

KRYSTAL INTEGRATED SERVICES LIMITED
(FORMERLY KNOWN AS KRYSTAL INTEGRATED SERVICES PRIVATE LIMITED)



May 13, 2024

KISL/CS/SE/29/2024-25

<p>The Department of Corporate Services BSE Limited General Manager Department of Corporate Services Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code: 544149</p>	<p>National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Symbol: KRYSTAL</p>
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Dear Sir/Madam,

Sub: Outcome of Board Meeting

Ref.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI Listing Regulations 2015)

This is to inform you that the Board of Directors of the Company at its meeting held today i.e. Monday, May 13, 2024, has inter-alia, considered, approved and noted:

- 1) Report issued by CRISIL Ratings Limited, Monitoring Agency for the quarter ended March 31, 2024;
- 2) Statement on Deviation or Variation of funds for the quarter ended March 31, 2024, as reviewed by the Audit Committee and taken on record by the Board;
- 3) Resignation of Mr. Advait Ambekar, Internal Auditor effective from May 13, 2024; and
- 4) Appointment of M/s. J C Kabra & Associates, Practising Chartered Accountant (Firm Reg. No. 115749W) as the Internal Auditors of the Company for the Financial Year 2024-25.

Accordingly, please find enclosed herewith:

- a) Report of Monitoring Agency and Statement on Deviation or Variation of funds for the quarter ended March 31, 2024 (**Annexure I**).
- b) Details with respect to resignation of Internal Auditor, pursuant to Part A of Schedule III to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (**Annexure II**).
- c) Details with respect to appointment of Internal Auditor, pursuant to Part A of Schedule III to the SEBI Listing Regulations read with SEBI Circular No.

KRYSTAL INTEGRATED SERVICES LIMITED
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SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (**Annexure III**).

The above meeting of the Board of Directors commenced at IST 12.30 pm and concluded at IST 13.05 pm.

This is for your information and records.

Thanking You,

For **Krystal Integrated Services Limited**
(Previously known as **Krystal Integrated Services Private Limited**)

Stuti Maru
Company Secretary & Compliance Officer
Membership Number: A45257

**Monitoring Agency Report
for
Krystal Integrated Services Limited
for the quarter ended
March 31, 2024**

CRL/MAR/ KTISL /2023-24/1121

May 13, 2024

To
Krystal Integrated Services Limited
Krystal House 15A 17, Shivaji
Fort CHS, Duncans Causeway
Road, Mumbai - 400 022

Dear Sir,

**Monitoring Agency Report for the quarter ended March 31, 2024 - in relation to the Initial Public Offer ("IPO")
of Krystal Integrated Services Limited ("the Company")**

Pursuant to Regulation 41 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**") and Monitoring Agency Agreement dated March 04, 2024, entered with the Company, we enclose herewith the Monitoring Agency Report, issued by CRISIL Ratings Limited, as per Schedule XI of the SEBI ICDR Regulations towards utilization of IPO proceeds for the quarter ended March 31, 2024.

Request you to kindly take the same on records.

Thanking you,
For and on behalf of CRISIL Ratings Limited



Sushant Sarode
Director, Ratings (LCG)

Report of the Monitoring Agency (MA)

Name of the issuer: Krystal Integrated Services Limited

For quarter ended: March 31, 2024

Name of the Monitoring Agency: CRISIL Ratings Limited

(a) Deviation from the objects: Not applicable

(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit-related analyses. We confirm that we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature: 

Name and designation of the Authorized Signatory: Sushant Sarode

Designation of Authorized person/Signing Authority: Director, Ratings (LCG)

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1) Issuer Details:

Name of the issuer Krystal Integrated Services Limited

Names of the promoter a. Neeta Prasad Lad
b. Saily Prasad Lad
c. Shubham Prasad Lad
d. Prasad Minesh Lad
e. Krystal Family Holdings Private Limited

Industry/sector to which it belongs Diversified Commercial Services

2) Issue Details

Issue Period: Thursday, March 14, 2024 to Monday, March 18, 2024

Type of issue (public/rights): Initial Public Offer (IPO)

Type of specified securities: Equity Shares

IPO Grading, if any: NA

Issue size: Rs 3,001.25 million
{Issue size comprises of fresh issuance/gross proceeds of Rs 1,750.00 million (including net proceeds of Rs 1,633.69 million*) and an offer for sale of Rs 1,251.25 million}

*CRISIL Ratings shall be monitoring the net proceeds.

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Management undertaking, Independent Chartered Accountant Certificate ^, Final Offer Document, Bank Statements	No Comments	No Comments
Whether shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document?	NA	Management undertaking, Independent Chartered Accountant Certificate ^	No Comments	No Comments

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Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether the means of finance for the disclosed objects of the issue has changed?	No	Management undertaking, Independent Chartered Accountant Certificate ^	No Comments	No Comments
Is there any major deviation observed over the earlier monitoring agency reports?	NA		No Comments	No Comments
Whether all Government/statutory approvals related to the object(s) have been obtained?	NA		No Comments	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	NA		No Comments	No Comments
Are there any favorable events improving the viability of these object(s)?	No		No Comments	No Comments
Are there any unfavorable events affecting the viability of the object(s)?	No		No Comments	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	No		No Comments	No Comments

NA represents Not Applicable

^Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W).

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4) Details of object(s) to be monitored:

i. Cost of the object(s):

Sr. No	Item Head	Source of information/certifications considered by MA for preparation of report	Original cost (as per the Offer Document) (Rs in million)	Revised Cost (Rs in million)	Comments of the MA	Comments of the Board of Directors		
						Reason of Cost revision	Proposed financing option	Particulars of firm arrangements made
1	Repayment/prepayment, in full or part, of certain borrowings availed of by the Company	Management undertaking, Independent chartered accountant certificate [^] , Prospectus.	100.00	-	No revision in the cost	No revision in the cost		
2	Funding working capital requirements of the Company		1000.00	-	No revision in the cost	No revision in the cost		
3	Funding capital expenditure for purchase of new machinery		100.00	-	No revision in the cost	No revision in the cost		
4	General Corporate Purposes (GCP)		433.69	-	No revision in the cost	No revision in the cost		
		Total	1,633.69					

[^]Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W).

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ii. Progress in the object(s):

Sr. No.	Item Head#	Source of information/certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document (Rs in million)	Amount utilized (Rs in million)			Total unutilized amount (Rs in million)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter	During the quarter	At the end of the quarter			Reasons for idle funds	Proposed course of action
1	Repayment/prepayment, in full or part, of certain borrowings availed by the Company	Independent chartered accountant Certificate [^] , Management Undertaking, Prospectus, Bank Statements	100.00	Nil	100.00	100.00	Nil	Fully utilised during the reported quarter	Fully utilised	
2	Funding working capital requirements of the Company	Independent chartered accountant certificate [^] , Management Undertaking	1,000.00	Nil	200.00	200.00	800.00	Utilised towards reduction in outstanding working capital debt with UBI	Balance of Rs 800 million to be utilized in FY 2024-25	
3	Funding capital expenditure for purchase of new machinery	Independent chartered accountant certificate [^] , Management Undertaking	100.00	Nil	-	-	100.00	No utilisation during reported quarter	Balance of Rs 100 million to be utilized in FY 2024-25	
4	GCP	Independent chartered accountant certificate [^] , Management Undertaking	433.69	Nil	-	-	433.69	No utilisation during reported quarter	Balance of Rs 433.69 million to be utilized in FY 2024-25	
	Total		1,633.69		300.00	300.00	1,333.69			

[^]Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W).

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#Brief description of objects:

Object of the Issue	Description of objects as per the offer document filed by the issuer
<p>Repayment/prepayment, in full or part, of certain borrowings availed of by the Company</p>	<p>Company proposes to utilize an aggregate amount of Rs.100.00 million from the Net Proceeds towards repayment/pre-payment, in full or in part, of certain borrowings availed of by the Company.</p> <p>The selection and extent of borrowings proposed to be prepaid and/or repaid by the Company is based on various commercial considerations including, among others, the interest rate of the relevant borrowings, prepayment charges, the amount of the borrowings outstanding, amount and nature of security provided and the remaining tenor of the borrowings.</p>
<p>Funding working capital requirements of Company</p>	<p>Company is required to incur certain upfront costs to be able to provide services to its customers from the beginning of the contracted period. These include costs towards manpower, materials, and machine required from the first day of commencement of such contract.</p> <p>Company proposes to utilise Rs.150.00 million and Rs.850.00 million from the Net Proceeds towards funding its working capital requirements in Financial Year 2024 and Financial Year 2025, respectively, for meeting future business requirements</p>
<p>Funding capital expenditure for purchase of new machinery</p>	<p>Company proposes to purchase new machinery with the objective of improving the quality and efficiency of deliverables to its customers. The proposed capital expenditure for purchase of new machinery is expected to have a positive impact on company's ability to compete in the market. It will enhance capabilities for bidding on new projects and provide it with a distinct competitive advantage.</p>
<p>GCP</p>	<p>The general corporate purposes for which Company proposes to utilize Net Proceeds includes funding growth opportunities, strengthening marketing capabilities, brand building exercises, interest payments and other debt servicing costs, investing towards information technology infrastructure, and purchase of equipments and, other expenses incurred in course of its catering business, as may be approved by Company's Board or a duly appointed committee from time to time, subject to compliance with applicable laws.</p> <p>Also, the quantum of utilization of funds towards each of the above purposes will be determined by Company's Board.</p>

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iii. Deployment of unutilised IPO proceeds[^]:

S. No.	Type of investment and name of the entity invested in	Amount invested (Rs in million)	Maturity Date	Return on Investment (%)	Earnings (Rs in million)	Market Value as at the end of quarter (Rs in million)
1	Fixed deposit maintained with UBI bank (No.22123230002433)	800.00	29-Jun-24	6.75%	0.29	800.29
2	Balance in MA account maintained with Axis bank	528.65	-	-	-	528.65
3	Balance in Public issue account maintained with Axis bank	5.04*	-	-	-	5.04
	Total	1,333.69				1,333.98

[^] On the basis of the management undertaking and Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W).

* Out of closing balance of Rs.129.95 million as on March 31, 2024 in Public issue account, Rs.5.04 million pertains to net proceeds from fresh issue of shares.

iv. Delay in implementation of the object(s)[^] -

Object(s)	Completion Date		Delay (no. of days/months)	Comments of the Board of Directors	
	As per the Offer Document	Actual		Reason of delay	Proposed course of Action
Funding capital expenditure for purchase of new machinery	Proposed utilisation: Rs.20 million by March 31, 2024	NIL utilised	Refer Note	There were expected contracts that got delayed due to government tendering activities and the said utilisation for machinery will be done in FY 2024-25	Proposed to purchase in current FY

[^]Note: On the basis of the management undertaking and Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W), it has been submitted that the Company has not utilized any amount towards this object till quarter ended 31st March 2024 and the pending utilisation is proposed to be utilised by March 31, 2025 hence same is to be considered as revised estimate for utilisation towards the referred object. The Company has obtained Board of Director's approval for revision in the estimated date for utilisation of these proceeds to FY 2025.

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5) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document:

Not Applicable based on management undertaking and Certificate dated May 07, 2024, issued by M/s Mahendra Doshi & Associates, Peer reviewed Independent Chartered Accountant (Firms' Registration No. 105765W).

Disclaimers:

- a) *This Report is prepared by CRISIL Ratings Limited (hereinafter referred to as "Monitoring Agency" / "MA" / "CRL"). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.*
- b) *This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditor or from peer reviewed CA firms appointed by the Issuer believed by it to be accurate and reliable.*
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- l) *CRL has established policies and procedures to maintain the confidentiality of certain non-public information received in connection with the preparation of this report. CRL has in place a code of conduct and policies for managing conflict of interest.*

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Annexure II

Details as required pursuant to Part A of Schedule III to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Name of the Internal Auditor	Mr. Advait Ambekar
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Advait Ambekar has resigned as an Internal Auditor of the Company with immediate effect, due to preoccupation and other personal reasons.
Date of appointment/ cessation (as applicable) & term of appointment	May 13, 2024
Brief profile (in case of appointment)	Not Applicable
Disclosure of relationships between directors (in case of appointment of a Director)	Not Applicable
Names of listed entities in which the resigning director holds Directorships, indicating the category of Directorship and Membership of Board Committees, if any	Not Applicable

Annexure III

Details as required pursuant to Part A of Schedule III to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Name of the Internal Auditor	J C Kabra & Associates, Practicing Chartered Accountant
Reason for change viz. appointment, resignation, removal, death or otherwise	J C Kabra & Associates, Practicing Chartered Accountant is appointed as the Internal Auditors of the Company for conducting Internal Audit for the Financial Year 2024-25.
Date of appointment/ cessation (as applicable) & term of appointment	May 13, 2024
Brief profile (in case of appointment)	<p>J C Kabra & Associates, Chartered Accountants (JCK CA) is a multi-disciplinary partnership firm whose foundation were laid by its Founder and Managing partner CA. Jagdish D Kabra.</p> <p>Established in the year 1996, they have gradually built up their presence in the profession and now render their professional services from their multiple offices throughout India. they also provide support from their associate offices from over 14 other locations.</p> <p>Currently, the firm has Nine Partners. It is supported by a robust Board of Advisors and Management team along with team of over thirty Qualified and Semi-Qualified staff members. The team has enormous experience in the field of Audits, Accounting, Taxation & Finance to provide quality service to clients.</p> <p>They render wide range of comprehensive professional services which inter alia, includes Management Consultancy, Subsidy, Tax consultancy, Accounting services, Corporate Finance, Risk Advisory Services, Payroll, Secretarial services, Regulatory advisory etc.</p>
Disclosure of relationships between directors (in case of appointment of a Director)	Not Applicable