KEYNOTE

Ref # Key15/Stock-Exch.Let/sm(56) 26th May, 2016

The Manager
National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, C-1, Block – G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

Dear Sir,

Ref.: Scrip Code No. KEYCORPSER
Reg : Outcome of Board Meeting dated 26th May, 2016

We are pleased to inform you that the Meeting of the Board of Directors was held on 26th May, 2016 at the registered office of the Company. The Board of Directors at its meeting has considered and approved the following:

- Audited Financial Results for the quarter and year ended 31st March, 2016 on standalone/consolidated basis as per Regulation 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please find enclosed herewith copy of the Audited Standalone and Consolidated Financial Results of the Company along with Audit Report and Form – A, for the quarter and year ended 31st March, 2016.

  Results will be published in the Newspapers pursuant to Regulation 47 (1) (b) of the aforesaid Regulations and SEBI Circular No. CIR/CFD/CMD/15/2015 dated 30th November, 2015.

- Recommended dividend of ₹ 1/- per equity share of face value of ₹ 10/- each, (i.e.10%) which will be paid subject to the approval of the shareholders in the ensuing Annual General Meeting of the Company.

- Audited Annual Accounts for the year ended 31st March, 2016 subject to approval by the shareholders in the ensuing Annual General Meeting.

- The date, time and venue of 23rd Annual General Meeting of the Company scheduled to be held on 29th July, 2016 at 10.00 a.m. at Homi J. H. Taleyarkhan Memorial Hall, Indian Red Cross Society, 141, Shahid Bhagat Singh Road, Fort, (Town Hall Compound), Mumbai – 400 001.

- In terms of Regulation 42 of Listing Regulation entered into with the Stock Exchange, the Register of Members will remain closed for the purpose of payment of dividend and 23rd Annual General Meeting of the Company from 23rd July, 2016 to 29th July, 2016 (both days inclusive). Notice relating to Book Closure is enclosed separately.

Thanking you and assuring you of our best co-operation at all times.

Yours sincerely,
For **KEYNOTE CORPORATE SERVICES LIMITED**

Uday S. Patil
Director
(DIN: 00003978)

KEYNOTE

KEYNOTE CORPORATE SERVICES LTD.
Regd. Office : The Ruby,9th floor, Senapati Bapat Marg, Dadar (W) Mumbai 400 028.

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH,2016

PART - I (Rs. in lacs)

Sr. No.	Particulars	Standalone					Consolidated	
		Quarter Ended on			Year Ended on	Year Ended on		
		31-Mar-16 (Unaudited) (Refer note 5) (1)	31-Mar-15 (Unaudited) (Refer note 5) (2)	31-Dec-15 (Unaudited) (3)	31-Mar-16 Audited (4)	31-Mar-15 Audited (5)	31-Mar-16 (Audited) (6)	31-Mar-15 (Audited) (7)
1	**Income from operations**							
	a)Income from Operations	44.87	247.22	240.10	710.70	407.22	1,768.80	1,247.33
	b)Other Operating Income	0.33	0.47	1.60	5.11	1.45	5.11	1.45
	Total income from operations (net)	**45.20**	**247.69**	**241.70**	**715.81**	**408.67**	**1,773.91**	**1,248.78**
2	**Expenses**							
	a) Employee benefits expenses	58.63	38.76	61.21	243.73	243.90	438.54	424.19
	b) Depreciation and amortisation expenses	10.27	(0.03)	11.43	44.03	37.39	81.04	82.82
	c) Rent rates & taxes	-	-	-	-	-	0.24	1.62
	d) Professional Charges	14.32	41.69	17.77	97.30	98.72	217.50	200.21
	e) Travelling & Conveyance expenses	4.05	1.85	3.94	13.11	12.64	46.2	53.3
	g) Other Expenses	19.24	27.20	47.72	115.63	92.84	625.12	246.39
	Total expenses	**106.51**	**109.47**	**142.07**	**513.81**	**485.49**	**1,408.63**	**1,008.56**
3	**Profit/(Loss) from Operations before Other Income, finance costs and exceptional items (1-2)**	**(61.30)**	**138.22**	**99.63**	**202.01**	**(76.82)**	**365.27**	**240.22**
4	Other Income	68.11	37.35	101.93	282.06	175.01	550.52	368.53
5	**Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)**	**6.81**	**175.57**	**201.56**	**484.06**	**98.19**	**915.80**	**608.75**
6	Finance costs	0.52	1.90	0.57	2.54	5.03	253.39	351.77
7	**Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)**	**6.29**	**173.67**	**200.99**	**481.52**	**93.16**	**662.41**	**256.98**
8	Exceptional	-	14.12	-	-	14.12	-	3.08
9	**Profit/(Loss) from ordinary activities before tax (7-8)**	**6.29**	**159.55**	**200.99**	**481.52**	**79.04**	**662.41**	**253.90**
10	Current Tax	(2.69)	12.25	39.55	114.95	12.25	162.95	54.89
	Short/(Excess) provision for tax in respect of earlier years	0.00	0.08	0.72	0.72	0.02	3.93	3.74
	Deferred Tax	6.69	9.02	6.90	18.15	14.67	32.00	26.11
11	**Net Profit /(Loss) from ordinay activities after tax(9-10)**	**2.28**	**138.20**	**153.82**	**347.70**	**52.10**	**463.53**	**169.16**
12	Extraordinary items	-	-	-	-	-	-	-
13	**Net Profit /(Loss) for the period (11-12)**	**2.28**	**138.20**	**153.82**	**347.70**	**52.10**	**463.53**	**169.16**
14	Paid up equity share capital (Face Value per share: Rs.10/-)	701.83	701.83	701.83	701.83	701.83	556.66	556.66
15	Reserves excluding Revaluation Reserves as per balancesheet of previous accounting year				4,273.36	4,007.99	6,063.84	5,696.84
16. i	Earnings Per Share (Before Extraordinary items) (7018339 Equity shares of Rs.10/- each) (Not annulized)							
	(a) Basic	0.03	1.97	2.19	4.95	0.74	8.33	3.04
	(b) Diluted	0.03	1.97	2.19	4.95	0.74	8.33	3.04
16. ii	Earnings Per Share (After Extraordinary items) (70,18,339 Equity shares of Rs.10/- each) (Not annulized)							
	(a) Basic	0.03	1.97	2.19	4.95	0.74	8.33	3.04
	(b) Diluted	0.03	1.97	2.19	4.95	0.74	8.33	3.04

Notes:

1 The Audit Committee and the Board of Directors at its meeting held on 26th May, 2016 reviewed and approved the Audited Financial Statements for the Financial Year 2015-16 on standalone as well as consolidated basis.

2 The consolidated Financial statements have been prepared in accordance with applicable Accounting Standards, based on the Audited Financial Statements of the company and its subsidiaries Keynote Capitals Ltd, Keynote Fincorp Ltd & step down subsidiary Keynote Commodities Ltd as well as Keynote Trust.

3 The Board of Directors of the Company has recommended dividend of Re.1/- per equity share of Face Value Rs.10/-each (i.e.10 %) payable to shareholders of the company subject to approval in the Annual General Meeting

4 Company's application u/s 309(1)(b) of the Companies Act, 1956 for payment of professional fees of Rs.16.50 lacs for FY 2013-14 to the Chairman(Non-Executive) had been rejected by Central Government in July 2014. During this financial year Company has recovered the aforesaid professional fees.

5 The figures for quarter ended 31 March 2016 and 31 March 2015 are balancing figures between the audited figures in respect of the full financial year and published year to date figures upto the third quarter of the relevent financial year.

6 The Consolidated financial results as given above,have been prepared as per Accounting Standard - 21 "Consolidated Financial Statements" notified by the National Advisory Committee on Accounting Standards.

7 Figures for the previous quarter/period/year have been regrouped, reclassified and/or recasted wherever necessary.

SMS & Co. Chartered Accountants MUMBAI

KEYNOTE CORPORATE SERVICES LIMITED MUMBAI

Keynote Corporate Services Limited
The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028
Tel.: 91 22 3026 6000 • Fax: 91 22 3026 6088 • Email: info@keynoteindia.net • Website: www.keynoteindia.net
CIN-L67120MH1993PLC072407

KEYNOTE

Standalone & Consolidated Statement of Assets & Liabilities

(Rs. in lacs)

Sr No	Particulars	Standalone		Consolidated	
		As At 31-March -16	As At 31-March -15	As At 31-March -16	As At 31-March -15
		(Audited)	(Audited)	(Audited)	(Audited)
A	**EQUITY AND LIABILITIES**				
	1. Shareholders' Funds:				
	(a) Share Capital	701.83	701.83	556.66	556.66
	(b) Reserves & Surplus	4,273.58	4,008.00	6,064.08	5,695.84
		4,975.41	4,709.83	6,620.74	6,253.50
	Non Current Liabilities:				
	(a) Long-term borrowings	7.15	16.95	23.60	22.70
	(b) Deferred tax Liability (net)	71.74	53.58	134.64	99.06
	(c) Other Long term liabilities	3.00	3.00	3.00	3.00
	(d) Long-term provisions	14.63	16.70	14.63	16.70
		96.52	90.23	175.87	142.46
	Current liabilities				
	(a) Short Term Borrowings	-	-	1,140.89	2,018.82
	(b) Trade payables	7.61	37.40	1,433.39	1,142.80
	(c) Other current liabilities	52.94	99.60	586.99	146.92
	(d) Short-term provisions	102.09	103.22	138.44	133.00
		162.64	240.22	3,299.71	3,441.54
	TOTAL	**5,235.57**	**5,040.29**	**10,096.33**	**9,836.51**
	II. ASSETS:				
	1. Non Current assets:				
	(a) Fixed assets				
	(i)Tangible assets	964.70	1,007.09	1,917.08	1,965.28
	(ii)Intangible assets	-	-	359.57	359.57
	(iii) Goodwill on Consolidation	-	-	10.42	10.42
	(b) Capital work-in-progress	-	-	-	-
	(c) Non-current investments	2,435.73	2,427.61	372.71	203.39
	(d) Deferred tax Liability (net)	-	-	-	-
	(e) Long-term loans and advances	3.97	3.96	230.00	372.24
	(f) Other non-current assets	-	-	121.00	60.83
		3,404.40	3,438.66	3,010.78	2,971.73
	Current assets				
	(a) Inventories	-	-	199.24	63.34
	(b) Current investments	1,345.97	404.74	1,395.48	404.74
	(c) Trade receivables	97.60	163.30	618.22	504.04
	(d) Cash and bank balances	93.03	71.09	3,342.51	2,415.46
	(e) Short-term loans and advances	277.41	874.82	1,496.42	3,371.30
	(f) Other current assets	16.17	88.68	33.68	106.90
		1,830.18	1,602.63	7,085.55	6,864.78
		5,234.57	**5,042.29**	**10,096.33**	**9,836.51**

For and on behalf of Board of Directors

KEYNOTE CORPORATE SERVICES LTD. MUMBAI

Vineet Suchanti
Managing Director

Place : Mumbai
Dated : 26th May, 2016

S M S R & Co LLP Chartered Accountants MUMBAI

Keynote Corporate Services Limited
The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028
Tel.: 91 22 3026 6000 • Fax: 91 22 3026 6088 • Email: info@keynoteindia.net • Website: www.keynoteindia.net
CIN-L67120MH1993PLC072407

KEYNOTE

KEYNOTE CORPORATE SERVICES LTD.
Regd. Office : The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West),Mumbai - 400 028.

CONSOLIDATED SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE YEAR ENDED 31ST MARCH 2016

	Particulars	Year Ended on 31-03-16 (Audited)	Year Ended on 31-03-15 (Audited)
1	**Segment Revenue**		
	a Income from Advisory Services	1196.37	433.33
	b Broking & Related Activities	314.31	394.57
	c Trading in Securities	164.35	114.92
	d Investment Activities	368.49	444.00
	e Unallocated	110.22	78.61
	Total	**2153.75**	**1465.43**
	Less : Inter segment revenue	(14.52)	(14.52)
	Net sales/income from operations	**2139.23**	**1450.91**
2	**Segment Results**		
	a Income from Advisory Services	656.64	(72.40)
	b Broking & Related Activities	(366.86)	36.94
	c Trading in Securities	34.67	24.45
	d Investment Activities	151.90	138.16
	e Unallocated (Net off unallocated expenditure)	59.61	21.03
	Total	**535.97**	**148.18**
	Less:		
	a Interest	(66.81)	(59.18)
	b Add: Interes Income	193.26	164.89
	Total Profit Before Tax	**662.41**	**253.90**
3	**Capital Employed**		
	a Advisory Services	1105.58	1096.19
	b Broking & Related Activities	3786.80	217.23
	c Trading in Securities	1594.78	668.98
	d Investment Activities	(86.43)	1971.41
	e Unallocated	302.11	2356.86
	Total	**6702.84**	**6310.68**

- Notes:
  - Segment information is published in respect of consolidated financial results

  - Segment Revenue comprises of revenue from Advisory Services,Broking & relative activities , trading in securities ,Financing Activities & other income which have been identified taking into account the nature of activities & nature of risk.

S M S R & Co LLP MUMBAI Chartered Accountants

for **KEYNOTE CORPORATE SERVICES LTD.**

KEYNOTE CORPORATE SERVICES LTD. MUMBAI

Vineet Suchanti
Managing Director

Place : Mumbai
Date : 26/05/2016

S M S R & Co LLP
Chartered Accountants

Registered Office :
A - 005, Ground Floor, Western Edge-II
Off Western Express Highway,
Borivali East, Mumbai - 400 066
Board Line : +91 22 4098 5400

Independent Auditor's Report on Financial Results of Keynote Corporate Services Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of
Keynote Corporate Services Limited

We have audited the accompanying annual financial results of **Keynote Corporate Services Limited('the Company')**for the year ended 31st March 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that figures for the quarter ended 31 March 2016 and the corresponding quarter ended in the previous year as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year. Also the figures up to the end of third quarter had only been reviewed and not subjected to audit.

Management's Responsibility for the Financial Results

These financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results upto the end of third quarter. Management is responsible for the preparation of these financial results and other financial information in accordance with the recognition and measurement principles laid down under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This responsibility includes the design, implementation and maintenance of adequate internal financial controls relevant to the , the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Financial Results

Our responsibility is to express an opinion on these financial results based on our audit of the annual financial statements.

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.

S M S R & Co LLP MUMBAI Chartered Accountants

Opinion

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

(i) are presented in accordance with the requirements of Regulation 33 of the Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of financial information for the year ended 31 March 2016.

The figures of the quarter ended 30 June 2015 included in the year ended 31 March 2016 and for quarter and year ended 31 March 2015 were reviewed/audited by another firm of Chartered Accountants.

For **S M S R & Co LLP**
Chartered Accountants
Firm Registration No. 110592W/W100094

Ravi Kapoor
Partner
Membership No: 040404

Place : Mumbai
Date : 26th May 2016

S M S R & Co LLP
Chartered Accountants

Registered Office :
A - 005, Ground Floor, Western Edge-II
Off Western Express Highway,
Borivali East, Mumbai - 400 066
Board Line : +91 22 4098 5400

Independent Auditor's Report on Consolidated Financial Results of Keynote Corporate Services Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of
Keynote Corporate Services Limited

We have audited the accompanying annualconsolidated financial results of **Keynote Corporate Services Limited ('the Company') and its subsidiaries (the Company and its subsidiaries together constitute "the Group")** for the year ended 31st March 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Management's Responsibility for the Financial Results

Management is responsible for the preparation of these financial results and other financial information in accordance with the recognition and measurement principles laid down under Section 133 of the Companies Act, 2013 read with , read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This responsibility includes the design, implementation and maintenance of adequate internal financial controls relevant to the , the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Financial Results

Our responsibility is to express an opinion on these financial results based on our audit of the annual financial statements.

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.

We did not audit the financial statements of 3 subsidiaries and 1 trust, whose aggregate share of total asset ofRs. 780,289,155 as at 31st March 2016 and total revenue is Rs. 134,913,090 for the year ended 31st March 2016, which are included in the consolidated financial statements. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.

S M S R & Co LLP ★ MUMBAI ★ Chartered Accountants

Opinion

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

(i) are presented in accordance with the requirements of Regulation 33 of the Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of financial information of the group for the year ended 31st March 2016.

The figures of the year ended 31 March 2015 were audited by another firm of Chartered Accountants.

For **S M S R & Co LLP**
Chartered Accountants
Firm Registration No. 110592W/W100094



Ravi Kapoor
Partner
Membership No: 040404

Place : Mumbai
Date : 26th May 2016

FORM A

(For Audit Report with unmodified opinion)

[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	:	Keynote Corporate Services Limited
2.	Annual Standalone Financial Statements for the year ended	:	31st March, 2016
3.	Type of Audit observation	:	Un-modified (Standalone)
4.	Frequency of observation	:	Not Applicable
5.	To be Signed --	:	
	• Managing Director		For **Keynote Corporate Services Limited** **Vineet Suchanti** **Managing Director**
	• Chief Financial Officer (CFO)		For **Keynote Corporate Services Limited** **Uday S. Patil** **Director and CFO**
	• Auditor of the Company		For **M/s. S M S R & CO LLP** **Chartered Accountants** **ICAI Firm Registration No.110592W/W100094** **Ravi Kapoor** **Partner** **Membership No. 040404**
	• Chairman of Audit Committee		For **Keynote Corporate Services Limited** **Shishir Dalal** **Chairman - Audit Committee**

FORM A

(For Audit Report with unmodified opinion)

[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	:	Keynote Corporate Services Limited
2.	Annual Consolidated Financial Statements for the year ended	:	31st March, 2016
3.	Type of Audit observation	:	Un-modified (Consolidated)
4.	Frequency of observation	:	Not Applicable
5.	To be Signed --	:	
	• Managing Director		For **Keynote Corporate Services Limited** **Vineet Suchanti** **Managing Director**
	• Chief Financial Officer (CFO)		For **Keynote Corporate Services Limited** **Uday S. Patil** **Director and CFO**
	• Auditor of the Company		For **M/s. S M S R & CO LLP** **Chartered Accountants** **ICAI Firm Registration No.110592W/W100094** **Ravi Kapoor** **Partner** **Membership No. 040404**
	• Chairman of Audit Committee		For **Keynote Corporate Services Limited** **Shishir Dalal** **Chairman - Audit Committee**

KEYNOTE

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, C-1, Block – G,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

ATTN : MARKET OPERATIONS DEPARTMENT

NAME OF THE COMPANY: KEYNOTE CORPORATE SERVICES LIMITED

Scrip Code/ Name of Scrip	TYPE OF SECURITY	BOOK CLOSURE		RECORD DATE	PURPOSE
		FROM	TO		
KEYCORPSER	Equity Shares	23/07/2016	29/07/2016	N.A.	• Annual General Meeting (AGM) & • Payment of Dividend (Dividend : ₹ 1/- per Equity Share of ₹ 10/- each) (i.e. 10%)

N.A. – Not Applicable

For **KEYNOTE CORPORATE SERVICES LIMITED**

Uday S. Patil
Director
(DIN: 00003978)