, role, functions and powers of the Audit Committee are in line with the requirements of applicable laws and regulations. The Audit Committee shall oversee financial reporting process and disclosures, review financial statements, internal audit reports, related party transactions, branch inspection reports, auditor's qualifications, legal requirements concerning financial statements and fixation of audit fee as well as payment for other services etc.

Four (4) Audit Committee meetings were held during the year 2023-24 at the Registered Office of the Company on, 17.08.2023, 13.12.2023, 02.02.2024, and 22.03.2024. The meetings were attended by the Chairman and the members of the Committee ensuring quorum and also by the Inspection department.

Nomination & Remuneration Committee

The Nomination and Remuneration Committee was re-constituted in compliance with the requirements of Section 178 of the Companies Act, 2013. Hence, the reconstituted committee comprises of the following members:

Name	Category	Position
Smt Rajimol.P.R	Non-executive Independent Director	Chairperson
Sri. Mohandas Parayath	Non-executive Independent Director	Member
Sri. Rajesh.P.	Non-executive Director	Member

The Committee formulates criteria for determining qualifications, positive attributes and independence of a director and recommends to the Board the policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees and evaluation of Independent Directors and the Board. It identifies persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and carry out evaluation of every Director's performance. The Nomination and Remuneration Committee held four (4) meetings on 24.05.2023, 17.08.2023, 12.12.2023, and 07.02.2024 and all the meetings were held ensuring the quorum.

Remuneration Policy

The remuneration policy is in consonance with the existing Company's practice and with the provisions of the Companies Act, 2013. The Board of Directors has adopted a Remuneration Policy for Directors, Key Managerial Personnel, and other employees. The Company's remuneration policy is driven by the success and performance of the individual employee and the performance of the Company. The Policy is annexed herewith as

Annexure – III.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee constituted in compliance with the requirements of Section 178 of the Companies Act, 2013, comprises of the following members:

Name	Category	Position
Sri. Viswaroopan P	Non-executive Director	Chairman
Sri. Hareesh M R	Non-executive Director	Member
Sri. Pazhanikutty Swaminathan	Non-executive Director	Member

The Stakeholders Relationship Committee looks into shareholders' complaints relating to transfer of shares, transmission of shares, non-receipt of share certificates, recommends measures for overall improvement in the quality of investor services. A meeting was held on 23.03.2024 for the overall improvement of the investor services. There were no outstanding complaints as on 31.03.2024.

Credit Committee

The Credit Committee consists of the following members

Name	Category	Position
Sri.Hareesh.M.R	Non-executive Director	Chairman
Sri. Pazhanikutty Swaminathan	Non-executive Director	Member
Adv. Vijayakumar	Independent Director	Member

The credit committee supervises and provides necessary guidance in sanctioning of loans to the members against immovable property, overlooks the credit recovery proceedings and recommends the Board the settlement process of loans and other action to be taken. A meeting of the Committee was conducted on 13.12.2023 22.03.2024 for streamlining the procedure and overall improvement of the concerned department and of the services.

Vigil Mechanism

A Vigil Mechanism/Whistle Blower Policy for directors and employees to report genuine concerns has been established as required under the provisions of Section 177 of the Companies Act, 2013. The policy is available on the website of the Company at www.kpbnidhi.com.

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Formal Annual Evaluation

In line with section 134(3)(p) of Companies Act, 2013 read with rule 8 of Companies (Accounts) rules, 2014, Formal Annual Evaluation was conducted for all Board members as well as the working of the Board and its committees. The evaluation was conducted with specific focus on the performance and effective functioning of the Board. The Board evaluation framework has been designed in compliance with the requirements under the Companies Act, 2013.

Board evaluation was conducted through questionnaire designed with various qualitative parameters and feedback based on ratings.

Evaluation of the Board and committees

Evaluation of the Board was based on criteria such as composition and quality of the Board, Board meetings and procedures, Board accountability and responsibility, Board decision making and planning, functioning of Board Committees, succession planning, strategic planning, etc. Evaluation of Committees was based on criteria such as, frequency of meetings, functioning of Board Committees and effectiveness of its advice/recommendation to the Board, etc.

Evaluation of Directors

Evaluation of Directors was based on criteria such as participation and contribution in Board and Committee meetings, performance and leadership team, knowledge and criteria's were bifurcated for executive, non-executive, independent Directors and the Directors holding chairmanship in various Committees and of the Board etc.

The outcome of the Board evaluation was discussed, and Board noted the areas requiring more focus in future.

Human Resource Management

We are happy to report that your Company could maintain very cordial and harmonious relations with all sections of the workforce. We are continuing the policy of blending the skill & maturity of the experienced personnel and energy and spontaneity of the youth for developing its Human Resources. The Company has 436 employees on its rolls as on 31st March 2024.

Our employees are the cornerstone of our future, and our policies are designed to create an environment that inculcates a sense of belonging among them. We have established several platforms that promote interaction between our top Management and widespread employee base. Through these platforms, top Management, including the Managing Director, regularly communicates with the entire team to ensure everyone is aligned with the organization's vision and goals. We emphasize maintaining open and regular communication channels with our staff, ensuring that their needs and concerns are always acknowledged and resolved.

We empower our employees to thrive better. We give mentoring, coaching, and – importantly – reverse mentoring. This facilitates a two-way exchange of knowledge. Fresh perspectives from younger team members keep our leadership abreast of evolving trends and technologies and results in more aligned perspective between recent hires, top leadership, and everyone in between, leading to smoother onboarding, effective career transitions, and overall success.

Our employee engagement initiatives are thoughtfully crafted to foster an environment of transparency, honesty, and mutual trust, where employees feel comfortable and empowered to express themselves freely. Our employees' dedication, commitment, and exceptional customer service, paved way for the sustained growth of our organization. Empowered employees form the cornerstone of your Company, enabling us to thrive in a competitive landscape while upholding the highest standards of integrity and professionalism.

The Company ensures a fair system of rewards and reformative discipline that takes care of the awareness and compliance culture among the workforces. Our emphasis on career growth, competitive compensation,

positive work environment, strong leadership, and employee recognition contributes to satisfied workforces who are an asset to the organization.

The Company offers a reasonably and comparatively good compensation package to all its employees with a balanced mix of fixed and variable pay. During the year under report, the Company had introduced various performance linked reward schemes to increase the enthusiasm of the employees. To keep the Company and its human resources competitive, the Company organized various training programs on different topics and subjects. This active process of learning has enabled employees enhance competence and motivation. The Company has introduced a Performance Management System, where the employees are given an opportunity to set goals and rate their performance themselves through an interactive process with their supervisors.

We embrace cultural diversity by celebrating various festivals, following local traditions for these events. The Onam celebrations were marked by vibrant flower arrangements and cultural performances. Christmas was celebrated with equal enthusiasm, featuring festive decorations, gift exchanges, etc. These celebrations show our responsiveness

In a nutshell, we recognise that our Institution's success depends on our workforce's dedication and commitment. So, we have implemented a robust Employee -Employer Relation Management mechanism to foster a positive and productive work environment.

Computerization

IT provides the strong foundation that enables your KPB to grow extensively and gain market share. IT governance comprise processes that ensure the effective and efficient use of IT in enabling our organization to achieve its goals. It is an integral part of corporate governance and consists of the organizational structures, leadership and process that ensure IT sustains and extends the organization's strategy and objectives.

Almost all processes including HR activities, credit approvals, expenditure authorizations, etc are computerized. In addition to reducing cost of operation, this minimizes human errors/mistakes, facilitates quick audit and inspection, and creates a more pleasant work- environment for the employees. The Company is also working on introducing more digitalized products and services. Our new software implemented in January 2022 is successfully running and this has minimized human efforts to a great extent.

Disclosure under the Sexual harassment of women at the workplace (Prevention, prohibition & Redressal) Act, 2013

In compliance with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has Internal Complaints Committee comprising of the following members:

Internal Complaints Committee under the sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013

Sl.No	Name	Designation
1	Smt. P Jayalakshmi (CFO)	Presiding Officer
2	Smt. Renjini Manojkumar (Chief Manager/HR)	Member
3	Sri. C.K. Shaju (Head Shares Dept)	Member
4	Smt. Asha R Nair (Sr. Manager)	Member
5	Adv. Maheswari (From NGO/ Associations)	Member

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The company has not received any complaints during the Financial Year 2023-24 under the above said act.

Disclosure regarding the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.

The said disclosure is not applicable to the Company.

Disclosure regarding the details of the difference between the amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

The said disclosure is not applicable to the Company.

Acknowledgment

Your directors place on records their deep appreciation to every member of KPB Nidhi for their hard work, dedication and commitment, to whom the credit for the Company's achievements goes. The Board of Directors take this opportunity to express their deep sense of gratitude to Government of India, Reserve Bank of India, various State Governments, and regulatory authorities in India for their valuable guidance, support and cooperation. The Directors record their sincere gratitude to the esteemed customers and all other well-wishers for their continued patronage. And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

Looking forward for continued valuable support from all in the years to come.

For and on behalf of the Board of Directors of **M/s KPB Nidhi Limited**

Aluva
27.08.2024

Mohandas Parayath
(Chairman)
(DIN:07377644)

Muraleedharan
(Managing Director)
(DIN: 08607833)

FORM NO. AOC.2

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

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

Sl.No.	Particulars	Details
a.	Name(s) of the related party and nature of relationship	NIL
b.	Nature of contracts/ arrangements/ transactions	NIL
c.	Duration of the contracts / arrangements/ transactions	NIL
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
e.	Justification for entering into such contracts or arrangements or transactions	NIL
f.	Date(s) of approval by the Board	NIL
g.	Amount paid as advances, if any:	NIL
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

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

Sl.No.	Particulars	Details
a.	Name(s) of the related party and nature of relationship	NIL
b.	Nature of contracts/ arrangements/ transactions	NIL
c.	Duration of the contracts / arrangements/ transactions	NIL
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
e.	Justification for entering into such contracts or arrangements or transactions	NIL
f.	Date(s) of approval by the Board	NIL
g.	Amount paid as advances, if any:	NIL
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

For and on behalf of the Board of Directors

Aluva
27.08.2024

Mohandas Parayath
(Chairman)
(DIN: 07377644)

Muraleedharan
(Managing Director)
(DIN: 08607833)

**Form No: MGT 9 EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31/03/2024**

[Pursuant to section 92(3) of Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other Details:

1. CIN : U65991KL1989PLC005448
2. Registration Date : 17/08/1989
3. Name of the Company : KPB Nidhi Limited
4. Category / Sub-Category of the Company : Company limited by Shares/Non-Govt company
5. Address of the Registered office and contact details : KPBF MANDIR, REGISTERED OFFICE, NO.VIII/441(1), SANGEETHA SABHA ROAD, ALUVA KERALA- 683101
6. Whether listed company : No
7. Registrar and Transfer Agency : NA

II. Principal Business Activities of the Company

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Activities of the Nidhi Company	65991	100

III. Particulars of Holding, Subsidiary and Associate Companies - Nil

Sl. No	Name & Addresses of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
.....

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

I) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
1) Indian									
a) Individual	0	0	0	0	0	0	0	0	0
b) Central Govt(s)	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	0	0	0	0	0	0	0	0	0
2. Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)=(A)(1) + (A)(2)	0	0	0	0	0	0	0	0	0
B.Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance companies	0	0	0	0	0	0	0	0	0

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
g) FII's	0	0	0	0	0	0	0	0	0
h) Foreign Venture	0	0	0	0	0	0	0	0	0
l) Capital Fund	0	0	0	0	0	0	0	0	0
j) Others (specify)	0	0	0	0	0	0	0	0	0
Sub -total (B) (1)	0	0	0	0	0	0	0	0	0
2.Non-Institutions									
a) Body Crop.									
l) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders Holding nominal share capital up to Rs. 1 lakh	0	10879115	10879115	34.24	0	10972010	10972010	34.41	0.85
ii) Individual Shareholder holding nominal share capital exceeding Rs.1 lakh	0	20889406	20889406	65.76	0	20912890	20912890	65.59	0.11
c) Others (specify)	0	0	0	0	0	0	0	0	0
Sub -total (B) (2)	-	31768521	31768521	100	0	31884900	31884900	100	0.37
Total public shareholding (B) =(B)(1)+ (B) (2)	-	31768521	31768521	100	0	31884900	31884900	100	0.37
C. Shares held by custodian for GDRs & ADRs	0				0				
Grand Total (A+B+C)	-	31768521	31768521	100	0	31884900	31884900	100	0

I) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total shares of the company	% of shares pledge/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledge/ encumbered to total shares	
NIL								

(iii) Change in promoter's Shareholding (please specify, if there is no change)- No Change

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning of the year	NA			
2	Date wise Increase / Decrease in Promoters Shareholding during the Year specifying the reasons for increase / decrease	NA			
3	At the end of the year	NA			

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl No	For Each of the Top 10 Shareholders	Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	SURENDRAN N K	970000	3.053	970000	3.04
2	K R SREEKUMAR	863600	2.718	663600	2.08
3	RAJESH KUMAR N	270450	0.851	270450	0.85
4	SHEEJA RAMACHANDRAN	262500	0.826	262500	0.82
5	SANTHI MOHANDAS	1000	0.003	247000	0.77
6	SALINI CHANDRAN	180505	0.568	180505	0.57
7	VENUGOPALAN TV	126500	0.398	166500	0.52
8	RAMACHANDRAN E S	158000	0.497	158000	0.50
9	RAMAN NAMBOODIRI	120000	0.378	140000	0.44
10	JYOTHILAKSHMI S	10	0.000	137010	0.43

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(v) Shareholding of Directors and Key Managerial Personnel

Sl No	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	MOHANDAS P	40000	0.13	289150	0.91
2.	RAJIMOL P R	100	0.00	100100	0.31
3.	VIJAYAKUMAR P	10010	0.03	25510	0.08
4.	MURALEEDHARAN	15000	0.05	15000	0.05
5.	JAYALAKSHMI P	14010	0.04	14010	0.04
6.	VISWAROOPAN P	349000	1.10	10000	0.03
7.	A R MOHANAN	15731	0.05	70731	0.22
8.	RAJESH P	6001	0.02	6001	0.02
9.	HAREESH M R	5000	0.02	5000	0.02
10.	PAZHANIKUTTY SWAMINATHAN	100	0.00	100	0.00
11.	S DINNY	100	0.00	100	0.00

V. Indebtedness- Indebtedness of the company including interest outstanding/accrued but not due for payment (In Rupees)

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
I) Principal Amount	NIL	NIL	5,66,67,08,096.34	5,66,67,08,096.34
ii) Interest due but not paid			79,50,622.60	79,50,622.60
iii) Interest accrued but not due				
Total (i+ii+iii)			5,67,46,58,718.94	5,67,46,58,718.94
Change in Indebtedness during the financial year				
Addition			49,63,76,544.38	49,63,76,544.38
Reduction*				
Net Change				
Indebtedness at the end of the financial year				
I) Principal Amount			6,17,10,35,263.32	6,17,10,35,263.32
ii) Interest due but not paid			72,42,075.54	72,42,075.54
iii) Interest accrued but not due			0	0
Total (i+ii+iii)			6,17,82,77,338.86	6,17,82,77,338.86

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:- (In Rupees)

Sl No.	Particulars of Remuneration	Name of KMPs			Total Amount
		Muraleedharan (Managing Director)	Jayalakshmi P (CFO)	Vidya.R.Baliga (CS)	
	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7,80,000.00	6,00,000.00	4,66,839.00	18,46,839.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil

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Sl No.	Particulars of Remuneration	Name of KMPs			
		Muraleedharan (Managing Director)	Jayalakshmi P (CFO)	Vidya.R.Baliga (CS)	Total Amount
	Stock Option	Nil	Nil	Nil	Nil
	Sweat Equity	Nil	Nil	Nil	Nil
	Commission - as % of profit -	Nil	Nil	Nil	Nil
	Others	Nil	Nil	Nil	Nil
	Others, please specify				
	Bonus:	97500	75,000	58355	230855
	Newspaper & Telephone:	-----	-----	-----	-----
	Travelling & Telephone:	0	24,000	-----	24,000
	Compensation in lieu of retirement benefits	-----	-----	-----	-----
	Total (A)	8,77,500.00	6,99,000.00	5,25,194.00	20,77,694.00
	Ceiling as per the Act	NA	NA	NA	NA

B. Remuneration to other directors:

(In Rupees)

Particulars of Remuneration	A. R Mohanan	Mohan-das.P	P Viswar-oopan	Rajimol. P.R	P. Rajesh	Hareesh M.R	P Swami-nathan	P Vijaya-kumar	S. Dinny	Total Amount
1.Independent Directors										
Fee for attending board & committee meetings	NIL	88,000	NIL	88000	NIL	NIL	NIL	54000	64000	2,94,000
Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total (1)	NIL	88,000	NIL	88000	NIL	NIL	NIL	54000	64000	2,94,000

Particulars of Remuneration										
	A. R Mohanan	Mohan-das.P	P Viswar-oopan	Rajimol. P.R	P. Rajesh	Hareesh M.R	P Swami-nathan	P Vijaya-kumar	S. Dinny	Total Amount
2. Other Non-Executive Directors										
Fee for attending board&committee meetings	62,000	NIL	60000	NIL	56000	50000	60000	NIL	NIL	2,88,000
Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total (2)	62,000	NIL	60000	NIL	56,000	50,000	60000	NIL	NIL	2,88,000
Total (B)= (1+2)	62,000	88,000	60,000	88,000	56,000	50,000	60,000	54000	64000	5,82,000

VII. Penalties / Punishment/ Compounding of Offences: Nil

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment compounding fee imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any
A. Company Penalty Punishment Compounding			None		
B. Directors Penalty Punishment Compounding			None		
C. Other Officers in Default Penalty Punishment Compounding			None		

For and on behalf of the Board of Directors
Of M/s KPB Nidhi Limited

Aluva
27.08.2024

Mohandas Parayath
Chairman
(DIN: 07377644)

Muraleedharan
Managing Director
(DIN: 08607833)

Nomination & Remuneration Policy For Directors, KMPs and other employees

In terms of section 178 and other applicable provisions of the Companies Act, 2013 as amended from time to time, this policy on Nomination and Remuneration of Directors, KMPs, Executives and other employees has been formulated, approved and adopted by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee.

Definitions:

1. Act' means Companies Act, 2013.
2. Board' means the Board of Directors of the Company.
3. Committee' means 'Nomination & Remuneration Committee' constituted by the Board of Directors of the Company.
4. Executives' means personnel of the Company which shall include General Managers, Deputy General Managers and Assistant General Managers.
5. Key Managerial Personnel' or 'KMP' means the Key Managerial Personnel as defined under the Companies Act, 2013.
6. Policy' means this Nomination & Remuneration Policy for Directors, KMPs and other employees of the Company.

Objective of the Policy:

The objective of the policy is to ensure that

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to Directors, Key Managerial Personnel and other employees involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- To motivate and retain managerial personnel creating competitive advantage in compensation policy and offering good career advancement opportunities.

The role of the Committee:

The role of the NRC will be the following:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person/s for appointment as Director, KMP or as General Manager and shall recommend to the Board his / her appointment.
- The Committee shall frame rules for recruitment, appointment and promotion of other employees,

which will reflect the broad objectives of the HR policy of the Company.

- 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.
- 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.

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 reappointment 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 up to 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.

Evaluation:

The Committee shall carry out evaluation of performance of every Director, KMP and General Managers at regular interval (yearly). For other employees, HR policy formulated by the Committee shall prescribe rules and procedures.

Removal:

Due to reasons for any disqualifications 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 subject to the provisions and compliance of the said Act, rules and regulations and HR Policies.

Retirement

The Directors, KMPs and other employees shall retire as per the applicable provisions of the Act and the prevailing HR 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.

Policy relating to remuneration for Directors, KMPs and other employees

1. Fixed Pay

The Managing Director shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to provident fund, pension scheme, medical expenses and other perquisites etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 as amended from time to time and with the approval of the Central Government, if and to the extent required.

3. Provisions for excess remuneration:

If any Managing Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

4. Other provisions:

- The remuneration / compensation / commission etc. to the Managing Director, will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the approval of the shareholders of the Company and Central Government, wherever required as per law.
- The remuneration and commission to be paid to the Managing Director shall be in accordance with the percentage / slabs / conditions as per the provisions of the Companies Act, 2013, and the rules made there under as amended from time to time.
- Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board for its consideration.

5. Remuneration to Non-executive / Independent Director

- The Non- Executive / Independent Director is not receiving any remuneration other than sitting fees.
- Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof and in line with the applicable provisions of the Companies Act, 2013.

6. Remuneration to KMPs and Executives

The remuneration determined for the KMP, and other executives shall be in line with the Company's philosophy to provide fair compensation to key executive officers based on their performance and contribution to the Company and to provide incentives that attract and retain key executives, instill long term commitment to the Company, and develop a pride and sense of Company ownership, all in a manner consistent with shareholder

interests.

The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F., pension scheme, medical expenses and other perquisites etc. shall be decided by the Company's HR department.

7. Remuneration to other employees:

Apart from Directors, KMP and Senior Management, the remuneration of rest of the employees will be determined on the basis of the role and position of the individual employee, including professional experience, responsibility, job complexity and local market conditions in competitive environment.

The Company considers it essential to incentivize the workforce to ensure adequate and reasonable compensation to the staff. The Human Resources Department shall ensure that the level of remuneration motivates and rewards high performers who perform according to set expectations in their respective domain.

The various remuneration components, basic salary, allowances, and perquisites may be combined to ensure an appropriate and balanced remuneration package.

Interpretation

This Policy is intended to comply with the Companies Act, 2013 / and other applicable provisions of the said Act. Notwithstanding anything herein to the contrary, this Policy will be interpreted only in such a manner as to comply with the Companies Act, 2013. Any word not defined in this Policy shall have the same meaning as defined under the Companies Act, 2013 including any amendments thereto. In case any word or provision as appearing in this Policy is contrary to the meaning or provision as provided under the Regulations, then the meaning or provision as provided under the Companies Act, 2013 shall prevail. This policy shall always be in conformity with the provisions of the Regulations and any amendments in the Regulations shall be deemed to form part of this Policy.

INDEPENDENT AUDITOR'S REPORT

To

The Members of KPB Nidhi Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of KPB Nidhi Limited (“the Company”) which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss and the 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 financial statements give the information required by the Companies Act, 2013 (“Act”) 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, 2024, and its profits, 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 (“ICAI”) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditors' 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 director's report of even date and annexure thereof, but does not include the financial statements and our auditor's report thereon, which we obtained prior to the date of this Auditor's Report and the remaining sections of Annual Report which are expected to be made available to us after that date. 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 on the other information obtained prior to the date of this auditor's report, 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 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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 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 is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

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- 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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 the "Annexure A" 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 purpose 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 and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.
 - c. The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.
 - d. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.
 - e. In our opinion, the aforesaid financial statements comply with the Accounting Standards referred to in

section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- f. In our opinion and to the best of our information there were no events or financial transactions or matters which have any adverse effect on the functioning of the company, hence no comments or observation are made in our report in this respect.
- g. On the basis of written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of section 164(2) of the Act;
- h. In our opinion and to the best of our information and according to the explanations given to us, there were no events which called for any qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith. Hence, the comments under this clause are not called for.
- i. With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- j. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- k. 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. There were no pending litigations which would impact the financial position of the Company as at March 31, 2024.
 - ii. The Company does not have any long-term contracts including derivative contracts for which any material foreseeable losses were required to be provided under any law or Indian Accounting Standards.
 - 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 their 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 persons or entities, including foreign entities ("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 their knowledge and belief, no funds (which are

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material either individually or in the aggregate) have been received by the Company from any persons or entities, including foreign entities (“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 applied and to the best of our information and according to the explanations given to us which we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations as provided under (a) and (b) above, contain any material misstatement.
- v. (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility except with respect to maintenance of property, plant and equipment and payroll records wherein the accounting software did not have the audit trail feature enabled. Further the audit trail facility in the accounting software is enabled throughout the year, and we did not come across any instance of the audit trail feature being tampered with.
- vii. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For **SAJEEV & AJITH**
Chartered Accountants
(FRN 014219S)

Place: Kochi - 33
Date: 24/08/2024

CA. SAJEEV P.G., FCA, LL.B.
Partners (M. No. 207625)
UDIN: 24207625BKBSID4076

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date to the Members of KPB Nidhi Limited)

In our opinion, to the best of our information and according to the explanations provided to us by the Company and the books of accounts and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment; (B) The company is maintaining proper records showing full particulars of intangible assets;
 - (b) A portion of the Property, Plant and Equipment had been physically verified by the management during the year which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company as at the balance sheet date.
 - (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
 - (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) The company is a Nidhi Company and its business does not require maintenance of inventories. Accordingly, the provision of paragraph 3(ii)(a) of the order is not applicable to the company.
 - (b) No working capital loans has been sanctioned to the Company, in aggregate, from banks or financial institutions at any point of time during the year on the basis of security of current assets. Hence paragraph 3(ii)(b) of the order is not applicable to the company.
- (iii) (a) Since the Company's principal business is to give loans, the requirement to report in clause 3(iii)(a) of the Order is not applicable to the company.
 - (b) In our opinion, having regard to the nature of the Company's business, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans are not prejudicial to the Company's interest.
 - (c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and there are instances where the repayment of principal and interest are not as per the terms. Considering the company is a Nidhi company, the borrower-wise details of the amount, due date for payment and extent of delay (that has been suggested in the Guidance Note on CARO 2020 issued by the Institute of Chartered Accountants of India for reporting under this clause) have not been reported because it is not practicable to furnish such details owing to the voluminous nature of data generated in the normal course of the Company's business. Further

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except for the instances where there are delays or defaults in repayment of principal and interest and in respect of which the company has recognized necessary provisions in accordance with Nidhi Rules 2014 (as amended from time to time), the parties are repaying the principal amounts, as stipulated, and are regular in payment of interest, as applicable.

- (d) In respect of loans and advances in the nature of loans, the total amount overdue for more than 90 days is 12.18 (Rs. In crores). In our opinion and according to the information and explanations given to us, the loan to value or market value of asset given as security to loan are sufficient to cover the risk of default, if any, and reasonable steps have been taken by the Company for recovery of the principal and interest of such loans.
- (e) Since the Company's principal business is to give loans, the provisions of clause 3(iii)(e) of the Order are not applicable to it.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment. Hence the requirement to report loans granted to promoters, related parties as defined in clause 76 of section 2 of the Act or to any other parties on clause 3(iii) (f) of the Order is not applicable.
- (iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public or amounts which are deemed to be deposits during the year which attract the directives issued by the Reserve Bank of India, within the meaning of section 73 to section 76 of Companies Act, 2013.
- (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under paragraph (vi) of the Order is not applicable to the Company.
- (vii) (a) The Company has been regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable, in respect of the above, were in arrears as at March 31, 2024 for a period of more than six months from the date on when they become payable.

- (b) There are no dues of Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, or any other statutory dues outstanding on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not availed any loans from financial institutions, banks and Government and thus has not defaulted its repayment. Accordingly, reporting under clause 3(ix)(a) of the order are not applicable to the company.
- (b) The company has not availed loans from financial institutions, banks, Government and any other

lender and thus has not been declared a willful defaulter. Accordingly, reporting under clause 3(ix)(b) of the order are not applicable to the Company.

- (c) To the best of our knowledge, and according to the information and explanations given to us, the company has not taken any term loans during the year. Accordingly, paragraph 3(ix)(c) of the order are not applicable to the company.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The company has no subsidiaries, joint ventures or associate company, therefore has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, joint ventures or associate company as defined under Companies Act, 2013.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Thus, reporting under paragraph 3(ix)(f) is not applicable to the Company.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Thus, reporting under paragraph 3(x)(a) of the order is not applicable to the company.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Thus, reporting under paragraph 3(x)(b) of the order is not applicable to the company.
- (xi) (a) During the course of our audit, on examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company nor on the Company.
- (b) No report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is a Nidhi Company and has complied with the following:
 - (a) The Company has complied with Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability.
 - (b) The Company has maintained the SLR by investing, in unencumbered Term deposits with Scheduled Commercial Banks, an amount not less than 10% of the deposits outstanding as at the closing of business on the last working day of the second preceding month. i.e., 31.01.2024.
 - (c) According to the information and explanation provided to us, there has not been any default in payment of interest on deposits or repayment thereof for any period.
- (xiii) According to the information and explanations given to us and based on our examination of the records of

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the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) (a) The Company does not have Internal Audit System and is not mandated under section 138 of the Act to appoint an internal auditor.
- (b) Internal Auditor's report is not available as Internal Audit System is not mandated under section 138 of the Act and hence reporting under paragraph 3(xiv)(b) of the order is not applicable to the Company.
- (xv) The Company has not entered into any non-cash transaction with its directors or persons connected with its directors and hence reporting requirement under Clause 3 (xv) of the Order are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company being a Nidhi Company, reporting under clause (xvi) (b) of paragraph 3 of the order is not applicable to the company.
- (c) The company is not classified as a core Investment company as defined in the regulations made by Reserve Bank of India, hence this clause is not applicable.
- (d) There is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, reporting under clause 3(xvii) of the Order is not applicable to the Company.
- (xviii) There has been no resignation of the statutory auditors of the company during the year and accordingly the reporting under Clause 3(xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion, the provision of section 135 of The Companies Act, 2013 is applicable to the company. According to the information and explanations given to us and based on our examination of the records of the Company, there are no amounts remaining unspent that is required to be transferred to special account in compliance of provisions of section 135 (6) of the act.

(xxi) The Financial statements are separate financial statements of the company. Hence paragraph 3(xxi) of the order is not applicable to the company.

For **SAJEEV & AJITH**
Chartered Accountants (FRN 014219S)

Place: Kochi - 33
Date: 24/08/2024

CA. SAJEEV P.G, FCA, LLB
Partners (M. No. 207625)
UDIN: 24207625BKBSID4076

Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date to the Members of KPB Nidhi Limited)

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 KPB Nidhi Limited (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' 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”) 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

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reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the 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 and according to the information and 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 31 March, 2024, based on the criteria for internal financial control over financial reporting 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 **SAJEEV & AJITH**
Chartered Accountants (FRN 014219S)

Place: Kochi-33
Date: 24-08-2024

CA. SAJEEV P.G, FCA, LLB
Partner (M.No.207625)
UDIN: 24207625BKBSID4076

ANNEXURE “C” TO THE AUDITORS' REPORT

STATUTORY AUDITORS CERTIFICATE (Pursuant to Rule 22 of the Nidhi Rules, 2014)

This is to certify that, on the basis of books of accounts and other relevant documents verified by us and as per explanations given to us by the management, M/s.KPB NIDHI LIMITED has complied with all the provisions contained in Nidhi Rules-2014 and have not contravened any of the provisions contained in the said rules.

For **SAJEEV & AJITH**
Chartered Accountants (FRN 014219S)

Place: Kochi-33
Date: 24-08-2024

CA. SAJEEV P.G, FCA, LLB
Partner (M.No.207625)
UDIN: 24207625BKBSID4076

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KPB NIDHI LIMITED
KPBF Mandir, No.VIII/441(1), Sangeetha Sabha Road, Aluva
CIN : U65991KL1989PLC005448

BALANCE SHEET AS AT 31 MARCH, 2024

(Amount in Lakhs)

Particulars	Note No.	As at 31 March, 2024	As at 31 March, 2023
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	3,188	3,177
(b) Reserves and Surplus	4	1,219	1,033
(2) Total		4,407	4,210
(3) Non-Current Liabilities			
(a) Long term borrowings	5	57,233	52,837
(b) Long term provisions	6	127	87
Total		57,360	52,924
(3) Current Liabilities			
(a) Short term borrowings	7	4,477	3,830
(b) Other Current liabilities	8	278	204
(c) Short-term provisions	9	557	493
Total		5,312	4,527
Total Equity and Liabilities		67,079	61,661
II ASSETS			
(1) Non-Current assets			
(a) Property, Plant and Equipments and Intangible Assets	10	1,474	1,496
(i) Property, Plant and Equipments		34	38
(II) Intangible assets		87	8
(iii) Capital work - in-progress	11	81	78
(b) Deferred tax assets (net)	12	9,864	11,020
(c) Long term loans and advances - Financing Activity	13	2,941	1,147
(d) Other non- current assets		14,481	13,787
Total			
(2) Current assets			
(a) Cash and Cash equivalents	14	3,925	5,294
(b) Shortterm loans and advances	15	44,514	39,112
(c) Other current assets	16	4,159	3,468
Total		52,598	47,874
TOTAL ASSETS		67,079	61,661

See accompanying notes to the financial statements

As Per Our report of even date
For Sajeev & Ajith
Chartered Accountants
Firm's Registration No. 014219s

CA Sajeev P.G.,FCA,LL.B

UDIN:24207625BKBSID4076

Place: Aluva

Date: 24 August 2024

**MOHANDAS
PARAYATH**
Chairman
DIN : 07377644

JAYALAKSHMI P
Chief Financial Officer
Pan ABNPJ3274H

**For and on behalf of the Board of
KPB Nidhi Limited**

MURALEEDHARAN
Managing Director
DIN: 08607833

ELIZHABATH MATHEW
Company Secretary

ICSI Membership Number
A60259

KPB Nidhi Limited
(CIN: U65991KL1989PLC005448)
(Address: KPBF MANDIR, REGISTERED OFFICE, NO.VIII/441(1)
SANGEETHA SABHA ROAD, ALUVA, Kerala, India,

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2024

(Amount in Lakhs)

Particulars	Note No.	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Revenue from operations			
Other Income	17	7,750	6,881
Total Income	18	522	688
		8,272	7,569
Expenses			
Employee Benefit Expenses	19	1,249	1,052
Finance Cost	20	5,030	4,865
Depreciation and amortization expense	21	59	59
Other expenses	22	1,252	999
Total Expenses		7,590	6,975
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		682	594
Exceptional item		-	-
Profit/(Loss) before Extraordinary Item and Tax		682	594
Extraordinary Item		-	-
Profit/(Loss) before Tax		682	594
Profit before tax (V-VI)			
Tax expenses:	23		
(a) Current tax		181	143
(b) Deferred tax		(3)	(3)
Profit/ (Loss) After Tax		504	453
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	24	1.58	1.43
-Diluted (In Rs)	24	1.58	1.43

See accompanying notes to the financial statements

As Per Our report of even date
For Sajeev & Ajith
Chartered Accountants
Firm's Registration No. 014219s

CA Sajeev P.G.,FCA,LL.B

UDIN:24207625BKBSID4076

Place: Aluva

Date: 24 August 2024

**MOHANDAS
PARAYATH**
Chairman
DIN : 07377644

JAYALAKSHMI P
Chief Financial Officer
Pan ABNPJ3274H

**For and on behalf of the Board of
KPB Nidhi Limited**

MURALEEDHARAN
Managing Director
DIN: 08607833

ELIZHABATH MATHEW
Company Secretary

ICSI Membership Number
A60259

KPB NIDHI LIMITED
KPBF Mandir, No.VIII/441(1), Sangeetha Sabha Road, Aluva
CIN : U65991KL1989PLC005448
CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2024

(Amount in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before tax as per Statement of Profit and Loss	682	594
Adjusted for:		
Provision for Depreciation	59	59
Provision for NPA	-	-
Bad debts written off	742	550
(Profit)/Loss on sale of Fixed Assets		(6)
Operating Profit before Working Capital Changes	1,483	1,197
(Increase)/Decrease in Loans and advances	(4,987)	(3,654)
(Increase)/Decrease in Other Current Assets	(691)	(2,069)
(Increase)/Decrease in Bank Deposits	(469)	6,585
Increase/(Decrease) in Deposits Accepted	5,043	(1,824)
Increase/(Decrease) in Current Liabilities	74	(21)
Increase/(Decrease) in Provision for Employee benefits	40	8
Increase/(Decrease) in Other short term provisions	25	-
Cash Generated from Operations	518	223
Taxes Paid (net)	(143)	(109)
Net Cash from / (used in) Operating Activities	375	114
B.CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property Plant and Equipments	(112)	(101)
Proceedings from disposal of Fixed Assets		16
Purchase of current investments	0	-
Sale of current investments	-	-
Net Cash from / (used in) Investing Activities	(112)	(85)
CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of Equity Share Capital	11	18
Final Dividend paid	(318)	(222)
Share Application Money Pending Allotment	-	-
Net Cash from / (used in) Financing Activities	(301)	(204)
Net (Decrease)/ Increase in Cash and Cash Equivalents	(43)	(174)
Opening Balance of Cash and Cash Equivalents	569	744
Closing Balance of Cash and Cash Equivalents	526	569
(Refer Note No. 14)		

Significant Accounting Policies (refer note: 1)
The accompanying notes form an integral part of the financial statements

See accompanying notes to the financial statements

As Per Our report of even date
For Sajeev & Ajith
Chartered Accountants
Firm's Registration No. 014219s

CA Sajeev P.G.,FCA,LL.B

UDIN:24207625BKBSID4076

Place: Aluva

Date: 24 August 2024

**MOHANDAS
PARAYATH**
Chairman
DIN : 07377644

JAYALAKSHMI P
Chief Financial Officer
Pan ABNPJ3274H

**For and on behalf of the Board of
KPB Nidhi Limited**

MURALEEDHARAN
Managing Director
DIN: 08607833

ELIZHABATH MATHEW
Company Secretary

ICSI Membership Number
A60259

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

1. Company Information

KPB Nidhi is a Nidhi Company (formerly Kerala Permanent Benefit Fund Ltd.), incorporated on 17.08.1989 to encourage and afford all facilities for cultivating thrift, saving habits and to render all financial assistance to its members by receiving long and short term deposits and in particular recurring, fixed, saving and other deposits and to lend or advance monies only to its members with security and to provide for the repayment of the same from the members as are allowed by the Ministry of Corporate Affairs vide their notification GSR.555(E) dated 27th July 2001 and its subsequent amendments.

2. Significant Accounting Policies

2.1. Basis of preparation

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles (GAAP) under the historical cost convention as a going concern and on accrual basis and in accordance with the provisions of the Companies Act, 2013 and the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules 2014 (as amended).

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Prudential norms: The Company complies all the material aspect, with the prudential norms relating to the income recognition, asset classification and provisioning for bad and doubtful debts and other matters, as applicable to the company.

The financial statements are presented in Indian Rupees, which is also its functional currency and all values are rounded to the nearest Lakhs except when otherwise indicated.

2.2. Uses of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) as on the date of financial statements and the reported income and expenses during the reporting period.

Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

2.3. Property, Plant and Equipments

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company

2.4. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

2.5. Depreciation and Amortisation

Depreciation on Property, Plant and Equipments assets is provided using the Straight Line Method based on the useful life of the asset and is charged to the Statement of Profit and Loss in the manner prescribed in Schedule II to the Companies Act, 2013. Depreciation is provided on a pro-rata basis from the month the assets are put to use during the financial year. In respect of assets sold or disposed off during the year, depreciation is provided upto the month of sale or disposal of the assets. Freehold land is not depreciated.

The Company has revised its policy of providing depreciation on fixed assets effective April 1, 2017. Depreciation is now provided on a straight line basis for all assets. The carrying amount as on April 1, 2017 is depreciated over the remaining useful life. In respect of fixed assets acquired during the year, depreciation/amortisation is charged on a straight line basis so as to write off the cost of the assets over the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013.

The Company determined that the change in depreciation method from WDV method to a straight-line method is a change in accounting estimate affected by a change in accounting principle. A change in accounting estimate affected by a change in accounting principle is to be applied prospectively. The change is considered preferable because the straight-line method will more accurately reflect the pattern of usage and the expected benefits of such assets and provide greater consistency with the depreciation methods used by other companies in the Company's industry.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Useful life as per Schedule II
Computers and servers	3-6 Years
Office equipment	5 Years
Furniture and fixtures	10 Years
Vehicles	8-10 Years

*Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

Intangible Assets are amortised on a Straight Line basis over the estimated useful economic life. License Fee for the use of computer software which is not an integral part of the related hardware is classified as an intangible asset, and amortized over 10 years.

2.6. Impairment

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount.

An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists, the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss is recognised in the Statement of Profit and Loss for the year.

After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the fixed asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on written down value basis over its remaining useful life.

2.7. Revenue recognition

i. General: Revenue is recognised as earned and accrued when it is reasonably certain that its ultimate collection will be made and the revenue is measurable.

ii. Income from loans

Interest income from loan transactions is accounted for by applying the interest rate implicit in such contracts.

Service charges, documentation charges and other fees on loan transactions are recognised at the commencement of the contract.

Delayed payment charges, fee-based income and interest on trade advances are recognised when they become measurable and when it is not unreasonable to expect their ultimate collection.

iii. Dividend income: Dividend income is recognized when the Company's right to receive dividend is established by the reporting date. Dividend income is recognised when the right to receive payment is established.

iv. Income from investments: Profit earned from sale of securities recognised on trade date basis. The cost of securities is computed on weighted average basis.

v. Other Income: In respect of the other heads of income, the Company accounts the same on accrual basis.

2.8. Investments

Investments are classified into current and non-current investments. Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as Current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are stated at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investments. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. Investment in subsidiary company is stated at cost.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

2.9. Employee Benefits

- i. Short Term Employee Benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service.
- ii. Gratuity scheme: The Company provides for gratuity covering eligible employees under which a lumpsum payment is paid to vested employees at retirement, death, incapacitation or termination of employment, of an amount reckoned on the respective employee's salary and his tenor of employment with the Company. The Company accounts for its liability for future gratuity benefits based on actuarial valuation and the Company makes annual contribution to a Gratuity Fund administered by Life Insurance Corporation of India (LIC). The Company recognizes the net obligation of the gratuity plan in the Balance Sheet as an asset or liability, respectively in accordance with Accounting Standard 15, 'Employee Benefits'. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss in the period in which they arise.
- iii. Provident Fund: Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Amounts collected under the provident fund plan are deposited with in a government administered provident fund.

The Company has no further obligation to the plan beyond its monthly contributions.

- iv. Compensated absences: The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature.

2.10. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized. All other borrowing costs are expensed in the period they occur.

2.11. Income taxes

Income tax comprises current and deferred income tax. Income tax expense is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity in which case it is recognised in other comprehensive income. Current income tax for current year and prior periods is recognised at the amount expected to be paid or recovered from the tax authorities, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred income tax assets and liabilities are measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or substantive enactment date. A deferred income tax asset is recognised to the extent it is probable that future taxable income will be available against which the deductible temporary timing differences and tax losses can be utilised. The Company offsets income-tax assets and liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.12. Segment Reporting

The Company primarily operates as a Loan company and its operations are in India. Since the Company has not operated in any other reportable segments, as per AS 17 'Segment Reporting', no segment reporting is applicable. Company operates in a single geographical segment. Hence, secondary geographical segment information disclosure is not applicable.

2.13. Cash and Cash equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, term deposits with banks and other short term highly liquid investments with original maturities of three months or less.

2.14. Cash Flow Statement

Company has prepared cash flow statement using the Indirect Method, whereby net profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

2.15. Earnings per share

The basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity

shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.16. Lease

The Company's leasing arrangements in terms of Accounting Standard 19 on leases are in respect of operating leases for premises. These leasing arrangements, which are cancellable, are usually renewable by mutual consent on mutually agreeable terms.

2.17. Provisions and Contingent liabilities

a. A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statement.

b. Net profit is arrived at after provisions for contingencies, which include provision for Taxation in accordance with statutory requirements. Adequate provision for diminution is made as per provisioning policy of the company in respect of loans.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2024

NOTE 3 SHARE CAPITAL

(Amount in Lakhs)

Particulars	31 March 2024	31 March 2023
a) Authorized: Equity Shares, Rs. 10 par value, 35000000 (Previous Year -31768521) Equity Shares	3,500.00	3,500.00
b) Issued, Subscribed & Fully Paid up Share Capital Equity Shares, Rs 10 par value 31884900 (Previous Year - 31768521) Equity Shares	3,188	3,177
	3,188	3,177

(I) Reconciliation of number of shares

Particulars Equity Shares	31 March 2024		31 March 2023	
	No. of shares	(Rs in Lakhs)	No. of shares	(Rs in Lakhs)
Opening Balance	3,17,68,521	3,177	3,15,86,412	3,159
Issued during the year	1,16,379	12	1,82,109	18
Deletion				
Closing Balance	3,18,84,900	3,188	3,17,68,521	3,177

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares Name of Shareholder	31 March 2024		31 March 2023	
	No. of shares	In%	No. of shares	In%
NIL				

(iv) Details of Shares held by promoters in the company

Equity Shares Name of Shareholder	31 March 2024		31 March 2023	
	No. of shares	In%	No. of shares	In%
NIL				

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(V) As per the Nidhi (Amendment) Rules, 2019 vide notification no G.S.R. 467(E) Dated 01.07.2019 all Nidhi company has to file new form NDH-4. The company had complied with the notification and filed the form, but on account of the outbreak of the COVID-19 pandemic the company has not received the necessary approval from MCA regarding the NDH-4. The company had allotted shares and issued share certificate but filing of PAS-3- Return of allotment of shares is pending as the company has not received the necessary NDH-4 approval. In the notification MCA has stated that the Filing of form SH-7 and PAS-3 shall be allowed only after getting the necessary approval from MCA.

4. Reserves and Surplus

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Capital Reserves		
Opening Balance	1	1
Closing Balance	1	1
General Reserve		
Opening Balance	442	328
Add: Transfer from P&L	126	113
Closing Balance	568	442
Statement of Profit and loss		
Balance at the beginning of the year	590	473
Add: Profit/(loss) during the year	504	453
Less: Appropriation		
Transfer to General Reserve	126	113
Dividend on Equity Shares	318	222
Balance at the end of the year	650	590
Total	1,219	1,033

In respect of the year ended March 31,2024, the Board of Directors has proposed a dividend subject to approval by the shareholders at the ensuing Annual General Meeting after which dividend would be accounted and paid out of the retained earnings available for distribution in accordance with the provisions of the Act.

Nature of Reserve and Surplus

General Reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of profit for the period at a specified percentage in accordance with applicable regulations. After the introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of the Companies Act, 2013.

Retained earnings or surplus

This reserve represents the cumulative profits of the company.

5. Long term borrowings

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Unsecured Deposits		
-Term Deposit	57,233	52,837
Total	57,233	52,837

6. Long term Provisions

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits		
-Provision for Gratuity	127	87
Total	127	87

7. Short term borrowings

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Unsecured Deposits		
- Recurring Deposits	1,392	1,015
- Savings Deposits	3,085	2,815
Total	4,477	3,830

8. Other Current Laibilities

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Unpaid matured deposits and interest accrued thereon	9	26
- Statutory dues	38	50
- Unclaimed dividend	19	14
- Other payables		
- Expense Payable	139	34
- Interest Payable	73	80
Total	278	204

9. Short term Provision

Particulars	31 March 2024	31 March 2023
Provision for Income tax	182	143
- Provision for others		
- Provision for Bad and Doubtful debbt	350	350
- Provision for Gold Value Fluctuation	25	-
Total	557	493

LOANS AND ADVANCES - FINANCING ACTIVITY

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Loans		
(A) Property Loan	9,835	10,988
Gold Loan	42,495	37,554
Loan on Deposit	1,449	1,041
Other Loans	24	25
Staff Loans	93	96
Total - A Gross Amount	53,896	49,704
(B) (i) Secured by securities and Assets	53,803	49,609
(ii) Covered by Other Securities	93	96
(iii) Unsecured	-	-
Total - B Gross Amount	53,896	49,704
(c) Loans in India	-	-
(I) Public Sector	-	-
(ii) Others	53,896	49,704
Total - C Gross Amount	53,896	49,704
Total	53,896	49,704

KPB Nidhi Limited
(CIN: U65991KL1989PLC005448)
Notes forming part of the Financial Statements

10 Property, Plant and Equipment (Rs in lakhs)

Name of Assets	Gross Block			Depreciation and Amortization			Net Block	
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	Deduction	As on 31-Mar-24	As on 31-Mar-23
(i) Property, Plant and Equipment								
Land	692	-	-	692	-	-	692	692
Building	638	-	-	638	10	-	574	584
Computers	134	13	-	147	114	-	23	20
Electrical Fittings	167	9	0	176	109	-	56	58
Furniture and Fittings	396	11	0	407	268	-	117	128
Motor Vehicle	15	-	0	15	1	-	12	14
Total	2,042	33	0	2,075	546	-	1,474	1,496
Previous Year								
(ii) Intangible Assets								
License Fee	45	1	-	46	7	-	34	38
Total	45	1	-	46	7	-	34	38
Previous Year								
(iii) Capital Work-in-progress								
							87	8
(iii) Capital Work-in-progress Particulars								
Opening Balance							31 March 2023	March 2023
Add: Addition during the year							8	5
Less: Capitalised during the year							78	3
Closing Balance							87	8
Title deeds of Immovable Property not held in name of the Company								
The Company does not have any Immovable Property whose title deeds are not held in the name of the Company.								



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11. Deferred tax assets net

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Deferred Tax Asset	120	110
Deferred Tax Liability	(39)	(32)
Total	81	78

12. Long term loans and advances

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Property Loan	9,835	10,988
Balances with Government Authorities -Income Tax receivables	29	32
Total	9,864	11,020

13. Other non current assets

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Security Deposits -FDs With Bank with maturity of more than 1 year -Others	2,825 116	1,030 117
Total	2,941	1,147

14. Cash and cash equivalents

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Cash on hand	250	204
Balances with banks in current accounts	257	351
Others -In Deposit Accounts -Unpaid Dividend Accounts	3,399 19	4,725 14
Total	3,925	5,294

15. Short term loans and advances

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Gold Loan	42,495	37,554
Loan on Deposit	1,449	1,042
Loans and advances to employees	10	7
Other Loans	24	25
Staff Loans	83	96
Total	44061	38724

Short term loans and advances

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Total continued from previous page	44,061	38,724
-TDS & Advance Tax	408	376
-Prepaid Expense	13	12
-Other Advance	32	-
Total	44,514	39,112

16. Other current assets

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Interest accrued	4,157	3,459
-Interest Accrued on Advances		
Other		
-Other Advances	2	8
-Stamps in Stock	0	1
Total	4,159	3,468

17. Revenue from operations

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Other operating revenues		
-Interest Received	7,750	6,881
Total	7,750	6,881

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18. Other Income

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Interest Income		
-Interest received from Deposits	486	627
Other non-operating income (net of expenses)		
-Income from Investment	12	4
-Inoperative Account Charges	9	10
-Interest received IT - Refund	10	9
-Profit on disposal of Fixed Assets	0	5
-Others	5	33
Total	522	688

19. Employee benefit expenses

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Salaries and wages	1,035	884
Contribution to provident and other fundsx	173	87
Staff welfare expenses	41	81
Total	1,249	1,052

20. Finance costs

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Interest expense	5,025	4,862
Bank Charges	5	3
Total	5,030	4,865

21. Depreciation and amortization expenses

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Amortization of intangible assets	5	5
Depreciation on property, plant and equipment	54	54
Total	59	59

22. Other Expenses

(Rs in Lakhs)

	31 March 2024	31 March 2023
Auditors' Remuneration	8	7
Consultancy fees	1	1
Insurance	9	9
Electricity Charges	19	18
Legal Charges	0	9
Manager/Regional Manager Conference	2	2
Rent	161	155
Repairs others	14	15
Rates and taxes	3	4
Other Business Administrative Expenses	15	9
Telephone expenses	18	18
Travelling Expenses	84	60
AGM Expense	2	3
Bad Debts	742	550
Board Meeting Expenses	1	1
CSR Expenditure	11	-
Donation	1	1
Fees and Other Renewals	2	0
GST	8	10
Insurance & Tax For Vehicles	0	2
Interest waived Gold Loan	6	22
Internet Charges	10	11
Miscellaneous Expenses	10	31
Newspaper	1	2
Office Expenses	16	5
Postage	5	4
Printing & Stationery	4	24
Provision for Gold Loan	25	-
Refreshment Expenses	3	-
Reimbursement for Expenses	26	0
Sitting Fees	6	5
Total continued	1,213	978

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Other Expenses

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Total continued from previous page	1,213	978
Software Maintenance Charges	31	16
Stamp Charges	1	0
Vehicle running expenses	5	4
Water Charges	2	1
Total	1,252	999

23. Tax Expenses

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Current Tax	181	143
Deferred Tax	(3)	(2)
Total	178	141

KPB NIDHI LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2024

NOTE : 19(a) - DISCLOSURE ON EMPLOYEE BENEFITS AS PER AS 15

Employee Benefits for the below mentioned defined benefits schemes have been provided in the accounts

(i) Gratuity

I. Expenses recognized in the Statement of Profit and loss

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Current service cost	36	17
Interest cost	-	-
Expected return on plan assets	7	5
Actuarial losses/(gains)	11	0
Total expense recognised in the Statement of Profit and Loss	39	13

ii. Actual contribution and benefit payments for year

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Actual benefit payments	13	16
Actual contributions	50	25

iii. Net asset/(liability) recognised in the Balance Sheet

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Present value of defined benefit obligation	253	171
Fair value of plan assets	126	83
Funded status [Surplus / (Deficit)]	(127)	(87)
Net asset / (liability) recognised in the Balance Sheet	(127)	(87)

iv. Change in defined benefit obligations (DBO) during the year

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Present value of DBO at beginning of the year	171	149
Current service cost	36	17
Interest cost	-	-
Unrecognised past service costs	73	20
Actuarial (gains) / losses	13	-
Benefits paid	13	16
Present value of DBO at the end of the year	253	171

v. Change in fair value of assets during the year

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Plan assets at beginning of the year	83	70
Expected return on plan assets	7	5
Actual company contributions	50	25
Actuarial gain / (loss)	(0)	(0)
Benefits paid	13	16
Plan assets at the end of the year	126	83

vi. Composition of the plan assets is as follows:

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Government bonds	-	-
PSU bonds	-	-
Equity mutual funds	-	-
Insurer Managed Funds	126	83

vii. Actuarial assumptions

(Rs in Lakhs)

Particulars	For the Year Ended 31 March, 2024	For the Year Ended 31 March, 2023
Discount rate	7.25%	7.00%
Rate of return on plan assets	7.01%	6.75%
Salary escalation	7.00%	6.00%
Attrition Rate	7.67%	7.67%

The above disclosures are based on information furnished by the independent actuary and relied upon by the auditors. The figures are extracted from valuation report and not from valuation table as it has not been made available to us.

The estimates of future Salary increases, considered in the actuarial valuation, takes into account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

KPB Nidhi Limited
(CIN: U65991KL1989PLC005448)
Notes forming part of the Financial Statements

24. Earning per share

Particulars	31 March 2024	31 March 2023
Profit attributable to equity shareholders (Rs in lakhs)	504	304
Weighted average number of Equity Shares	319,01,874	316,84,681
Earnings per share basic (Rs)	1.58	1.43
Earnings per share diluted (Rs)	1.58	1.43
Face value per equity share (Rs)	10	10

The company reports basic and diluted Earnings per Share in accordance with AS 20. Basic Earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding at the end of the year. Diluted Earnings per share have been computed using the weighted average number of equity shares and potential equity shares outstanding at the end of the year.

The company has not issued any potential equity shares. Hence basic and diluted EPS remains the same.

25. Contingent Liabilities and Commitments

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt	-	-
- Income tax demands	-	-
- Indirect tax demands	-	-
Total		

Future cash outflow in respect of above is determinable only on receipt of judgments /decision pending with various forums/authorities. The Company is of the opinion that the above demands are not tenable and expects to succeed in its appeals/defense. The management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations

26. Micro and Small Enterprise

There are no amount due to micro and small scale industries in terms of the Micro, Small and Medium Enterprises Development Act, 2006. This information has been disclosed to the extent such parties have been identified by the company based on information available with the company.

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27. Related Party Disclosure (I) List of Related Parties	Relationship
Key Managerial Personnel M Muraleedharan Jayalakshmi P.Vidya R Baliga Relative of Key Managerial Person Siddesh M Raja Narayanan V M Padmavathi Amma Pratheetha Raj Anup Unnikrishnan	Managing Director Chief Financial Officer Company Secretary Son of MD Spouse of CFO Parent of CFO Daughter of CFO Son in Law of CFO

Entities in which KMP / Relatives of KMP can exercise significant influence- NIL

(ii) Related Party Transactions

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Transactions with		
Remuneration and Allowance	20.78	20.64
Expenses Reimbursed	0.24	0.30
Interest paid on Deposits	8.65	6.19
Fixed Deposit Accepted	66.00	35.62
Fixed Deposit Repaid	20.00	37.82
Other Deposit Accepted	33.93	30.73
Other Deposit Repaid	31.30	27.12

(iii) Related Party Balances

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Balances with 0		
Deposit Outstanding		
- Key Managerial Personnel	18.64	18.65
Interest Payable		
- Key Managerial Personnel	0.02	0.04
Deposit Outstanding		
- Relative of Key Managerial Person	76.29	48.37
Interest Payable		
- Relative of Key Managerial Person	0.16	0.10

(28) GOLD LOAN PORTFOLIO

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Total Gold Portfolio	42,495	37,554
Total Assets	67,079	61,661
Gold loan portfolio as a percentage of total assets	0.63	0.61

(29) Transactions with Non-Executive Directors

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
T Jayaprakash Valiathan	-	0.51
M.A Vasudevan Namboodir	-	-
Vishnu Prasad B Menon	-	-
Vinu Krishnan	-	-
A R Mohanan	0.62	0.59
P Viswaroopan	0.60	0.45
P. Rajesh	0.56	0.68
C.P. Mohanachandran	-	0.63
Hareesh M R	0.50	0.53
Mohandas P	0.88	0.56
Rajimol P	0.88	0.66
Swaminathan P	0.60	0.58
S Dinny	0.64	-
Vijayakumar P	0.54	-
Total	5.82	5.19

(30) Transactions with Non-Executive Directors

(Rs in Lakhs)

Particulars	31 March 2024	31 March 2023
Vishnu Prasad B Menon	-	-
A R Mohanan	2.94	3.45
Jayaprakash Valiathan	-	-
Mohanachandran C P	-	-
P. Rajesh	-	0.11
P Viswaroopan	14.30	17.71
Mohandas P	1.70	2.05
Rajimol P	-	0.06
P Vijayakumar	-	0.55
M.A Vasudevan Namboodiri	-	-
G. Rajan Nair	-	-
Mohanachandran C P	0.31	-
Total	19.24	23.93

(31) Loans and Advances given to Related Parties

The Company has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.

(32) Relationship with Struck off Companies

The Company does not have any transactions with struck-off companies.

(33) Ratio Analysis

(Rs in Lakhs)

Particulars	Numerator / Denominator	31 March 2023	31 March 2024	Change in %
(a) Current Ratio	Current Assets Current Liabilities	9.90	10.58	-6.38%
(b) Debt-Equity Ratio	Total Debts Shareholder's Equity	14.00	13.46	4.01%
(c) Return on Equity Ratio	Profit after Tax Average Shareholder's Equity	11.71	10.76	8.80%
(d) Net capital turnover ratio	Total Turnover Net Working Capital	0.164	0.159	3.25%
(e) Net profit ratio	Net Profit Total Turnover	6.51	6.58	-1.14%
(f) Return on Capital employed	Earning before interest and taxes Capital Employed	8.64	8.97	-3.65%

(34) Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(35) Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(36)Undisclosed Income

The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(37)Corporate Social Responsibility

The provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are applicable to the Company and the same has been complied in accordance with the act.

CSR expenditure

(Rs in Lakhs)

Particulars	Current Year	Previous Year
Amount required to be spent by the company during the year	11	-
Amount of expenditure incurred	11	-
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Movement in the provision	-	-

(38) Branches

As on date, the company has 83 branches all over Kerala and has approval for all the branches except Vadakkenchery branch, the process of which is pending with the appropriate authority.

(39) Regrouping

Previous year figures have been regrouped and reclassified wherever necessary.

(40) Values indicated by 0 represents amounts less than rounding off norms adopted by the company.

CA Sajeev P.G.,FCA,LL.B

**MOHANDAS
PARAYATH**
Chairman
DIN : 07377644

MURALEEDHARAN
Managing Director
DIN: 08607833

UDIN:24207625BKBSID4076

Place: Aluva

JAYALAKSHMI P
Chief Financial Officer
Pan ABNPJ3274H

ELIZHABATH MATHEW
Company Secretary

Date: 24 August 2024

ICSI Membership Number
A60259

ONAM CELEBRATION AT HEAD OFFICE



