KSS LIMITED

May 30, 2016

To,

The Corporate Relations Department,
Bombay Stock Exchange Limited,
PJ Tower, Dalal Street, Fort,
Mumbai-400 001.
Scrip Code: 532081.

National Stock Exchange of India Ltd,
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Scrip Code: KSERASERA

Sub: Outcome of Board Meeting of KSS Limited held today i.e. May 30, 2016

Dear Sir/ Madam,

With reference to above and further to our letter dated May 19, 2016, please find enclosed herewith items considered and approved by the Board of Directors in the Board Meeting held today i.e. May 30, 2016 as follows:

1. Statement of Audited Standalone and Consolidated Financial Results alongwith the Unqualified Standalone and Consolidated Audit Report for the Quarter and year ended March 31, 2016 as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Enclosed herewith)

   The undertaking pursuant to the unmodified opinion are attached herewith as Annexure-A

2. Appointment of Mr. Aditya Purohit (DIN: 07199738) as an Additional (Independent) Director w.e.f May 30, 2016

3. Appointment of Mr. Shamrao Daulat Ingulkar as a Chief Financial Officer (CFO) of the Company w.e.f May 30, 2016

4. Noted the Fresh Certificate of Incorporation Consequent upon the Conversion from Private Company to Public Company issued by Registrar of Companies, Mumbai of its Wholly Owned Subsidiary Company i.e. K Sera Sera Digital Cinema Private Limited to K Sera Sera Digital Cinema Limited.

The Meeting was commenced at 05:30 p.m. and concluded at 07:10 p.m.

Kindly take the above on record.

Thanking You,

For KSS Limited

Tanu

Tanu Singh
Company Secretary

KSS LIMITED MUMBAI

KSS Limited
(Formerly Known as K Sera Sera Ltd.)
CIN : L22100MH1995PLC092438
Unit No.101 A & 102, 1st Floor, Plot No. B-17, Morya Landmark II, Andheri (West), Mumbai - 400 053. INDIA.
Tel: 022 40427600 / 42088600 Fax: 022 40427601 Web : www.kserasera.com Email : info@kserasera.com

KSS LIMITED

(Formerly Known as K SERA SERA LIMITED)

CIN No.L22100MH1995PLC092438

Registered Office : Unit No.101A & 102, Morya Landmark - II, Plot No.B-17, Andheri (West), Mumbai - 400 053.

PART 1 (Rs. In Lacs)

Statement of Standalone Audited Financial Results for the Quarter and Year Ended on 31st March 2016

Sr. No.	Particulars	Quarter ended on			Year Ended on	
		31.03.2016 (Audited)	31.12.2015 (Unaudited)	31.03.2015 (Audited)	31.03.2016 (Audited)	31.03.2015 (Audited)
1 (a)	Net Sales/ Income from Operations	89.45	-	90.80	97.88	90.80
(b)	Other operating Income		-	(265.00)	-	
	Total Income (a+b)	**89.45**	**-**	**(174.20)**	**97.88**	**90.80**
2	**Expenditure**					
(a)	Cost of Operations		-	66.68	1.09	66.68
(b)	Purchases of Stock in Trade	-	-	-	-	-
(c)	Changes in Inventories of finished goods, work in progress and stock in trade	-	-	-	-	-
(d)	Employees benefits expenses	1.12	1.26	1.00	4.92	11.01
(e)	Depreciation and amortisation	137.37	1.20	2.61	140.95	6.69
(f)	(Other expenses (Any item exceeding 10% of the total expenses relating to continuing operation to be shown separately)	285.83	21.25	28.84	340.97	113.42
	Total Expenditure	424.32	23.71	99.12	487.93	197.80
3	**Profit from operation before other incomes, interest and exceptional items (1-2)**	**(334.87)**	**(23.71)**	**(273.32)**	**(390.05)**	**(107.00)**
4	Other Income	0.94	1.27	40.84	58.90	43.68
5	**Profit before interest and exceptional items (3+4)**	**(333.93)**	**(22.44)**	**(232.48)**	**(331.15)**	**(63.31)**
6	Interest	4.26		0.41	4.31	0.69
7	**Profit After interest but before exceptional items (5-6)**	**(338.19)**	**(22.44)**	**(232.89)**	**(335.46)**	**(64.01)**
8	Exceptional items (prior period expenses net of tax Rs.3,70,26,000/-)		-	(54.00)		(201.51)
9	**Profit(+)/Loss(-) from Ordinary Activities before Tax (7-8)**	**(338.19)**	**(22.44)**	**(286.89)**	**(335.46)**	**(265.52)**
10	Tax Expense	(64.93)	-	(84.37)	(64.93)	(84.37)
11	**Net Profit(+)/Loss(-) from ordinary Activities after tax (9-10)**	**(273.25)**	**(22.44)**	**(202.52)**	**(270.53)**	**(181.15)**
12	Extraordinary Item (net of tax Expense Rs.)	-	-	-	-	-
13	**Net Profit(+)/Loss(-) for the period (11-12)**	**(273.25)**	**(22.44)**	**(202.52)**	**(270.53)**	**(181.15)**
14	Share of Profit/Loss of Associates	-	-	-	-	-
15	Minority Interest	-	-	-	-	-
16	**Net Profit/Loss after taxes ,minority interest and share of Profit/Loss of Associates (13-14-15)**	**(273.25)**	**(22.44)**	**(202.52)**	**(270.53)**	**(181.15)**
17	Paid up Equity Share Capital (Face Value Rs.1/- per share)	21,358.75	21,358.75	21,358.75	21,358.75	21,358.75
18	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	**5,522.07**	**5,792.60**
19 (i)	Earnings Per Share (EPS)					
	Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.01)	(0.00)	(0.09)	(0.01)	(0.08)
(ii)	Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.01)	(0.00)	(0.09)	(0.01)	(0.08)
A1	**Public shareholding**					
	Number of shares	2,135,875,070	2,135,875,070	213,587,507	2,135,875,070	213,587,507
	Percentage of shareholding	100%	100%	100%	100%	100%
A2	**Promoters and promoter group**					
	Shareholding **	NIL	NIL	NIL	NIL	NIL
(a)	Pledged/Encumbered					
	Number of shares	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	NIL	NIL	NIL
(b)	Non-encumbered					
	Number of Shares	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total share capital of the Company)	NIL	NIL	NIL	NIL	NIL

Notes :-

1 The above Standalone results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30th May, 2016

2 Figures for the previous periods/year are re-classified/ re-arranged/ re-regrouped, wherever necessary, as per the format revised by SEBI in conformity with revised Schedule VI of the Companies Act, 1956.

3 Other income includes Foreign Exchange Revaluation Gain/Loss.

4 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto year to date figures up to the third quarter of the financial year.

5 As the company's business activity falls within a single primary segment viz;" Film Distributions" the disclosure requirements of Accounting Standard (AS-17) "segment reporting is not applicable.

6 The Company has acquired 100% stake in the Companies namely, Birla Gold and Precious Metals Limited and Birla Jewels Limited w.e.f March 14, 2016 and March 16, 2016,respectively.

7 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year.

8 Statement of Investor Complaints received by the Company (No.s)- Opening as at Jan 31, 2016 (Nil), received during the quarter (Nil), disposed off during the quarter (Nil), remaining unresolved as at March 31, 2016 (Nil)

9 The Consolidated results of the company has been intimated to the BSE and NSE and are available on the websites of the BSE and NSE.

10 Earning per share for the Quarter ended and year ended March 2015 has been calculated @ of Rs 10/- per Equity shares.

By order of the Board of Directors
For KSS Limited

KSS LIMITED MUMBAI

Satish Pancharia

(Satish Pancharia)
Executive Chairman & Director
DIN: 00042934

Place:- Mumbai
Date:- 30/05/2016

KSS LIMITED

CIN No.L22100MH1995PLC092438

Registered Office : Unit No.101A & 102, Morya Landmark - II, Plot No.B-17, Andheri (West), Mumbai - 400 053.

Standalone Statement of Assets and Liabilities Particulars	(Rs. In Lacs) 31-Mar-16	31-Mar-15
A EQUITY AND LIABILITIES		
(1) Shareholder's Funds		
(a) Share Capital	21,358.75	21,358.75
(b) Reserves and Surplus	5,522.07	5,792.60
(2) Non-Current Liabilities		
(a) Long-Term Borrowings	1,567.00	1,567.00
(b) Other Long term Liabilities	110.95	110.95
(3) Current Liabilities		
(a) Short-Term Borrowings	20.00	58.20
(b) Trade Payables	24.98	54.17
(c) Other Current Liabilities	47.32	58.33
(d) Short-Term Provisions	287.61	287.61
Total Equity & Liabilities	**28,938.68**	**29,287.62**
B.ASSETS		
(1) Non-Current Assets		
(a) Fixed Assets	1,999.20	2,442.59
(b) Non-current investments	16,958.63	16,726.60
(c) Deferred tax assets (net)	310.52	245.59
(d) Long term loans and advances	4,322.47	4,494.40
(2) Current Assets		
(a) Current investments	2,640.00	2,640.00
(b) Trade receivables	291.24	357.34
(c) Cash and cash equivalents	2.85	16.28
(d) Short-term loans and advances	2,413.77	2,364.81
(e) Other current assets	-	-
Total Assets	**28,938.68**	**29,287.62**

By order of the Board of Directors
For KSS Limited

Satish Panchariya

KSS LIMITED MUMBAI

(Satish Panchariya)
Executive Chairman & Director
DIN: 00042934

KSS LIMITED

(Formerly Known as K SERA SERA LIMITED)

CIN No.L22100MH1995PLC092438

Registered Office : Unit No.101A & 102, Morya Landmark - II, Plot No.B-17, Andheri (West), Mumbai - 400 053.

PART 1

(Rs. In Lacs)

Statement of Consolidated Audited Financial Results for the Quarter and Year Ended on 31st March 2016

Sr. No.	Particulars	Quarter ended on			Year Ended on	
		31.03.2016 (Audited)	31.12.2015 (Unaudited)	31.03.2015 (Audited)	31.03.2016 (Audited)	31.03.2015 (Audited)
1 (a)	Net Sales/ Income from Operations	1,126.31	533.71	1,413.45	4,426.84	6,329.09
(b)	Other operating Income	(23.40)	14.04	(172.84)	50.23	216.57
	Total Income (a+b)	**1,102.91**	**547.75**	**1,240.61**	**4,477.07**	**6,545.66**
2	**Expenditure**					
(a)	Cost of Operations	229.13	182.55	892.33	2,284.94	3,908.85
(b)	Purchases of Stock in Trade	166.60	3.95	2.64	185.15	23.91
(c)	Changes in Inventories of finished goods, work in progress and stock in trade	(2.65)	2.06	(2.94)	0.39	6.39
(d)	Employees benefits expenses	86.41	80.53	178.94	498.15	707.42
(e)	Depreciation and amortisation	244.50	132.51	74.01	763.18	690.98
(f)	(Other expenses (Any item exceeding 10% of the total expenses relating to continuing operation to be shown separately)	544.14	96.24	151.67	862.76	665.87
	Total Expenditure	1,268.12	497.84	1,296.65	4,594.56	6,003.42
3	**Profit from operation before other incomes, interest and exceptional items (1-2)**	**(165.21)**	**49.91**	**(56.04)**	**(117.49)**	**542.24**
4	Other Income	0.92	2.14	46.54	58.90	52.44
5	**Profit before interest and exceptional items (3+4)**	**(164.29)**	**52.05**	**(9.50)**	**(58.59)**	**594.68**
6	Interest	10.67	4.13	9.41	30.10	36.19
7	**Profit After interest but before exceptional items (5-6)**	**(174.96)**	**47.92**	**(18.91)**	**(88.69)**	**558.49**
8	Exceptional items		-	(54.00)		(201.51)
9	**Profit(+)/Loss(-) from Ordinary Activities before Tax (7-8)**	**(174.96)**	**47.92**	**(72.91)**	**(88.69)**	**356.98**
10	Tax Expense	(70.38)	-	(165.32)		(165.32)
11	**Net Profit(+)/Loss(-) from ordinary Activities after tax (9-10)**	**(104.58)**	**47.92**	**92.41**	**(88.69)**	**522.30**
12	Extraordinary Item (net of tax Expense Rs.)		-	-		-
13	**Net Profit(+)/Loss(-) for the period (11-12)**	**(104.58)**	**47.92**	**92.41**	**(88.69)**	**522.30**
14	Share of Profit/Loss of Associates	-	-	-		-
15	Minority Interest	(1.50)	(4.60)	(4.08)	(4.36)	(11.10)
16	**Net Profit/Loss after taxes ,minority interest and share of Profit/Loss of Associates (13-14-15)**	**(103.08)**	**43.32**	**96.49**	**(84.33)**	**533.40**
17	Paid up Equity Share Capital (Face Value Rs.1/- per share)	21,358.75	21,358.75	21,358.75	21,358.75	21,358.75
18	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-		**38,888.37**
19 (i)	Earnings Per Share (EPS)					
	Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.00)	0.00	0.04	(0.00)	0.24
(ii)	Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.00)	0.00	0.04	(0.00)	0.24
A1	**Public shareholding**					
	Number of shares	2,135,875,070	2,135,875,070	213,587,507	2,135,875,070	213,587,507
	Percentage of shareholding	100%	100%	100%	100%	100%
A2	**Promoters and promoter group**					
	Shareholding **	NIL	NIL	NIL	NIL	NIL
(a)	Pledged/Encumbered					
	Number of shares	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	NIL	NIL	NIL
(b)	Non-encumbered					
	Number of Shares	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
	Percentage of shares (as a % of the total share capital of the Company)	NIL	NIL	NIL	NIL	NIL

Notes :-

1 The above Consolidated results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 30, 2016.

2 K Sera Sera Miniplex Limited (Subsidiary of KSS Limited) has started new Miniplex with two screens in Rudrapur,Uttarakhand as on April 15, 2016

3 Figures for the previous periods/year are re-classified/ re-arranged/ re-regrouped, wherever necessary,

4 Other income includes Foreign Exchange Revaluation Gain/(Loss).

5 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto year to date figures up to the third quarter of the financial year.

6 The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 "Consolidated Financial Statements" as notified by Companies (Accounting Standard Rules), 2006. Further the Company has acquired 100% stake in the Companies namely, Birla Gold and Precious Metals Limited and Birla Jewels Limited w.e.f March 14, 2016 and March 16, 2016 respectively. For the purpose of consolidation of the financials of the said companies, effective date is taken as March 31, 2016 and therefore the consolidation adjustments is not taken into account in the Consolidated Audited Financial Results during the quarter and year ended March 31, 2016.

7 Earning per share for the Quarter ended and year ended March 2015 has been calculated at the rate of Rs 10/- per Equity shares.

Place:- Mumbai
Date:- 30/05/2016

By order of the Board of Directors
For KSS Limited

KSS LIMITED MUMBAI

Satish Panchariya

(Satish Panchariya)
Executive Chairman & Director
DIN: 00042934

AGRAWAL JAIN & GUPTA

Chartered Accountants

Head Office :- Near Mamta Ice Factory, Opp. Om Dharam Kanta, Ringus Road, Chomu, Jaipur - 303702
Jaipur Office :- Shop No. 437, Opp. S.K. Soni Hospital, Sikar Road, Jaipur – 302039,
Mumbai office :- A 101, Vaundra III, Poonam Sagar Complex, Mira Road East Thane-401107
Ph: 0141-2236375, 97029-28280 e-mail: ajngupta@gmail.com,, ca.narayanswami@gmail.com

Auditor's Report on Annual Financial Results of the Company pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To the Board of Directors of **KSS LIMITED**

We have audited the quarterly and annual financial results of **KSS LIMITED** for the year ended on 31st March, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly and annual financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

(i) Are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) Give a true and fair view of the net profit/loss and other financial information for the year ended on 31st March, 2016.

For Agrawal Jain and Gupta
Chartered Accountants
Firm Reg. No.013538C

AGRAWAL JAIN AND GUPTA ★ BO.MUMBAI FRN:-013538C ★ CHARTERED ACCOUNTANTS

CA Narayan Swami
Partner
Membership No. 409759
Place: Mumbai
Dated: 30.05.2016

AGRAWAL JAIN & GUPTA

Chartered Accountants

Head Office :- Near Mamta Ice Factory, Opp. Om Dharam Kanta, Ringus Road, Chomu, Jaipur - 303702
Jaipur Office :- Shop No. 437, Opp. S.K. Soni Hospital, Sikar Road, Jaipur – 302039,
Mumbai office :- A 101, Vaundra III, Poonam Sagar Complex, Mira Road East Thane-401107
Ph: 0141-2236375, 97029-28280 e-mail: ajngupta@gmail.com,, ca.narayanswami@gmail.com

Auditor's Report on Annual Consolidated Financial Results of the Company pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To the Board of Directors of **KSS LIMITED**

We have audited the quarterly and annual consolidated financial results of **KSS LIMITED** ("the Company") and its subsidiaries (the company and its subsidiaries together referred as "the Group") for the year ended on 31st March, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly and annual consolidated financial results have been prepared on the basis of the consolidated financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued there under; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly and annual consolidated financial results:

(i) Include the annual financial results for the year ended 31st March, 2016, of the following subsidiary entities :

- K Sera Sera Digital Cinema Private Limited-India
- K Sera Sera Box Office Private Limited-India
- K Sera Sera Miniplex Limited-India
- K Sera Sera Productions FZE-UAE

(ii) Are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(iii) Give a true and fair view of the net profit/loss and other financial information for the year ended on 31st March, 2016.

For Agrawal Jain and Gupta
Chartered Accountants
Firm Reg. No.013538C

AGRAWAL JAIN AND GUPTA ★ BO. MUMBAI FRN-013538C ★ CHARTERED ACCOUNTANTS

CA Narayan Swami
Partner
Membership No. 409759
Place: Mumbai
Dated: 30.05.2016

KSS LIMITED

Annexure-A

May 30, 2016

To,

The Corporate Relations Department,
Bombay Stock Exchange Limited,
PJ Tower, Dalal Street, Fort,
Mumbai-400 001.
Scrip Code: 532081.

National Stock Exchange of India Ltd,
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Scrip Code: KSERASERA

Sub: Declaration with respect to the Audit Report with unmodified opinion to the audited standalone and consolidated financial results for the quarter and year ended March 31, 2016

With reference to the above captioned subject and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016 read with circular issued by Securities and Exchange Board of India reference no. CIR/CFD/CMD/56/2016 dated May 27, 2016, it is hereby declared that the Statutory Auditors have not expressed any modified opinion(s) in the audit report with respect to audited standalone and consolidated financial results for the quarter and year ended March 31, 2016.

The above declaration is provided as required under proviso to regulation 33 (3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide notification dated May 25, 2016.

Thanking You,

For KSS Limited

KSS LIMITED MUMBAI

Satish Panchariya
Executive Chairman & Director
DIN:00042934

For Agrawal Jain & Gupta
Firm Registration no. 013538C

AGRAWAL JAIN AND GUPTA BO.MUMBAI FRN.-013538C CHARTERED ACCOUNTANTS

Narayan Swami
Partner
M.No. 409759