

PRECISION CAMSHAFTS LIMITED
33rd Annual Report 2024-25



where **Passion**
meets **Performance**



STRENGTH IN PRECISION.
POWER IN RESILIENCE.

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For more investor-related information, please visit

<https://pclindia.in/>

Or simply scan the QR code below

Or scan the QR code



Investor Information

Market Cap as on March 31, 2025	₹2,477.48 Crores
CIN	L24231PN1992PLC067126
BSE Code	539636
NSE Symbol	PRECAM
Bloomberg Code	PRECAM:IN
Dividend Declared	₹1/- per equity share
AGM Date	July 30, 2025
AGM Mode	Video Conferencing/ Other Audio-Visual Means

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Disclaimer

This document contains statements about expected future events and financials of Precision Camshafts Limited ('PCL'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications, and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

STRENGTH IN **PRECISION.** POWER IN **RESILIENCE.**

In a world where precision engineering meets transformative change, building a business that lasts demands more than capability; it calls for consistency, clarity of purpose, and enduring strength. At Precision Camshafts Limited, our theme, 'Strength in Precision. Power in Resilience' embodies the principles that drives our continuous growth and innovation. We recognise that true excellence arises from meticulous craftsmanship combined with consistent durability; qualities that remain essential to delivering uncompromising camshaft performance.

Strength in Precision reflects our commitment to engineering components with exacting accuracy. Every camshaft is engineered with highly controlled tolerances and stringent quality protocols, ensuring optimal engine efficiency, enhanced fuel economy, and reduced emissions. This focus on precision is central to the Company's value proposition and underpins the trust it has built.

Equally integral is the Power in Resilience aspect; not just in the lasting performance of PCL's products, but in the Company's ability to respond decisively to changing market dynamics. From strengthening local supply chains to addressing challenges in international markets, we have consistently converted challenges into opportunities. Our investments in renewable energy, EV-ready product platforms, and capacity expansion reflect this resilience in action, reinforcing the Company's readiness for the next phase of mobility.

Together, precision and resilience empower us to lead with purpose, delivering reliable, future-focused solutions that create enduring value across global markets.



Highlights of the Year

**Driving Precision.
Enduring Strength.**



Financial Snapshot



₹ 612 Crores
Revenue

₹ 111.56 Crores
EBITDA

18.22%
EBITDA Margin

₹ 7.35 Crores
PAT

1.20%
PAT Margin

0.08x
Debt-to-Equity Ratio

All numbers are on Standalone Basis



Revenue by Geography



60% Domestic

40% Export

Environmental



72,665 KL
Water Consumption

13,670 MTCO₂e
Total GHG Emission

70,332.5 GJ
Electricity Generated

14.56 MT
Waste Management



Social



829
Employees

15.6
Male-to-Female
Employee Ratio

13,60,423
CSR Beneficiaries
(Cumulative)

₹ 1,57,07,767
CSR Expenditure

Operational Summary



65%
Capacity Utilisation of
Machine Camshafts

79%
Capacity Utilisation
of Camshaft Casting

8.80 million
Total Camshafts Produced

4
Projects Launched

Governance



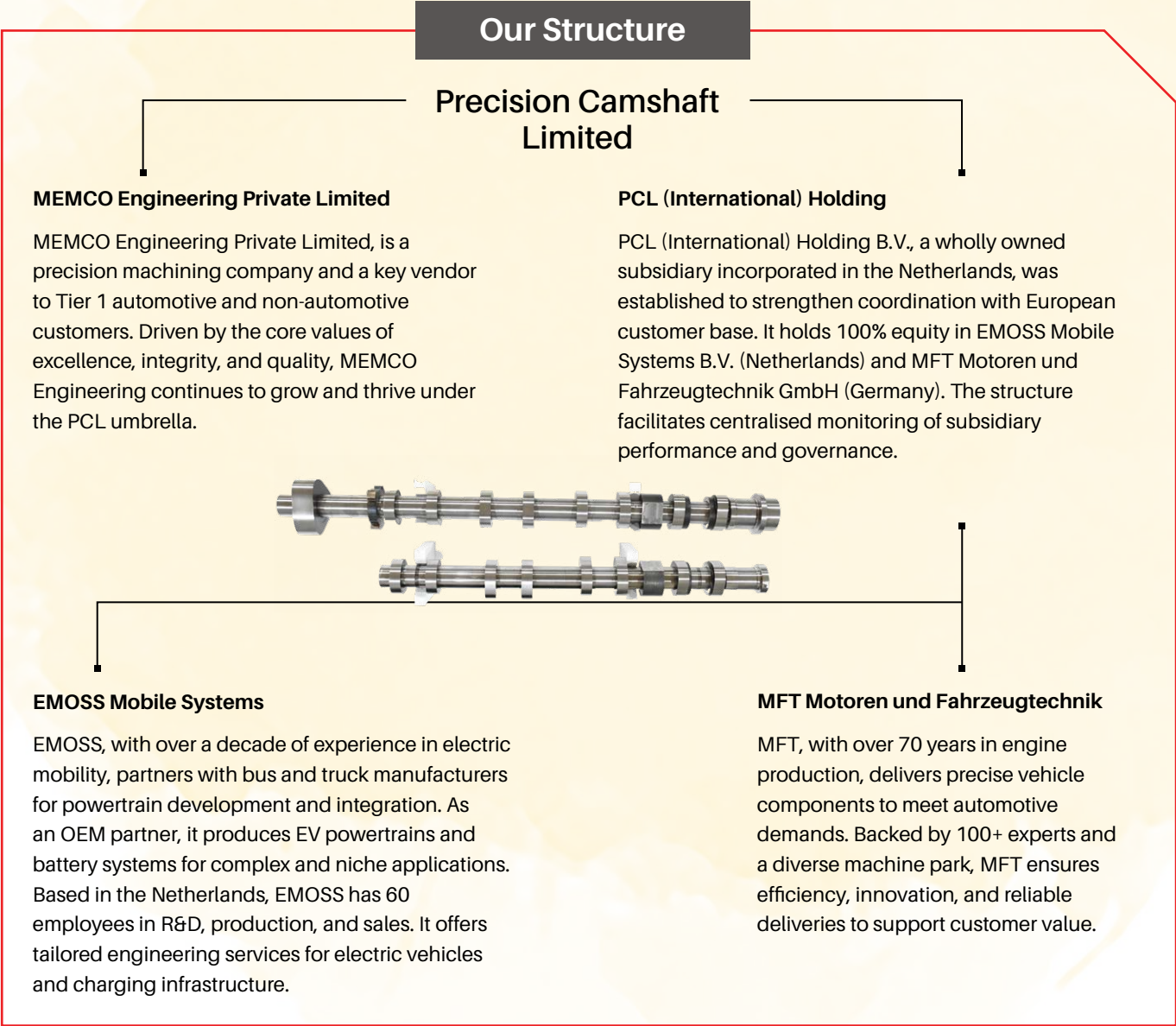
9
Directors on Board

4
Female Directors

About Precision Group

Expanding Horizons.
Engineering Impact.

Precision Group ('The Group') is a synergy-driven Company that continuously seeks new partnerships and collaborations to enhance efficiency and elevate industry standards. Having evolved from a single-product manufacturer into a multi-solution provider, Precision Group has expanded its expertise to offer comprehensive end-to-end automotive solutions. The Group now includes Precision Camshafts Limited, MEMCO Engineering Private Limited, MFT Motoren und Fahrzeugtechnik GmbH, and EMOSS Mobile Systems B.V., reflecting the Company's commitment to innovation and integrated growth.





Revenue Contribution

10.61%

EMOSS

5.44%

MEMCO

13.23%

MFT

PCL's Capabilities



Delivering complete integrated electric drivelines and power solutions for heavy equipment



Providing one-stop solutions for niche machined components, including Camshafts, Balancer Shafts, and Injectors, and Instrumentation Components



Operating a diversified and scalable global manufacturing footprint



Maintaining a publicly listed status with a robust financial position



Setting global benchmarks in quality with state-of-the-art manufacturing footprint



Backed by a strong and experienced management team and board with long term strategic vision



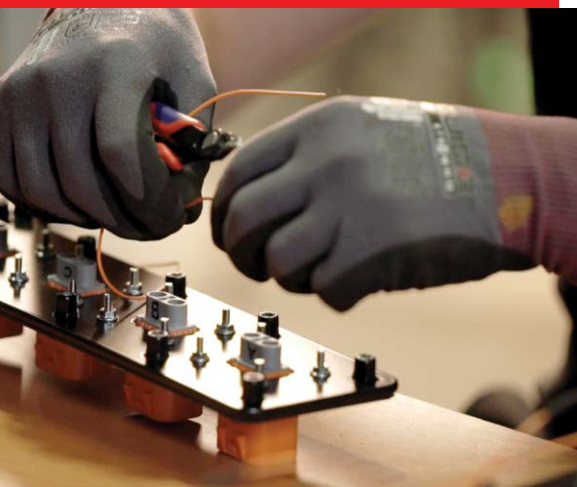
Leading supplier partner to marquee global OEMs



Corporate Snapshot

Ensuring Precision. Powering Resilience.

Precision Camshafts Limited ('PCL,' 'The Company' or 'We') is a global leader in the field of manufacturing camshafts. By engineering performance, we have built our reputation on innovation, precision, and a strong commitment to quality. We are trusted by leading automotive OEMs worldwide, due to consistent delivery, technological excellence, and deep industry expertise.



For over three decades, we have redefined the boundaries of camshaft technology. From cast iron and ductile iron to hybrid and assembled variants, our solutions are designed to meet the highest standards of performance and durability. But our expertise extends beyond camshafts; it also delivers critical injector components, balancer shafts, and tailor-made prismatic parts, enabling customers to power the next generation of mobility.

Our journey has taken the Company far, both in terms of capability and geography. In India, we run four advanced foundries, four world-class machine shops and one EV retrofit plant in Solapur, and two machining plants in Nashik. Internationally, PCL has expanded its footprint with cutting-edge machining facility in Cunewalde, Germany, and EV assembly and integration plant in Oosterhout, Netherlands. This allows us to support a truly global customer base with consistency and speed.

What sets us apart is not just where we operate, but how we think. We believe in pushing boundaries of engineering, partnership, and what it means to lead. Our collaborative approach with OEMs ensures that we are not just suppliers but trusted allies in innovation.



Our Vision

To become a solution provider of automotive components, systems, and services to OEMs across the globe with a strategic focus on electric mobility.



Our Mission

To gain larger market share, ensure profitable growth, embrace change, and drive continuous improvement in operations, product quality, technology, sustainability, employee development and community enhancement.



Core Values

We operate on the principle of 'C.R.E.A.T.E' - Customer Focus, Respect, Excellence, Agility, Teamwork, Entrepreneurship. An acronym for an exemplary set of principles that are perceptible in every interaction and interface with our employees.



Our DNA

The Precision DNA is 'FIERCE', which stands for forward-looking, ingenious, indomitable, excellence, result-oriented, competence, and energy.



Forward-Looking

We are a future-ready team with a progressive business approach.



Ingenious

Solution-oriented, innovative, and resourceful problem-solving



Indomitable

Raising the benchmark with a 'never-say-die' attitude



Excellence

Constantly striving towards perfection



Result Oriented

Keen attention to detail with sharp focus on the finish line



Competence

Process-driven company with strong technical and manufacturing expertise



Energy

High level of enthusiasm and restless in the face of challenges

A Standard of Excellence

13

Facilities

500+

Engineers

30+

Years of Experience in the Automotive Industry

200+

Camshafts Variants

30+

Customers

25+

Years of Strong Relationships with OEMs

Performance

Machine Camshafts

30.18%

₹ 86,536.22 Lakhs

Consolidated Revenue Contribution

Camshaft Casting

69.82%

Volume Contribution

As a future-focussed team with a progressive mindset, we deliver innovative solutions, sets new benchmarks, and pursue perfection. With strong technical and manufacturing expertise, we maintain high energy levels and a sharp focus on execution timelines.

Milestones

Driving Engineering. Defining Milestones.

At the heart of every powerful engine lies a camshaft – a symbol of strength, precision, and innovation. At PCL, we have built our legacy on these very principles, infusing excellence into every product and partnership. As a global leader in camshaft manufacturing, our journey is defined not just by the components we produce, but by the milestones we have achieved through relentless dedication, technological advancement, and a strong commitment to quality.

1992-2006



2008-2016



2017-2019



1992

Incorporated PCL

1997

Private Equity (PE) investment from CDC

1999

Entered into a joint venture in India with G Clancey Limited, UK

2006

Acquired 51% stake in G Clancey Limited in the JV

2008

Received a PE investment from TATA Capital

2011

Incorporated PCL (Shanghai) Company Limited

2012-13

Entered into two joint ventures in China with Shenlong: SLPCL and PCLSL

2016

Launched IPO and was listed on BSE Ltd and NSE Limited

2017

Acquired 95% of equity in MEMCO

2018

- ⦿ Acquired 76% stake in MFT
- ⦿ Acquired 51% stake in EMOSS

2019

- ⦿ Acquired balance 5% equity of MEMCO
- ⦿ Disinvested from joint ventures in China: SLPCL and PCLSL



2020-2021



2022-2023



2024-2025



2020

- Acquired balance 49% stake in EMOSS
- Acquired balance 24% stake in MFT

2021

- Developed India's first retrofitted electric mid-size bus called Oranje Tiger
- MOU with Solapur Municipal Corporation and other private companies for Electric LCV
- Expansion of EMOSS BV with the addition of a second manufacturing facility

2022

- Started development of Retrofitted e-LCV
- Diversified product portfolio at PCL (other than Camshafts)

2023

- Entered MOU with prospective customers for e-LCV
- Achieved a remarkable milestone, surpassing a turnover of ₹ 1,000 Crores by the Precision Group

2024

- Started construction of a 25-acre greenfield site for specialised machining facility and EVs
- Started research on lightweight materials for EV components
- Enhanced hybrid and assembled camshafts
- Transitioned to EV-specific components like drivetrains and transmission parts

2025

- Commercial rollout of our Indian EV retrofit programme, a strategic leap towards sustainable mobility

Product Portfolio

Unyielding Precision. Uncompromising Performance.

As a global leader in camshaft and valve train solutions, PCL delivers precision-engineered products that consistently set the benchmark for accuracy, strength, and efficiency. Our product portfolio showcases decades of innovation and technical mastery. Every component is built with exacting detail to ensure peak performance, long-term durability, and seamless integration.



Camshafts

At PCL, we specialise in the production of high-quality chilled cast iron camshafts engineered to meet the rigorous demands of the global automotive industry. Known for their superior wear resistance, even under minimal lubrication, these camshafts deliver consistent performance under high-stress conditions and contribute to emissions reduction while maintaining cost efficiency.

With a strong presence across international markets, including North & South America, Europe, Asia, and the Indian Subcontinent, we have built a reputation for delivering precision and durability. Our manufacturing capabilities cover both fully machined and as-cast camshafts, customised to client specifications. We cater to a wide range of engine configurations, including SOHC, DOHC, V6, and V8, ensuring optimal fit and performance across applications.

Chilled Cast Iron Camshafts

- Chilled cast iron is a preferred choice in camshaft manufacturing due to its superior properties, including excellent corrosion resistance, reliable castability, and uniform hardness throughout. PCL enhances this process through precise manual chill placement, specifically hardening the cam lobes. This results in enhanced durability and high-performance output, making it particularly well-suited for high-load, demanding engine applications.

Ductile Iron Camshafts

- Ductile iron, also known as nodular or spheroidal cast iron, is a modern metallurgical advancement renowned for its combination of strength and flexibility. When enhanced through heat treatment, it delivers superior mechanical properties, including greater toughness, ductility, and overall durability. These characteristics make it an ideal material for camshafts that demand high resilience and consistent performance under dynamic load conditions.

Hybrid Camshafts

- Hybrid camshafts combine the strength of chilled cast iron or ductile iron with additional components such as steel trigger wheels and gears. This flexible design approach allows for tailored solutions that meet specific performance and application needs.

Assembled Camshafts

- Assembled camshafts are engineered by mounting cam lobes, fuel lobes, trigger wheels, and other components onto a high-specification steel tube using advanced, force-free heat shrink technology. This precise assembly process minimises internal stress, enhancing structural integrity and extending operational life. With no castings involved, assembled camshafts also offer the added benefit of a reduced carbon footprint.



MEMCO Engineering

Fuel Injector Components

We manufacture a range of precision components for fuel injection systems used in conventional and DRDi diesel engines. Key products include Nozzle Holder Bodies, Nozzle Retaining Nuts, and other critical parts that ensure efficient fuel delivery and engine performance.

Stainless Steel Components

Memco also produces high-quality stainless steel components designed for instrumentation and other precision applications, delivering corrosion resistance, durability, and reliability across industries.

MFT

At MFT, we bring engineering excellence to a wide array of critical automotive components:

Camshafts

We offer a versatile lineup of camshafts designed to meet the stringent demands of global automotive OEMs. Our solutions ensure performance, durability, and precision across various engine platforms.

Balancer Shafts and Assemblies

MFT's expertise extends to manufacturing fully machined, hardened, and dynamically balanced balancer shafts, available in both vertical and horizontal configurations. These assemblies are crafted from forged and ductile iron, ensuring stability and vibration control in high-performance engines.

Prismatic Components

MFT produces a broad spectrum of prismatic components for powertrain, brake, and chassis systems. With advanced machining capabilities, our Company works across all major casting materials, including grey iron (GG), ductile iron (GGG), and aluminium, delivering components that meet the highest standards of accuracy and strength.

EMOSS

Drivelines

Modern transporters must navigate the dual challenge of meeting stringent emissions and noise regulations, while ensuring timely deliveries. At EMOSS, we address this by designing, developing, and manufacturing advanced electric drivelines and battery packs. Our innovative solutions support the smooth conversion of conventional vehicles into efficient, eco-friendly electric vehicles—paving the way for a cleaner, smarter future in mobility.

Driving the Future of Sustainable Mobility

The automotive industry demands valve-train components that can withstand high stress and maintain low wear, even under minimal lubrication. At EMOSS, we extend this commitment to performance and durability into the realm of electric mobility—developing advanced solutions for public transportation.

In sparsely populated regions where public transport must adapt to smaller, more specialised routes, EMOSS remains committed to making sustainable mobility inclusive. Our zero-emission drivelines are engineered for quiet, smooth operation, with features like wheelchair accessibility—making

green transport practical and accessible, regardless of location or route complexity.

Powering Versatility

We specialise in the end-to-end design, development, production, and testing of cutting-edge electric drivelines. With a flexible, modular architecture, our Company enables seamless electrification across a broad spectrum of vehicles, from delivery vans to fully electric trucks, and even range-extended electric semi-trucks. These solutions are engineered to deliver optimal performance, energy efficiency, and long-term sustainability for the evolving demands of modern transport.

EMOSS India

Over the last two years, PCL has transferred technical know-how from EMOSS Netherlands to India and achieved deep localisation of components in India to cater to the local market. EMOSS India has launched retrofit solution for widely used light commercial vehicles in late 2024 and has delivered vehicles in over 8 cities across India to several customers. Our Company provides a unique solution to customers with a cost effective and customised range solution depending on the use case.

In addition to the LCV retrofit, EMOSS India is developing an electric powertrain for heavy commercial vehicles for the Indian market for which it sees great potential.



Presence

Mapping Strengths.
Measuring Impact.

Our global presence is more than just a footprint; it embodies strategic expansion, technological excellence, and deep-rooted partnerships. From our beginnings as a specialised camshaft manufacturer to our emergence as a global leader in precision automotive engineering, we have consistently extended our core strengths—innovation, quality, and reliability—across key markets worldwide, reinforcing our impact through every milestone.



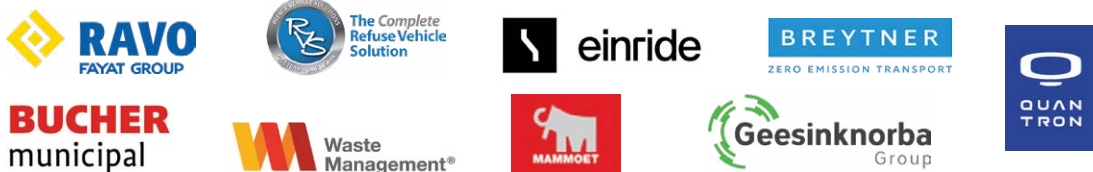


Clientele

Building Trust. Engineering Performance.



Direct-EU



Indirect



Direct-India



Management Message

Letter from the Chairman and Managing Director



Yatin S. Shah

Chairman and Managing Director

It is not the strongest that thrive, but the most responsive to change.

- Charles Darwin

“

At PCL, we take pride in being the invisible force behind some of the most dynamic engines on the planet.

This year, as we reflect on a period of profound transformation, two truths have defined our journey: Strength in Precision. Power in Resilience.

”

Dear Stakeholders,

In the world of engineering, true mastery lies in the unseen; in the exacting millimetre, the silent rotation of a shaft, the precise rhythm of motion that powers industries and moves the world. At PCL, we take pride in being the invisible force behind some of the most dynamic engines on the planet. This year, as we reflect on a period of profound transformation, two truths have defined our journey: Strength in Precision. Power in Resilience.

India Shining Bright

As we navigate 2025, the global economy is expected to face fresh challenges, including tariff shifts and geopolitical volatility. Yet, India remains uniquely positioned for resilience and growth. Supported by a decisive policy push in



manufacturing and infrastructure, the Indian economy today is pulsating with energy, confidence, and forward momentum. While domestic consumption accounts for nearly 70% of India's GDP, traditionally making it more sensitive to inflationary pressures, recent macroeconomic trends and policy interventions have contributed to remarkable improvement in recent years.

India's performance on inflation control has surpassed that of several developed and emerging markets. This reflects strong institutional frameworks, disciplined monetary policy, and the evolution of a resilient financial system. These underlying macroeconomic strengths do more than stabilise the industrial landscape; they create fertile ground for us to invest strategically, scale confidently, and lead with conviction in a competitive global environment.

Our Business Performance

Camshaft Business: Engineering Leadership

The camshaft segment, our core business, continues to serve as a cornerstone of PCL's strength and stability. With over 70% market share in the Indian passenger vehicle segment, we remain the partner of choice for major OEMs across India and internationally. Even amid evolving global macroeconomic conditions, we have retained all existing orders and market positions, a clear reflection of the superior quality of our solutions and the enduring confidence our partners place in us.

Our camshaft order book is secured through 2030, driven by successful import substitution wins with Indian OEMs and new international mandates from leading global

automakers. Exports now account for 50% of our camshaft revenue, with our presence extending across Europe, North America, Korea, Brazil, and Mexico, with Europe alone accounting for nearly 20% of the business.

While the year saw a temporary decline in sales volumes of cast and machined camshafts, primarily due to regional market slowdowns, our long-term outlook remains firmly intact. In anticipation of future demand, we are expanding our footprint in Solapur, where two state-of-the-art plants are nearing completion. These plants will focus on assembled camshafts, engineered to meet the shifting specifications and performance standards of both domestic and global OEMs.

We have already commenced serial production for one Indian OEM, and a second, higher-volume programme is slated to begin in FY 2025-26. With upcoming installed capacity ranging between 50,000 and 70,000 assembled camshafts per month, we are well-positioned in a premium, high-margin product segment, one defined by advanced precision

engineering and enhanced value creation.

EV Business in India: A Bold New Chapter

Our transformation journey now extends well beyond traditional engine platforms. A defining milestone this year was the commercial rollout of our Indian EV retrofit programme, a strategic leap toward sustainable mobility. We introduced electric light commercial vehicle (LCV) retrofit solutions with range options of 70 km, 100 km, and 250 km. These offerings have already secured orders from leading pan-India players across logistics, e-commerce, and municipal services, with deliveries underway across 7-8 major cities, including Delhi, Mumbai, Pune, Hyderabad, and Kolkata.

Priced at approximately 50% lower than a new electric LCV, our retrofit solution offers a compelling value proposition with a customer payback period of under two years, making it both cost-effective and environmentally impactful. To ensure a seamless customer experience, we have built a robust support ecosystem, including nationwide service coverage, financing tie-ups, and strategic charging partnerships.

While initial demand has been measured, early feedback from customers has been highly encouraging. Based on ongoing pilot programmes, we see potential access to a fleet of over 5,000 vehicles for future retrofitment, an exciting opportunity for scale.

Expanding on this momentum, we are now exploring the retrofitting of heavier trucks, a segment that holds

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We introduced electric light commercial vehicle (LCV) retrofit solutions with range options of 70 km, 100 km, and 250 km.

”

both strategic potential and attractive margins. This initiative draws on proprietary technology from EMOSS, our European subsidiary, while embedding localised manufacturing in India as a core pillar from the very beginning.

EMOSS and Global EV Landscape: Weathering the Storm

In Europe, EMOSS continues to operate amidst a challenging macroeconomic environment, shaped by delayed public-sector decision-making, the rollback of subsidies, and persistent geopolitical uncertainty. These factors have led to extended project timelines, with a broader market recovery anticipated only by early 2026. Even in the face of these headwinds, I am proud to share that EMOSS has successfully retained its customer base and upheld its technological leadership, without requiring any financial support from PCL.

Looking ahead, we are actively evaluating expansion into new markets, including North America. However, we recognise that such initiatives will require a development lead time of approximately 2 to 2.5 years. Our long-term commitment to electrification remains resolute, and EMOSS is set to play a central role in driving this transition forward.

Subsidiary Performance: Broadening Horizons

Our subsidiaries continue to enhance both our operational capabilities and overall business resilience:

- MEMCO has successfully completed a period of

transformation and delivered a strong turnaround. It is now making a healthy contribution to the group's performance.

- MFT (Germany) has stabilised its operations and is actively expanding into new customer segments and product categories, a key move in our effort to reduce exposure to cyclical market fluctuations, and broaden our revenue base. On the non-engine front, we have begun production of our first brake component—a significant diversification milestone. Additionally, MEMCO is expected to begin manufacturing non-automotive components during the calendar year 2025.

We see these developments as meaningful steps forward in our journey toward building a more diversified product portfolio, one that

helps future-proof our business and reduces over-reliance on traditional engine platforms.

Our Financials

FY 2024-25 has been a year of steady growth for PCL. We recorded a revenue from operations of ₹ 612 Crores, demonstrating our ability to expand in a competitive market. Our EBITDA stood at ₹ 111.56 Crores highlighting operational efficiencies and disciplined cost management. Profit After Tax (PAT) stood at ₹ 7.35 Crores, compared to ₹ 78.40 Crores in FY 2023-24.

Exports continued to be a key driver, contributing 40% of total sales, while domestic sales made up the remaining 60%, reflecting balanced growth across markets. As we move forward, we remain confident in our strategic direction and are focussed on initiatives that will strengthen both our revenue and profitability, ensuring sustained value creation for our stakeholders.

Sustainability Driving Growth

We believe that real progress stems from balance, between business, people, and the planet. Our approach to sustainability is rooted in purposeful, measurable action. From recycling water through in-house treatment plants to cultivating green spaces across our facilities, we remain committed to reducing our environmental footprint while fostering healthier ecosystems.

But sustainability is not just about the environment; it is about people too. Creating a workplace where safety, growth, and inclusion thrive is

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FY 2024-25 has been a year of steady growth for PCL. We recorded a revenue from operations of ₹ 612 Crores, demonstrating our ability to expand in a competitive market.

”



central to our identity. We go beyond compliance with health and safety standards, embedding a culture where every employee feels safe, respected, and empowered. Continuous learning is a priority. Through tailored training, mentorship, and performance insights, we equip our teams to grow both professionally and personally. We also recognise that diversity and engagement fuel innovation and resilience. By fostering a culture of collaboration and mutual respect, we ensure that every voice is valued and every individual can contribute meaningfully.

Our responsibility extends beyond our factory walls. Through targeted educational and healthcare programmes, we invest in the well-being of the communities we serve, laying the groundwork for inclusive and sustainable development.

Looking Ahead

As I look ahead, I am energised by the vast potential that lies in electrification, light-weighting, and sustainability. PCL is poised to evolve from a specialised component manufacturer into a holistic solutions provider, serving the broader powertrain and mobility ecosystems. With precision as our guiding principle and resilience as our engine for progress, we step confidently into a future that is stronger, greener, and more innovation-driven.

I would like to express my sincere gratitude to my distinguished colleagues on the Board. Their unwavering support and thoughtful counsel have been pivotal to our journey. I also extend my appreciation to our exceptional Management Team, committed workforce, and dependable suppliers, for their relentless pursuit of excellence, which continues to power our collective

success.

Most importantly, I sincerely thank our stakeholders, our valued customers, committed employees, trusted investors, and collaborative partners, for their confidence and meaningful contributions. Your ongoing support is vital as we advance on this transformative journey towards sustained growth and groundbreaking innovation.

Together, let us continue to raise the bar of excellence and shape the future of precision engineering, forging a legacy of sustainable success for PCL.

Warm Regards,

Yatin S. Shah

Chairman and Managing Director



Operating Environment

Managing Dynamic Forces. Engineering Precise Responses.

In a world shaped by relentless innovation, shifting regulatory landscapes, and evolving mobility paradigms, the automotive components industry is undergoing profound transformation. We operate at the intersection of these dynamic forces, navigating economic volatility, technological disruption, and sustainability imperatives. Our competitive edge lies in the ability to anticipate global trends, embed smart manufacturing practices, and align with the future of powertrain and electric mobility.



India's Automobile Landscape

India's automotive sector sustained strong momentum and recorded robust growth in FY 2024-25, achieving record performance across several vehicle categories. According to the Society of Indian Automobile Manufacturers (SIAM), domestic passenger vehicle sales reached an all-time high of 4.3 million units, a 2% increase over the previous fiscal year, driven primarily by rising demand for utility vehicles, which now constitute 65% of total passenger vehicle sales.

The two-wheeler segment experienced a strong recovery, with

sales rising 9.1% year-on-year (YoY) to 19.6 million units in FY 2024-25. This rebound was driven by a revival in rural demand, improving consumer sentiment, and the launch of new models designed to meet the needs of both urban and rural markets. Similarly, three-wheeler sales grew by 6.7%, reflecting continued stability in demand for last-mile mobility solutions.

This robust industry performance is underpinned by sustained consumer interest, enabling policy support, rising infrastructure investment, and

a broader shift toward sustainable mobility. Export activity also saw significant improvement, with a 19.2% YoY increase in FY 2024-25, fuelled by growing international demand for vehicles and components manufactured in India.

These developments highlight the sector's evolving strength and underline its growing contribution to India's economic trajectory.

(Source: <https://www.siam.in/>)



Emerging Trends and Opportunities

The Indian automotive industry is experiencing a profound transformation driven by several intersecting trends. Electrification stands at the forefront, propelled by strong policy support and increasing consumer interest, particularly in commercial and last-mile delivery vehicles. Sustainability has become a fundamental priority, prompting increased investments in low-emission mobility solutions and greener manufacturing processes.

Rapid urbanisation and the boom in e-commerce are intensifying demand

for efficient, technology-enabled vehicles, especially electric LCVs and two-wheelers that serve both urban commuters and logistics providers. Meanwhile, technological innovations such as connected car features, autonomous driving capabilities, and digital retail experiences are reshaping consumer expectations and compelling OEMs to reimagine their operating models.

The market is also witnessing a growing shift towards hybrid vehicles, offering a transitional solution between conventional internal

combustion engines and fully electric powertrains. Alongside this, there is an increasing emphasis on localisation and supply chain resilience. Both established domestic manufacturers and global OEMs are increasing R&D investments, and launching new models to meet evolving consumer needs.

These dynamic shifts open significant opportunities for us to innovate, expand, and thrive in a rapidly evolving, sustainability-driven, and technology-led automotive ecosystem.

Government Policies Fuelling Growth

Government initiatives remain a powerful catalyst for transformation in the automotive sector. The Union Budget FY 2025-26 unveiled a suite of forward-looking measures aimed at deepening India's self-reliance and accelerating the shift toward sustainable mobility. Among the standout provisions are exemptions on basic customs duties for critical minerals and capital goods, strong support for domestic lithium-ion battery manufacturing—moves that reinforce local supply chains and position India as an emerging force in the global EV landscape.

Further energising this momentum is the expanded Production-Linked Incentive (PLI) Scheme for the auto and auto-components sector, with a sizable allocation of ₹ 25,938 Crores. By requiring a minimum of 50% domestic value addition, the scheme is strategically designed to attract fresh capital into advanced automotive technologies and strengthen India's manufacturing depth and global competitiveness.

(Source: <https://www.pib.gov.in/PressReleasePage.aspx?PRID=2115609>)

Replacing the FAME 2 initiative, the newly introduced PM E-Drive scheme offers targeted incentives for electric trucks, buses, and light commercial vehicles. It underscores the government's focussed push to expand EV charging infrastructure and intensify R&D investments, both critical enablers of large-scale EV adoption. Together, these cohesive policy actions create fertile ground for innovation and investment in electric mobility.

Driving India's e-LCV Revolution

We are uniquely positioned to accelerate the growth of India's electric light commercial vehicle (e-LCV) sector through our expertise in advanced powertrain components and strong alignment with the Make in India and localisation initiatives.

By investing heavily in R&D, and building capacity specifically for EV components, we are developing

lightweight, high-efficiency camshafts and associated systems, tailored to meet the specific performance and durability requirements of the e-LCV segment. These solutions enable OEMs to address evolving market demands while adhering to domestic value addition requirements.

As the e-LCV market expands and new models emerge, our ability to

deliver cost-effective, high-quality components will be instrumental in supporting the electrification of India's commercial vehicle fleet. Through this contribution, we are proud to advance the nation's broader goals of sustainable mobility and industrial self-reliance.

Strengths

Forging Precision. Proving Resilience.

Precision is not just a goal; it is our DNA. Every camshaft is expertly forged with exacting accuracy and engineered to thrive under pressure. Our products do not just meet standards; they redefine resilience through relentless testing and uncompromising quality. This blend of cutting-edge craftsmanship and proven durability fuels our reputation for delivering performance that lasts, powering industries with confidence and consistency.

Comprehensive Product Range

We pride ourselves on offering a diverse and extensive product portfolio. We manufacture over 200 varieties of camshafts used in passenger vehicles, tractors, light commercial vehicles, and locomotive engines. In addition to camshafts, we also produce balancer shafts, fuel injector components, and a broad range of automotive and non-automotive parts, positioning ourselves as a one-stop solutions provider for OEMs across global markets.



Global Market Presence and OEM Relationships

PCL has established a strong presence in key automotive markets, including Europe, the US, Brazil, Mexico, Korea, China, and India. Our longstanding partnerships with leading OEMs such as Audi, GM, Ford, Maruti Suzuki, Hyundai, Porsche, and Toyota emphasise our commitment to quality and reliability. Exports contribute approximately 70% of our total revenue, with Europe alone accounting for 50-55%, reinforcing its position as a globally trusted supplier.





State-of-the-Art Manufacturing Facilities

PCL's operations include four advanced foundries and four machine shops. These enable us to produce both camshaft castings and fully machined camshafts at scale. These state-of-the-art facilities allow us to deliver consistent quality and timely supply to our customers worldwide, strengthening our leadership in both domestic and international markets.



Technological Capabilities

We take pride in our technological expertise, underpinned by sustained investment in research and development. Our engineering team develops precision-engineered camshafts and related components that align with evolving engine technologies and consistently meet the rigorous quality standards set by global OEMs.



Diversification into E-Mobility

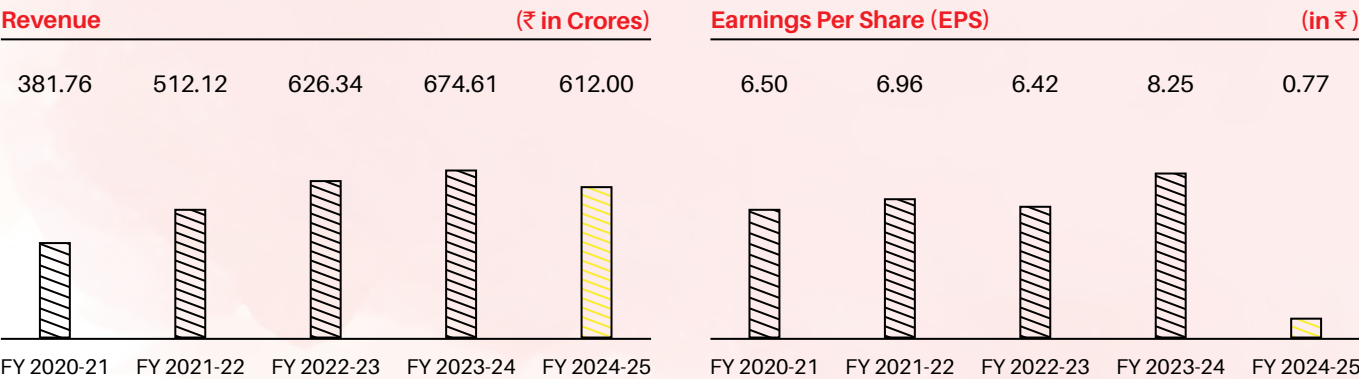
Looking ahead, PCL has strategically diversified into the electric mobility space by supplying end-to-end electric drivelines for heavy equipment and vehicles. This move positions us at the forefront of the rapidly changing automotive landscape, enabling us to seize emerging opportunities in the fast-growing e-mobility market.



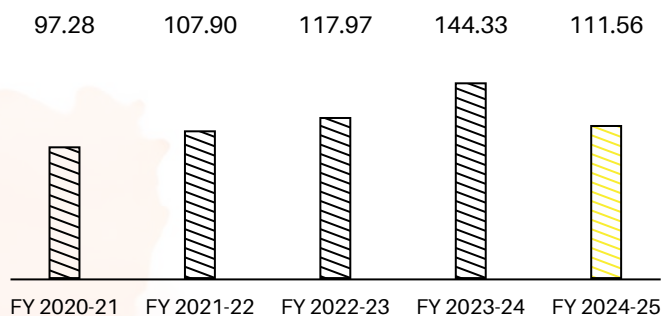
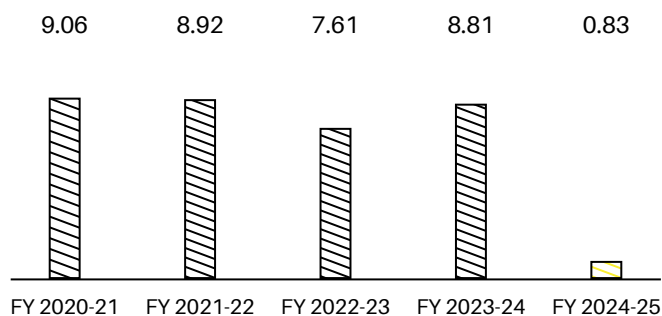
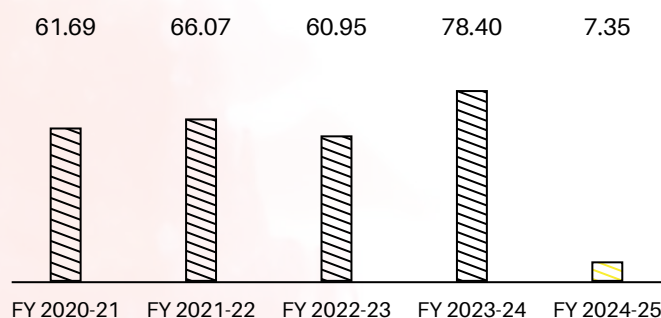
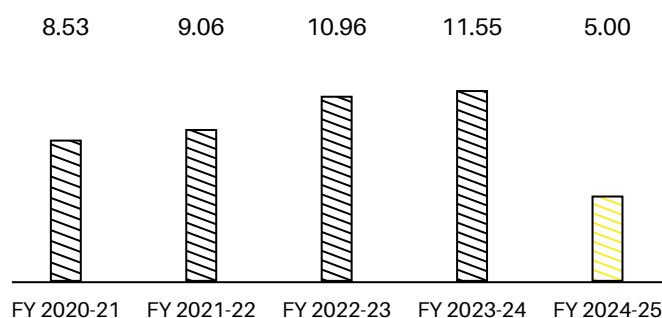
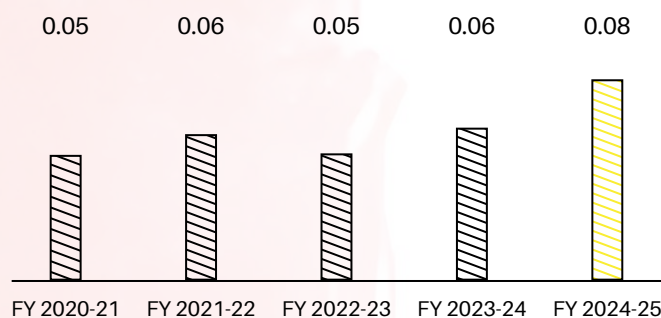
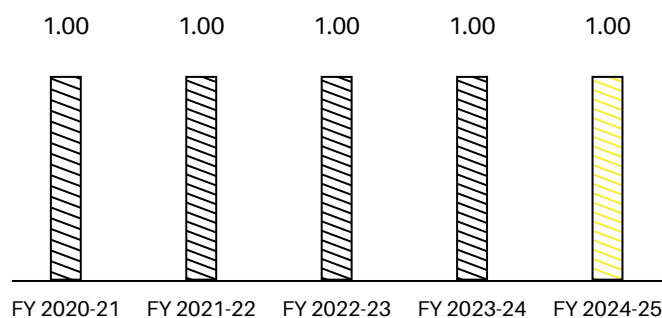
Financials

Strength in Stability.
Resilience in Numbers.

Our commitment to excellence is reflected not only in the products we engineer but also in the way we steadily manage our financial performance. Every figure in our financial statements represents careful planning, strategic foresight, and a relentless pursuit of operational efficiency and resilience. This helps in fueling our sustained growth, thereby driving long-term value for our stakeholders.



All numbers on standalone basis

**EBITDA** (₹ in Crores)**Return on Equity** (in %)**Profit After Tax** (₹ in Crores)**ROCE** (in %)**Debt-to-Equity Ratio** (in x)**Dividend per Share** (in ₹)**Economic Value Distributed (EVD)**

We are committed to sustainable growth through prudent management of our resources and capital. By encouraging efficient production practices, facilitating timely access to high-quality components, and optimising our operational capabilities, we actively contribute to the advancement of the automotive and manufacturing sectors. Our focussed initiatives drive innovation, enhance productivity, and support long-term growth while carefully managing risks such as market fluctuations and operational efficiency. We take great pride in our consistent performance and dedication to quality, reliability, and maintaining a competitive edge in the precision engineering industry.

(₹ in Lakhs)

	FY 2024-25	FY 2023-24
Direct economic value generated: Net Total Income	63,827.31	70,026.71
Economic Value Distributed	62,343.82	66,440
Operating Costs	52,670.94	56,063.45
Employee Wages and Benefits	8,696.43	9,405.81
Payments to Providers of Capital (Dividends)	949.86	949.86
Provision for Current Tax Expense	24.99	19.31
Corporate Social Responsibility (CSR) Expenditure	1.60	1.52
Economic Value Retained	1,483.49	3,586.71

Strategies

Pursuing Bold Strategies. Building Lasting Resilience.

Success in today's dynamic industrial landscape demands more than incremental progress. It requires bold, visionary strategies that challenge convention and drive innovation. Our approach is anchored in foresight and agility, enabling us to anticipate market shifts, harness emerging technologies, and cultivate enduring partnerships.



Product Diversification and Innovation

We boldly expand beyond our traditional camshaft expertise by diversifying into balancer shafts, injector components, specialty prismatic parts, and full electric drivelines tailored for heavy machinery and vehicles. This strategic broadening of the product portfolio enables us to serve a wide spectrum of automotive and non-automotive sectors with advanced, future-ready solutions. As the only global player to offer the complete range of camshaft technologies, including cast iron, ductile iron, hybrid, and assembled camshafts, all under one roof, we set industry standards. Our innovation engine remains relentlessly focussed on developing next-generation materials and powertrain-neutral components, firmly positioning us at the forefront of the EV and alternative propulsion markets.



Enhancing Operational Efficiency

PCL relentlessly ensures operational brilliance by leveraging automation and streamlined workflows. Our ultra-modern, highly automated camshaft assembly lines drive superior quality and accelerated throughput. With inventory turnover recorded at 2.70 times and debtor turnover reaching 4.24 times, our asset management is razor-sharp. These metrics underpin our optimised capacity utilisation, 69.82% for camshaft casting and 30.18% for machining, while maintaining a nimble and lean manufacturing footprint. By focussing on high-margin, value-added machined camshafts, we consistently elevate profitability and deliver stronger returns.



Financial Risk Mitigation

Our financial strategy is anchored in prudence and robustness. Maintaining a low debt-to-equity ratio of just 0.08 (FY 2024-25), we ensure a solid financial foundation with healthy cash flows. Diversifying into higher-margin segments and expanding our machining business reduces dependency on any single product or market, spreading our risk intelligently. This balanced portfolio shields us against market volatility, while operational efficiencies and vigilant cost management enhance our ability to withstand fluctuations in sales or margins with agility.



Investment in Technology

We continuously fuel growth through cutting-edge technology and innovation. New, purpose-built manufacturing facilities, such as our dedicated EV transmission parts plant, integrate the latest automation and production technologies, keeping the Company ahead in the rapidly evolving automotive landscape. Our green sand facility, producing differential cases and housing, exemplifies our commitment to quality and sustainability. By relentlessly refining our processes and products, we sharpen our competitive advantage in both domestic and international markets.



Sustainability and Renewable Energy

Sustainability is at the core of who we are, it drives every decision we make. We proactively implement waste reduction, water conservation, and greenhouse gas emission control initiatives to minimise our environmental footprint. Our investment in renewable energy infrastructure, including solar power systems, emphasises our commitment to green growth and environmental responsibility. The sustainable practices embedded in our green sand operations further reflect our dedication to corporate social responsibility. These efforts enhance our brand reputation and align us with the rising expectations of environmentally conscious customers and regulators worldwide.

Lakshya

2030

From March 4 to 8, 2024, we came together with our global subsidiaries for our inaugural annual offsite, Lakshya 2030, held across Solapur and Mahabaleshwar. Lakshya 2030 marked a pivotal milestone for the Group, bringing together teams from Memco Engineering Private Limited (Nashik), MFT Motoren Und Fahrzeugtechnik GmbH (Germany), and EMOSS (Netherlands). The gathering served as a launchpad for shaping a unified vision for the future, as we collectively charted our course towards 2030.

Lakshya 2030 was all about aligning, reimagining, and committing to a shared purpose. It enabled people in the Company to pause, reflect, and then boldly reframe what is next for our people, partners, and the business.

PCL's journey is anchored on four strategic pillars:



Innovation

Creating solutions that push boundaries and spark progress



Customers

Deepening relationships through trust, excellence, and value



Technology

Embracing next-gen tools to stay ahead of the curve



Efficiency

Streamlining how we work to deliver smarter, stronger outcomes



With Lakshya 2030, we have embarked on a purposeful journey; one that reflects our identity, core values, and long-term ambitions. We are energised by the road ahead and prepared to lead with clarity, courage, and conviction.



Environment

Enduring by Design. Preserving with Purpose.

As a global leader in camshaft manufacturing, we recognise that our responsibilities extend beyond performance metrics and profit margins. We are dedicated to preserving the planet for future generations by aligning our growth with the principles of environmental stewardship, resource conservation, and circular economy practices.



SDGs Impacted

7 AFFORDABLE AND
CLEAN ENERGY



13 CLIMATE
ACTION





Our Commitment to Sustainable Energy



PCL has undertaken a significant step towards environmental sustainability by installing a Solar Power Plant in Mangalwedha, District Solapur, Maharashtra, with a power generation capacity of 15 MW. The commissioning of the plant commenced in 2025, marking a milestone in our long-term commitment to adopting cleaner and greener energy alternatives.

This solar initiative is aligned with our strategic objective of reducing our reliance on non-renewable sources of energy and minimising our carbon footprint. By leveraging solar energy for captive consumption, we aim to not only achieve substantial energy cost savings but also contribute meaningfully to the global movement for sustainable development.

Through such initiatives, we continue to demonstrate our commitment to responsible corporate citizenship and our goal for building an environmentally conscious manufacturing ecosystem.

Carbon Emissions Management



Managing emissions is a core priority embedded within our business strategy. While reducing energy use and CO₂ emissions annually remains a challenge, we are committed to enhancing efficiency and transitioning to cleaner fuels as key drivers for continuous improvement. Our forward-looking approach includes the integration of cutting-edge technologies and exploring innovative solutions to curb emissions.

Thanks to our ongoing sustainability initiatives, we have already achieved meaningful reductions in emissions. Looking ahead, we have set an ambitious target to reduce Scope 1 and Scope 2 emissions by 7% by 2030. We are actively advancing the adoption of renewable energy sources to support this goal.

In parallel, we are developing a comprehensive Greenhouse Gas (GHG) Management System that rigorously tracks Scope 1, Scope 2 (location-based), and Scope 3 emissions. This holistic framework accounts for a broad range of factors, including paper consumption, food waste, and employee commuting, underlining our commitment to comprehensive environmental responsibility.

Water and Energy Management



Water is an indispensable resource at PCL, integral to both domestic use and industrial operations such as manufacturing, cooling, and cleaning. We are dedicated to fostering sustainable water practices throughout our facilities, prioritising efficient use in both process and domestic applications. Given our reliance on groundwater as the primary source, we conduct continuous monitoring and analysis of water consumption to identify patterns and refine our water management strategies.

Energy efficiency also remains a top priority. We aim to reduce energy consumption by 5% through the adoption of innovative technologies, energy conservation measures, and the development of efficient projects. By cutting specific energy use, we are confident in our ability to meet our sustainability objectives and deliver long-term environmental benefits.

Responsible Waste Practices



PCL is aware of the importance of responsible waste management in addressing today's environmental challenges. Towards this end, we have established a comprehensive and forward-thinking framework aimed at reducing waste generation across all facets of our operations.

With a keen focus on material efficiency and sustainable manufacturing, we strive to minimise waste at every stage. Our approach goes well beyond regulatory compliance, embracing the core principles of Reduce, Reuse, and Recycle to ensure thorough and effective waste management.

We handle all waste in full accordance with applicable local, regional, and national legislation. Our waste management strategy includes systematic collection, segregation, treatment, and responsible disposal.

A standout feature of our sustainable practices is the in-house sewage treatment plant (STP), which not only treats wastewater but also allows us to repurpose the resulting biological and chemical sludge as fertiliser for on-site landscaping. This closed-loop approach reflects our firm commitment to environmental stewardship and resource circularity.



Effluent Management



Effluent management plays a crucial role in PCL's overarching waste strategy, underpinning our ambition to become a water-positive company. Our focus is firmly set on reducing effluent generation while ramping up recycling and reuse across our operations.

We employ continuous monitoring and regular reviews to fine-tune our processes, swiftly identifying and bridging any gaps in our effluent management systems. This proactive approach ensures we stay ahead in maintaining environmental integrity.

To treat the effluents produced, we have commissioned a state-of-the-art Effluent Treatment Plant (ETP), significantly easing the burden on local water sources. Further reinforcing our commitment, we have installed a Sewage Treatment Plant (STP) at our manufacturing site. The treated wastewater is sustainably repurposed for non-potable uses such as toilet flushing and landscape irrigation.

Impressively, all water used for gardening at PCL is reclaimed from our ETP, reflecting our wholehearted commitment to responsible water stewardship and the circular use of resources.

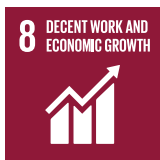


Employees

Our People. Our Power.

Our greatest strength lies not just in cutting-edge technology or precision engineering, but in the dedicated people who bring our vision to life every day. We believe that behind every innovative product and every milestone achieved, there is a team of talented, passionate, and committed individuals driving us forward.

SDGs Impacted



We place the highest priority on cultivating unity, enthusiasm, and collaboration among our employees as we work together to achieve our organisational goals. We recognise the pivotal role our people play—not only in executing daily tasks but in contributing strategic insights that drive our future growth. To empower our workforce, we seamlessly integrate employee engagement initiatives into our human resources management, fostering a supportive environment where every individual can thrive.



Employee Diversity

Diversity is at the heart of PCL's operations. We have built a strong framework that welcomes experts from a wide range of backgrounds and disciplines, creating an inspiring workplace rich in varied perspectives. Our focus is on attracting, developing, and retaining top talent who embody our core values of trust, integrity, and respect.

Our employment agenda is designed to offer ambitious growth paths, unparalleled career opportunities, and comprehensive training programmes—nurturing a workforce fuelled by passion and dedication. We are committed to fostering a diverse and inclusive culture that emphasises meritocracy, fairness, and ethics at every level.

Equal opportunity is not just a policy, but a practice. We continually implement initiatives to enhance diversity and inclusion, ensuring an inclusive environment where all employees feel valued and empowered to contribute their best.

829

Total Number of Employees

11

Other than Permanent Employees

818

Permanent Employees

15:1

Male to Female Ratio



Training and Development

We place great emphasis on training and development as a key driver for enhancing the skills and capabilities of our team members. PCL's focus is on nurturing growth and boosting productivity through well-rounded training programmes, carefully designed to align with both organisational goals and individual career aspirations.

Supervisors play a pivotal role in coordinating the training schedule and championing a range of initiatives, including capability building, competency development, and skill advancement. Supported by structured career conversations and personalised development plans, PCL has established a strong training framework that effectively caters to the varied learning needs of our workforce.

3,853

Total Hours of Training



Upholding Integrity and Human Dignity

Our commitment to ethics and human rights is fundamental to everything we do. We believe in honouring the inherent dignity of every individual and fostering a culture grounded in respect and fairness.

To protect the rights of our workforce, we have established comprehensive policies and rigorous oversight mechanisms that ensure ethical practices are embedded throughout our operations. PCL has a stringent policy against child labour, forced labour, and any form of involuntary work. Through proactive safeguards and vigilant monitoring, we strive to eradicate these practices and build a business rooted in integrity and ethical excellence.



Commitment to a Secure Workplace

Health and safety are foundational to PCL's business ethos. We prioritise creating and maintaining a safe, healthy environment for every person on our premises. Our comprehensive safety framework is carefully crafted to anticipate and prevent incidents before they occur, fostering a culture of vigilance and care across all operations.

Through ongoing monitoring, detailed analysis, meticulous documentation, and regular reviews, PCL continuously assesses safety conditions. This proactive approach empowers our Company to swiftly identify and mitigate risks, safeguarding the well-being of employees.



Communities

Building Communities. Inspiring Change.

Our commitment extends beyond engineering excellence; we believe in the power of people and the promise of shared progress. Through thoughtful engagement, sustainable development, and inclusive initiatives, we strive to uplift lives, foster opportunity, and create a lasting impact.





At our key plant locations, we conduct thorough scoping and needs assessments to understand and prioritise the unique requirements of surrounding communities. These insights serve as the fundamental for crafting effective implementation frameworks, allowing us to design and deliver impactful CSR initiatives.

Our Corporate Social Responsibility efforts span a diverse range of focus areas, including healthcare, education, environmental sustainability, and critical social issues, ensuring that our contributions are both meaningful and aligned with community needs.

₹ 1.57 Crores
Total Investment in CSR
Projects

13,60,423
Total Beneficiaries Impacted
through CSR Projects

Stakeholder Engagement

Harnessing Collaboration. Delivering Precision.

True excellence is achieved not in isolation but through the combined efforts of diverse partners, united by a shared commitment to quality and innovation. Towards this end, PCL's journey is driven by the strength of collaboration, bringing together the insights, expertise, and aspirations of our stakeholders to create solutions that set new industry benchmarks.





Stakeholder Group	Importance	Key Concerns and Expectations	Approach of Engagement	Frequency of Communication
Customers 	The biggest supporters driving PCL forward	- Cost-Effective and Innovative Solutions - Diverse product portfolio catering to varied needs - Superior customer satisfaction driving repeat business - Efficient, zero-failure delivery for reliability - Integration of advanced technologies and materials - Strong focus on localisation for optimised production	- Physical and digital customer touchpoints - Comprehensive product information - Robust feedback and complaint resolution system	- Need-based - Ongoing
Shareholders 	Provide financial capital	- Insights into Company performance - Financial stability and growth trajectory - Dividend distribution and returns	- Shareholder engagement through annual general meetings - Regular investor communications via quarterly calls and presentations - Analyst briefings and official press communications	- Annually - Quarterly - Need-based - Ongoing
Suppliers 	Guarantee the timely supply of high-quality raw materials	- Operational transparency - Long-term, quality-driven partnerships - Consistent supply and on-time delivery	- Supplier engagement sessions - In-person meetings - Conferences, workshops, and digital communication channels	- Need-based - Ongoing
Employees 	Central to driving operational excellence, innovation, and productivity	- Employee development initiatives - Training, recognition, and rewards - Performance assessments and feedback - Health and safety programmes	- Flexible working hours - Regular performance reviews - Employee feedback and wellness initiatives	- Need-based - Ongoing
Community 	Essential for maintaining social license	- Target underserved segments - Initiatives focussed on healthcare and education - Address pressing social issues - Investments in environmental sustainability and community development	- Employee volunteer programmes - Health and wellness camps - Community development initiatives - Blood donation drives	- Need-based - Ongoing
Government 	Critical to ensuring smooth business functioning	- Adherence to laws and regulations - Commitment to ethical practices - Efficient litigation resolution - Strong governance and timely tax payments	- Email and postal correspondence - Regulatory compliance reporting - Industry partnerships and collaborations	- Annually - Need-based

BoD

Board of Directors



Mr. Yatin Shah
Chairman & Managing Director



Dr. Suhasini Shah
Non-Executive Director, PCL/
Chairperson, Precision Foundation



Mr. Ravindra Joshi
Whole-time Director &
Group CFO



Mr. Karan Shah
Whole-time Director,
Business Development



Mrs. Savani Laddha
Independent Director



Mr. Ameet Dravid
Independent Director



Ms. Apurva Joshi
Independent Director



Mr. Suhas Ahirrao
Independent Director



Mrs. Anagha Anasingaraju
Independent Director



Management Team



Mr. Rajkumar Kashid
GM - Human
Resources



Mr. Viplav Roy
DGM - Projects and
Machine Shop



Mr. Deepak Kulkarni
DGM - Projects



Mr. J P Singh
DGM - Projects



Mr. C S Mundodagi
DGM - Foundry



Ms. Aarohi Deosthali
DGM - Accounts



Mr. P M Mahindrakar
AGM - Machine Shop



Mr. Frank Loschmann
Managing Director - MFT



Mr. Arnold Lars
Sales - MFT



Mr. Micael Brauer
CFO - MFT



Mr. Patrik Heuts
CTO - E Moss



Mr. Jacob Van Rijswijk
CSO - E Moss



Awards & Accolades



2024



SOCIAL, GOVERNANCE (ESG) AWARD
FROM THE MACHINIST SUPER
SHOPFLOOR AWARD



2023



ZERO DEFECT SUPPLIES Award from
TOYOTA INDUSTRIES ENGINE INDIA
PVT. LTD.



2022



FROM TOYOTA INDUSTRIES ENGINE INDIA
PVT. LTD.



2022



FROM TOYOTA INDUSTRIES ENGINE INDIA
PVT. LTD.



2020



FROM TOYOTA INDUSTRIES ENGINE INDIA
PVT. LTD.



2020



EXCELLENCE IN EXPORTS AND HSE
AWARD
Gold Category for the Year 2020



2020



5th IPF INDUSTRIAL EXCELLENCE AWARD
'Fastest Growing Company' in the Auto
Ancillary - Large SMEs Category for the
Year 2020



2019



THE MACHINIST : SUPER SHOP FLOOR
AWARD
Excellence in Quality and Safety for the
Year 2019



2018



THE MACHINIST: SUPER SHOP FLOOR
AWARD
Excellence in Quality Award &
Excellence in CSR Award 2018



2017



D&B ECGC
SME Business Excellence Award 2017



2015



D & B ECGC
Best Overall Exporter (Medium) &
Best Manufacturer Exporter
(Medium) for year 2015



2010



MAHARASHTRA RAJYA AUDYOGIK VIKAS
PARISHAD
JRD Tata Udyog Ratna Award for year 2011



2008



TATA CAPITAL RECOGNITION
for Being the First Private Equity
Partnership for year 2008



2008



DHL & CNBC TV 18 AWARD
Outstanding Exporter in Engineering
Category for year 2008



2007



EEPC INDIA WESTERN REGION MEDIUM
ENTERPRISES AWARD FOR EXCELLENCE
IN EXPORT
Category for year 2007



2007

D & B ECGC EXPORTERS AWARDS
Excellence in Exports for year 2007



Corporate Information

Board of Directors

Mr. Yatin S. Shah

Chairman & Managing Director

Mr. Ravindra R. Joshi

Whole-time Director & Chief Financial Officer

Mr. Karan Y. Shah

Whole-time Director – Business Development

Dr. Suhasini Y. Shah

Non- Executive Non-Independent Director

Mrs. Savani A. Laddha

Independent Woman Director

Dr. Ameet N. Dravid

Independent Director

Ms. Apurva P. Joshi

Independent Director

Mrs. Anagha S. Anasingaraju

Independent Director

Mr. Suhas J. Ahirrao

Independent Director

Company Secretary & Compliance Officer

Mr. Harshal J. Kher

Statutory Auditors

M/s MSKA & Associates

Chartered Accountants, Pune

Firm Registration No. 105047W

Secretarial Auditors

M/s J. B. Bhavé & Co.

Company Secretaries, Pune

CP No: 3068

Registrar and Transfer Agent

MUFG Intime India Private Limited,
Pune

SEBI Registration No: INR000004058

Bankers

Bank of India

Bank of Baroda

Registered Office

D 5, MIDC Chincholi,

Solapur - 413 255,

Maharashtra, India

Phone: + 91 91686465/31/32/33
36/37

Fax: (0217) 2653398

E-mail: cs@pclindia.in/investor.

redressal@pclindia.in

Website: www.pclindia.in

Corporate Office

3rd Floor, 'Kohinoor B Zone Baner',

Mumbai - Bangalore Highway, Baner,

Pune - 411 045

Factories

1. E 102/103, M.I.D.C., Akkalkot Road,
Solapur - 413 006, Maharashtra, India

2. D 5, MIDC Chincholi,
Solapur - 413 255, Maharashtra, India

3. D 6, D 7, D 7-1 M.I.D.C., Chincholi,
Solapur - 413 255, Maharashtra, India

Board Committees as of March 31, 2025

Audit Committee

Ms. Savani A. Laddha

Chairperson & Independent Director

Mr. Ravindra R. Joshi

Whole-time Director & CFO

Dr. Ameet N. Dravid

Independent Director

Ms. Apurva P. Joshi

Independent Director

Mrs. Anagha S. Anasingaraju

Independent Director

Mr. Suhas J. Ahirrao

Independent Director

Nomination Remuneration Committee

Ms. Savani A. Laddha

Chairperson

Dr. Ameet N. Dravid

Independent Director

Ms. Anagha S. Anasingaraju

Independent Director

Ms. Apurva P. Joshi

Independent Director

CSR Committee

Mr. Yatin Shah

Chairman (Managing Director)

Dr. Suhasini Y. Shah

Non-Executive Non-Independent Director

Dr. Ameet N. Dravid

Independent Director

Ms. Apurva P. Joshi

Independent Director

Mr. Suhas J. Ahirrao

Independent Director

Stakeholders' Relationship Committee

Dr. Suhasini Y. Shah

Chairperson (Non-Executive Non-Independent Director)

Dr. Ameet N. Dravid

Independent Director

Mr. Karan Y. Shah

Whole-time Director

Ms. Anagha S. Anasingaraju

Independent Director

MANAGEMENT DISCUSSION AND ANALYSIS





Global Economy

After a modest 3.3% expansion in CY2024, the global economy entered CY2025 on relatively stable footing. However, that sense of balance is quickly unraveling as nations recalibrate their economic strategies in response to intensifying geopolitical frictions and mounting financial headwinds.

In a bold policy pivot, the US has enacted sweeping new tariffs, triggering immediate and robust retaliatory measures from major

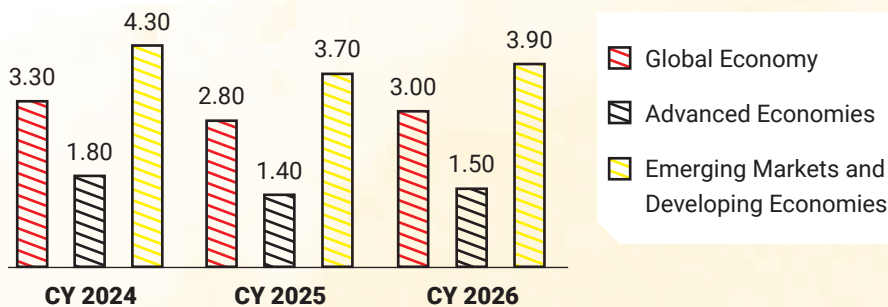
trade partners. These escalations culminated in the rollout of near-universal tariffs on April 2—catapulting global tariff levels to their highest point in over a century. The abrupt spike has delivered a jarring blow to global growth, stalling momentum across key economies.

The rapid and unpredictable nature of these policy shifts has further amplified economic uncertainty. Traditional forecasting tools are now struggling to capture the volatility, as

previously reliable models falter in this fast-changing environment.

Meanwhile, global headline inflation—once expected to cool more decisively—is now projected to decelerate at a slower pace. Inflation is forecast to ease to 4.3% in CY2025 and drop further to 3.6% in CY2026. This adjustment reflects upward revisions for advanced economies, only slightly tempered by downward tweaks in emerging and developing markets.

GDP Growth Projections (in %)



(Source: <https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025>)

Concerns are intensifying over growing vulnerabilities in the global financial system, with emerging markets and non-bank financial institutions (NBFIs) under particular strain. A blend of market volatility, overstretched asset valuations, and persistently high corporate debt levels is clouding the financial outlook and challenging investor confidence. Central banks now find themselves walking a tightrope, tasked with reining in inflation while avoiding the spark of financial instability. The stakes are especially high for emerging market economies, which are bearing the brunt of tightening global conditions.

Surging sovereign debt-servicing costs, accelerating capital flight

driven by widening interest rate gaps, and weakening currencies are converging to deepen inflationary pressure and expose structural economic weaknesses. These dynamics heighten the risk of sudden investment stoppages and episodes of debt distress.

Without swift multilateral intervention and the deployment of robust, preemptive debt resolution mechanisms, financial strain in these vulnerable economies could rapidly escalate, posing spillover risks to the broader global system.

(Source: <https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025>)

Outlook

Amid mounting global economic headwinds, there lies a pivotal opportunity to build stronger foundations for long-term resilience. The adaptability demonstrated by many economies under stress reveals that recovery is within reach, provided that governments act decisively with coordinated policies and strategic reform.

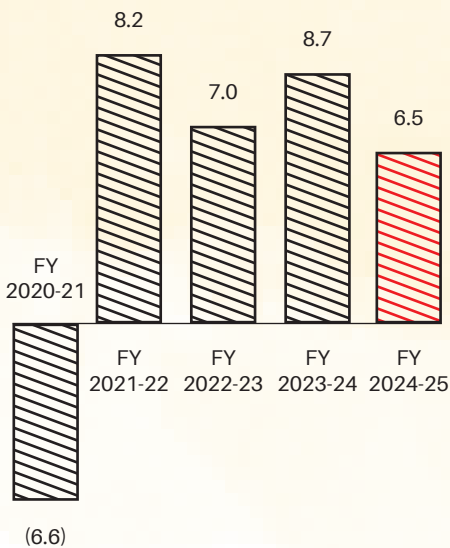
By collectively fostering a transparent and stable trade environment, accelerating debt resolution efforts, and tackling structural inefficiencies, nations can lay the groundwork for a more balanced and inclusive recovery. Reinforcing this progress requires clarity in monetary policy, agile deployment of macroprudential tools, and the implementation of credible, forward-looking fiscal strategies.

International cooperation will be the linchpin of success. Through aligned policy actions, bold leadership, and a renewed commitment to multilateralism, the global economy can regain its footing, restore critical buffers, and unlock fresh opportunities for sustainable prosperity across regions.

Indian Economy

India’s growth rate is reported at 6.5% in FY 2024-25, as per the recent advance estimates of national accounts released by National Statistical Office. This optimistic projection highlights the nation’s resilience amid global economic uncertainty, supported by sound domestic fundamentals and proactive policy measures. Furthermore, stable consumption patterns, improving labour market dynamics, and macroeconomic stability continue to strengthen India’s growth trajectory, with agriculture and services emerging as key contributors.

GDP Growth Projections (in %)



(Source: <https://pib.gov.in/PressReleasePage.aspx?PRID=2113316#:~:text=India's%20GDP%20is%20projected%20to,%2C%20trade%2C%20and%20financial%20services.>)

As global trade disruptions and tariff shocks loom large in CY2025, India stands out as a symbol of resilience. Fuelled by a reinvigorated manufacturing sector and bold infrastructure upgrades, the Indian economy is radiating energy and forward momentum. Despite domestic consumption making up nearly 70% of GDP—typically a pressure point during inflationary cycles—India has recently outperformed both advanced and emerging peers in maintaining price stability. This achievement reflects a well-calibrated policy mix, disciplined fiscal stewardship, an increasingly agile central bank,

and a more robust, evolving financial architecture.

India’s external sector adds another layer of strength. Between April and December 2024, total exports posted a solid 6.0% year-on-year increase, with booming services exports helping India secure the seventh-largest share in global services trade. With import growth kept in check and net exports making a meaningful contribution to real GDP, the trade balance highlights the payoff from sound macroeconomic management—including proactive inflation control, fiscal restraint, and strategic monetary easing.



(Source: <https://www.indiabudget.gov.in/economicsurvey/doc/echapter.pdf>
<https://pib.gov.in/PressReleasePage.aspx?PRID=2097921>)

Adding to this resilience is India’s unique advantage, a vast and growing domestic market. Unlike smaller manufacturing hubs that depend heavily on exports, India offers scale—enabling procurement efficiencies that, over time, can lead to price competitiveness. This positions India not only to meet its own expanding demand but also to serve as a strategic alternative for global companies seeking to diversify their supply chains amid rising geopolitical and trade-related uncertainties.



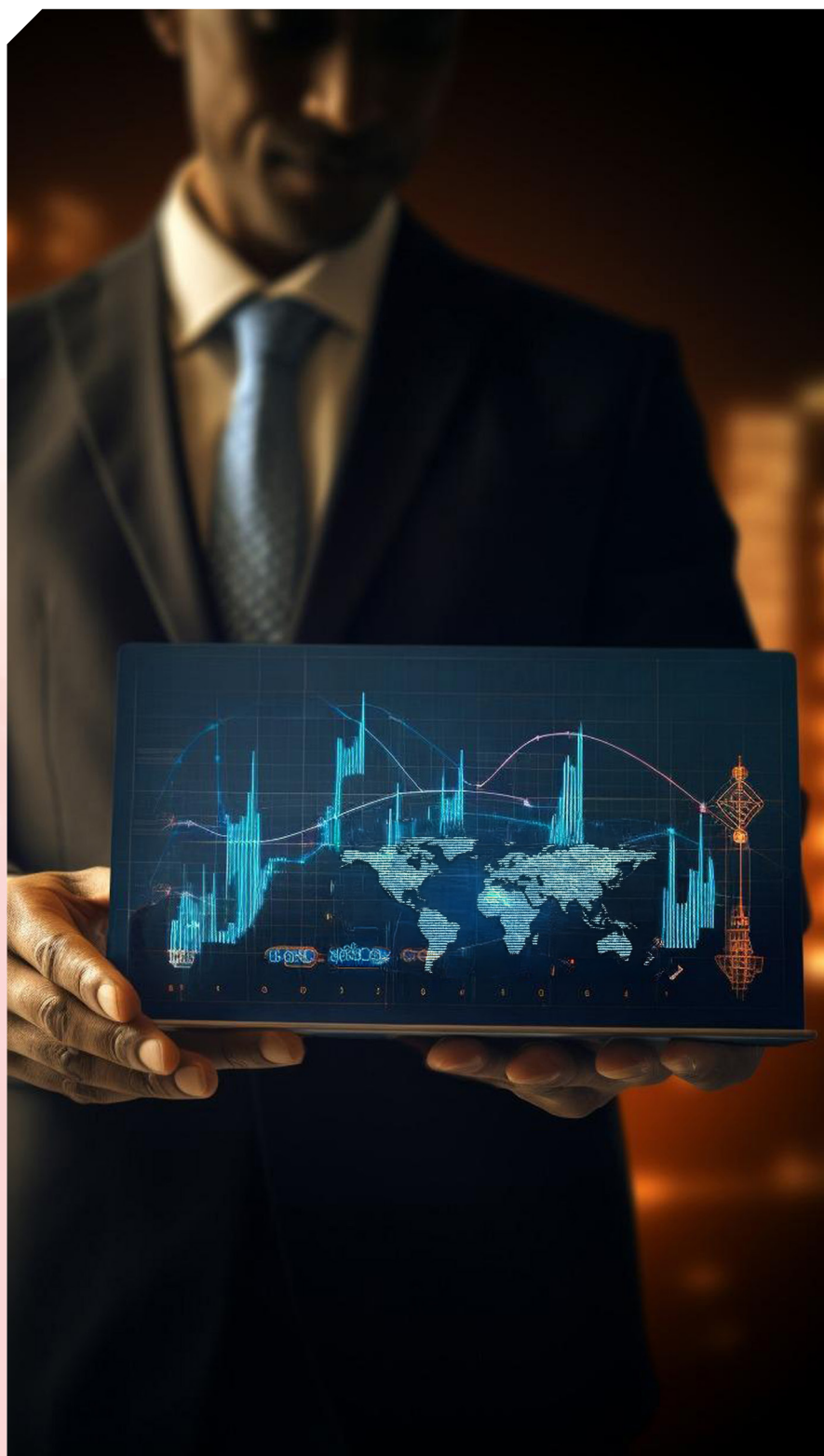
There is growing confidence that if India can continue scaling up its manufacturing base, it will not only strengthen its own growth trajectory but also create opportunities for international firms to better manage global risk. In many ways, this shift represents a logical extension of India's early success in IT services—now moving further along the value chain into high-impact manufacturing.

Outlook

India is on track to surpass Japan and emerge as the fourth-largest economy globally in CY2025, a milestone underscoring its growing economic clout. For FY 2025-26, the outlook remains cautiously optimistic as the country navigates a turbulent global backdrop shaped by geopolitical tensions, trade realignments, and persistent commodity price swings.

Domestically, sustaining growth momentum will hinge on reinvigorating private investment, reviving consumer sentiment, and accelerating corporate wage expansion. A rebound in agriculture, easing food inflation, and ongoing macroeconomic stability are expected to fuel a revival in rural demand, which is an essential pillar of inclusive growth.

Looking ahead, India's ability to unlock medium-term potential will depend on bold structural reforms aimed at enhancing global competitiveness. Streamlining regulations at the grassroots level and fostering a more business-friendly environment will be critical to buffering external shocks and anchoring long-term economic resilience.



Global Automotive Industry

The global automotive industry stood at USD 3,564.67 billion in 2023. Further, it is set to advance at a compound annual growth rate of 6.77% from CY2023 to CY2033. By the end of the forecast period, the market is anticipated to touch USD 6,861.45 billion.

Light vehicle sales worldwide stood at 84.0 million units in CY2024, with projections placing CY2025 numbers at 85.1 million units. This reflects a Y-o-Y increase of 1.3%. Regionally, the Asia-Pacific continues to dominate, accounting for nearly half of the global market share. Although Internal Combustion Engine (ICE) vehicles still hold the majority share, the Hybrid Electric Vehicle (HEV) segment is gathering pace and is estimated to grow at a rapid pace of 20-25% between CY2024 and CY2025.

In alignment with global zero-emission targets, Original Equipment Manufacturers (OEMs) are significantly increasing investments in electric vehicle (EV) infrastructure. As a result, over USD 500 billion is set to be invested in EV production capabilities by 2030. Furthermore, by 2025, at least 10 new manufacturing plants from various OEMs are expected to commence operations.

Several automakers are spearheading the shift, establishing new facilities

dedicated to next-generation EV models. The cost of lithium-ion batteries, a key component in EVs, is expected to fall below USD 100 per kWh by 2025. This will further improve affordability and speed up adoption. Moreover, OEMs are proactively diversifying and strengthening their battery supply chains to mitigate risks associated with raw material disruptions.

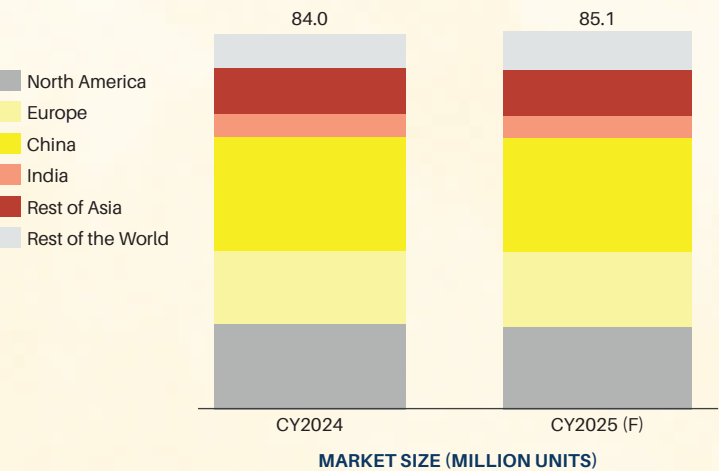
(Source: <https://www.marketsandmarkets.com/Market-Reports/global-automotive-industry-outlook-77960341.html>)

Automotive Market Outlook

Market Size, Market Dynamics, and Ecosystem

(CY2024 - CY2025)

1.3%



F: Forecast





Indian Automotive Industry

The Indian automobile industry has long served as a reliable barometer of the nation's economic health, given its significant contribution to macroeconomic growth and role in driving technological innovation.

Reflecting this foundation, the Indian passenger car market is set for steady growth, with a projected market size of USD 42.72 billion in CY2025. By CY2029, it is expected to reach USD 53.04 billion, reflecting a compound annual growth rate (CAGR) of 5.56% from CY2025 to CY2029. This upward trajectory is underpinned by a combination of technological innovation, infrastructure development, and shifting consumer preferences.

(Source: <https://www.mordorintelligence.com/industry-reports/india-passenger-car-market-outlook>)

The evolving market space is increasingly shaped by the integration of advanced technologies across vehicle segments. Automakers are incorporating innovative features like connected car systems, enhanced safety technologies, and fuel-efficient solutions. The EV segment, in particular, has gained significant traction, supported by substantial improvements in charging infrastructure. Concurrently,

leading manufacturers are making substantial investments in research and development (R&D), advancing innovations such as advanced driver assistance systems (ADAS), and connected mobility solutions. Consumer behaviour is also transforming rapidly, with a clear inclination towards premium features and larger vehicles, especially SUVs. In response, the Indian automotive sector has broadened its range, offering a wider variety of vehicles at different price points to meet the needs of a diverse and discerning customer base.

Projections indicate that consumer expenditure on vehicles will reach USD 114.2 million by CY2030, highlighting a robust potential for long-term growth. This shift is further propelled by the launch of new models that prioritise advanced features, improved safety standards, and superior comfort, demonstrating the industry's maturation and the increasing sophistication of consumer preferences.

(Source: <https://www.mordorintelligence.com/industry-reports/india-passenger-car-market-outlook>)



Domestic Sales Trend for Automobiles (in Units)

Category	FY 2019-20	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24	FY 2024-25
Passenger Vehicles	27,73,519	27,11,457	30,69,523	38,90,114	42,18,746	43,01,848
Commercial Vehicles	7,17,593	5,68,559	7,16,566	9,62,468	9,67,878	9,56,671
Three-Wheelers	6,37,065	2,19,446	2,61,385	4,88,768	6,91,749	7,41,420
Two-Wheelers	1,74,16,432	1,51,20,783	1,35,70,008	1,58,62,087	1,79,74,365	1,96,07,332
Quadricycles	942	(12)	124	725	725	120
Total	2,15,44,609	1,86,20,245	1,76,17,482	2,12,03,437	2,38,52,738	2,56,07,391

(Source: <https://www.siam.in/statistics.aspx?mpgid=8&pgidtrail=9>)

Growth Drivers

- Expanding Economy:**
Steady economic growth in India is strengthening consumer purchasing power and driving demand for personal and commercial vehicles.
- Growing Middle Class:**
A rising middle class with rising disposable incomes is driving higher ownership of two-wheelers, passenger cars, and utility vehicles.
- Rapid Urbanisation:**
Accelerated migration to urban centres is raising the demand for both personal and public mobility solutions.
- Infrastructure Development:** Large-scale investments in highways, roads, and transit systems are improving connectivity and supporting vehicle sales growth.
- Automotive Mission Plan 2026:** Strategic planning by the government to position India as a global automotive manufacturing hub.
- PLI Scheme:**
The Production-Linked Incentive (PLI) scheme is boosting local manufacturing and attracting global investors.
- FDI Encouragement:**
100% FDI is allowed in the automotive sector, enhancing international interest and collaboration.
- EV Push:**
Heightened environmental awareness and tighter emission regulations are accelerating the shift towards electric mobility.
- Government Incentives:**
Tax benefits, subsidies, and supportive policies are encouraging EV production and adoption.
- Next-Gen Tech:**
Innovations in AI, 5G, ADAS (Advanced Driver Assistance Systems), and automation are reshaping vehicle design and user experience.
- Connected Vehicles:**
The evolution of connected mobility solutions is unlocking new business models and enhancing driving convenience.





Bharat Mobility Global Expo, 2025

The Bharat Mobility Global Expo 2025 emerged as a milestone event for India's automotive and mobility sector. It highlighted the nation's progress in innovation, sustainability, and global industry engagement. Held across Bharat Mandapam, Yashobhoomi Convention Centre, and India Expo Mart in Greater Noida, the event drew close to 1 million visitors, reflecting a significant leap from its maiden 2024 edition.

Inaugurated by Prime Minister Narendra Modi, the expo featured a range of specialised shows including the Auto Expo, Component Expo, Battery Show, Cycle Show, and Construction Equipment Expo. Collectively, they facilitated the launch of an impressive 239 products, underscoring the industry's commitment to electrification, green mobility, and advanced technologies.

A total of 90 new vehicles were unveiled at the Auto Expo Motor Show, many of which focussed on electric and



alternative fuel options. The Component Expo highlighted 97 innovations from the supply chain, while the Construction Equipment Expo introduced 24 advanced machines, including those powered by electric or hydrogen energy. In addition, the Bharat Battery Show emphasised energy storage and fast-charging solutions. Furthermore, the Cycle Show introduced micro-mobility innovations like e-scooters and bicycles.

By spotlighting sustainable mobility, emerging technologies, and global collaboration, the Bharat Mobility Global Expo 2025 firmly positioned India as a centre for future-ready transportation solutions.

(Source: <https://www.ndtv.com/auto/bharat-mobility-global-expo-2025-concludes-with-239-launches-high-footfall-7546759>)

Outlook

India's automobile industry holds immense potential to emerge as a global hub for design, development, and manufacturing, catering to international markets. This progress rests on key strategic strengths, including skilled labour at competitive costs, strong R&D capabilities, and cost-effective steel production. Moreover, the nation's expertise in automotive software and engineering R&D positions it to lead in emerging technologies like zonal architecture and ADAS.

Amid this backdrop, the EV segment, in particular, presents a massive opportunity, with the potential to generate nearly 5 Crore jobs by CY2030. This growth will fuel both direct and indirect employment across skilled and unskilled labour segments, further enhancing the sector's socio-economic impact.

To fully realise its global ambitions, the Indian automotive industry must enhance operational efficiency across the value chain, upgrade

manufacturing capabilities, and transition to sustainable materials in line with evolving international regulations and global climate commitments. Furthermore, the country's dynamic and well-funded startup ecosystem can play a pivotal role in driving innovation and offering cutting-edge solutions.

Global Auto Components Industry

The global automotive components market is projected to exceed USD 3,429.54 billion by CY2033, recording a CAGR of 5.73% from CY2023 to CY2033. This solid growth is driven by the increasing global automobile demand, prompting the auto parts industry to innovate, improve efficiency, and deliver superior quality to meet the sector's evolving needs.

Rising urbanisation and accelerated infrastructural development, worldwide, are further fuelling industry expansion. Additionally, the surge in original equipment manufacturers (OEMs) and auto component suppliers, spurred by strong automobile demand, has enabled countries like India to develop significant expertise in vehicle and component manufacturing. This, in turn, has led to a growing international demand for India-made automobiles and parts.

The global market is also benefitting from the increasing need to replace ageing vehicles and the rapid expansion of the automotive aftermarket. Moreover, the rising emphasis on sustainability is encouraging the development and adoption of energy-efficient components and lightweight materials, further accelerating the industry's growth.

(Source: <https://www.sphericalinsights.com/reports/automotive-components-market>)





Indian Auto Components Industry

The auto components sector in India has experienced substantial growth, propelled by rising automobile demand from the expanding middle class and growing global exports. This demand surge has drawn both domestic and international players, boosting the nation's auto components industry's competitiveness and global presence.

The industry is divided into two main segments:

- The organised sector primarily caters to Original Equipment Manufacturers (OEMs) and produces high-value, precision components.
- The unorganised sector focusses on low-value parts, mainly serving the aftermarket.

Together, these segments create a dynamic and diverse ecosystem, encompassing entities of all sizes, from large corporations to small and micro enterprises, spread across manufacturing clusters nationwide.

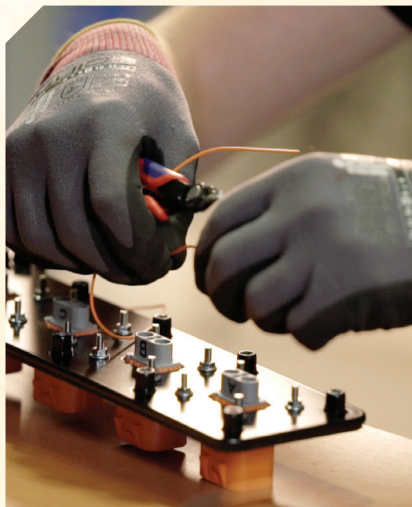
Contributing 2.3% to India's GDP and providing direct employment to over 1.5 million people, the auto components industry plays a vital role in driving the country's macroeconomic growth. According to the Automotive Mission Plan (2016-26), the sector is projected to account for 5-7% of India's GDP by 2026 and generate an additional 3.2 million direct jobs.

As the sector undergoes rapid transformation, auto component manufacturers are prioritising innovation, sustainability, and efficiency. There is a strong focus on developing lightweight materials and adopting eco-friendly production methods. In parallel, the integration of digital technologies, including data analytics, is gaining momentum to optimise operations and enhance product performance.

Looking ahead, the auto components industry will be crucial in shaping India's future mobility. In this dynamic and competitive market, strategic partnerships with automakers, continued investment in R&D, and adaptability to evolving global regulations will be essential for sustained success.

(Source: <https://www.ibef.org/industry/autocomponents-india>)

Looking ahead, the auto components industry will be crucial in shaping India's future mobility.



Camshaft Industry

The global automotive camshaft market was valued at USD 3.07 billion in 2024 and is projected to reach USD 4.17 billion by 2033. This growth represents a CAGR of 3.5% from 2025 to 2033. North America holds a commanding lead, contributing more than 34.2% to the global market share in 2024.

The market's momentum is driven by the following key factors:

- Global vehicle production growth
- Increased demand for fuel-efficient engines
- Advancements in camshaft materials
- Enforcement of stricter emission standards

Consumers are also showing a strong preference for high-performance, durable, and cost-effective engine components, all of which boost demand for innovative camshaft technologies.

(Source: <https://www.imarcgroup.com/automotive-camshaft-market>)

Technological Advancements: A Major Growth Driver

One of the primary growth drivers is the evolving automotive space, especially the rising demand for high-performance and eco-friendly vehicles. Automakers are increasingly incorporating advanced camshaft technologies like variable valve timing systems and lightweight materials to enhance engine efficiency, cut emissions, and comply with global regulatory requirements.

In parallel, the worldwide shift towards hybrid and electric vehicles (EVs) is reshaping the camshaft market.

While traditional camshafts are not needed for EVs, the hybrid segment still requires specialised designs for combustion components. As a result, manufacturers are investing in R&D to develop customised camshafts for hybrid powertrains.

India: A Growing Hub for Automotive Innovation

Growth prospects are particularly strong in developing regions where automotive production is expanding at a rapid pace. Among these, India stands out as a promising hotspot within the Asia-Pacific region. With an estimated CAGR of 5.10% between 2024 and 2034, India is set to outpace numerous other markets, attracting significant interest from global players and investors. Building on this momentum, the country is on track to experience substantial growth in the automotive camshaft sector, fuelled by ongoing advancements in camshaft technology. These innovations are expected to propel demand, as domestic manufacturing scales up and the automotive sector continues to thrive.

Additionally, continuous innovation in engine design is expected to sustain demand for premium-grade, high-durability camshafts that can endure the demands of modern engines. As

engine technologies evolve, the need for high-performance and long-lasting components will only increase, especially in price-sensitive and fast-growing regions like India.

(Source: <https://www.futuremarketinsights.com/reports/automotive-camshaft-market#:~:text=The%20finished%20camshaft%20module%20is,to%20translate%20to%20significant%20volumes.>)

The US: A Key Market Disruptor

The US plays a central role in shaping global camshaft market trends. With a strong automotive sector and a focus on advanced, eco-friendly technologies, the country has become a key disruptor. US-based companies are spearheading innovations in lightweight, high-performance camshaft designs, utilising technologies like variable valve timing to meet fuel efficiency and emission targets.

As the US accelerates its shift towards electric and hybrid vehicles, automakers are prioritising next-generation camshaft solutions for hybrid systems. This transformation, alongside significant investments in R&D and a robust policy push for emission reductions, positions the US as a major influence on the market's future trajectory.

(Source: <https://www.imarcgroup.com/automotive-camshaft-market>)





Opportunities



Demand Surge for EVs

The global automotive industry is rapidly shifting towards cleaner, more sustainable mobility solutions. Rising environmental consciousness, coupled with supportive government policies, subsidies, and infrastructure development, are accelerating the demand for electric vehicles. This presents a significant growth avenue for automotive manufacturers to invest in EV technology, develop new product lines, and capture emerging green mobility markets.



Technological Innovation and Smart Mobility

The automotive industry is undergoing a technological transformation, driven by Artificial Intelligence (AI), the Internet of Things (IoT), connected vehicles, and autonomous driving. Embracing these advancements enables manufacturers to enhance product features, improve safety, reduce operational costs, and offer superior customer experiences. Innovation in areas such as electric drivetrains, battery technology, and vehicle software presents opportunities to stay competitive in a fast-evolving market.



Global Market Expansion

With increasing globalisation, automotive manufacturers, especially in cost-competitive regions like India, can expand internationally. By harnessing advantages such as cost-effective manufacturing, skilled labour, and strong engineering capabilities, they can capitalise on demand in underserved or high-growth markets. As a result, exports will increase, and revenue streams will diversify.



Strategic Alliances and Collaborations

Collaborations between automotive firms, technology providers, and global partners can accelerate innovation and reduce development costs. Such partnerships can facilitate access to advanced technologies, support joint ventures for new market entry, and strengthen R&D capabilities. Strategic alliances also promote knowledge exchange and increase competitiveness by allowing firms to pool resources and expertise in a rapidly changing industry.



Challenges



Market Competition Intensification

The global automotive industry is becoming increasingly saturated, with established multinational corporations and emerging local players vying for market share. This fierce competition drives aggressive pricing strategies, shrinks profit margins, and intensifies the pressure to innovate consistently. Companies must invest significantly in R&D, marketing, and technology to maintain their competitive edge, posing challenges for smaller or traditional players to survive.



Economic Volatility and Instability

The industry remains highly sensitive to macroeconomic conditions such as inflation, interest rates, and exchange rate fluctuations. In addition, economic downturns or geopolitical tensions can dampen consumer spending on big-ticket items like vehicles, disrupt investment cycles, and impact overall production and profitability. Furthermore, global inflationary pressures can raise input costs, further squeezing margins.



Regulatory and Policy Uncertainty

The automotive sector operates within a constantly evolving regulatory environment, particularly concerning emissions, safety standards, and environmental compliance. Governments worldwide are enforcing stricter norms to address climate change and enhance road safety. Although essential, these regulations often necessitate expensive reengineering of products and processes. Failure to adapt swiftly to these changes can burden manufacturers and delay time-to-market.



Global Supply Chain Vulnerabilities

Recent global crises, especially geopolitical conflicts and supply chain disruptions, have highlighted the vulnerability of the automotive supply chain. Shortages of critical components like semiconductors, logistics disruptions, and reliance on specific geographies for parts have severely affected production timelines and delivery commitments. Such vulnerabilities present a major threat to operational continuity and customer satisfaction in an industry reliant on just-in-time manufacturing.





Company Overview

Precision Camshafts Limited (hereafter referred to as 'PCL' or 'The Company') has established itself as a globally recognised leader in camshaft manufacturing, offering a diverse range of products under one roof. Founded in 1992, the Company has grown into a dominant force in the industry, driven by its commitment to quality, adherence to world-class production standards, and continuous pursuit of improvement.

Built on a solid engineering and R&D base, PCL has broadened its expertise to deliver comprehensive automotive solutions. Through its subsidiaries—Memco Engineering Private Limited, MFT Motoren und Fahrzeugtechnik GmbH, and Emiss Mobile Systems B.V., the Company serves both automotive and non-automotive sectors, providing electric mobility solutions to leading OEMs.

The Company is committed to customer-focused innovation, swiftly addressing industry demands. PCL also values its employees and actively upholds sustainability and corporate social responsibility, reinforcing its long-term commitment to responsible growth.

PCL's first-ever annual offsite, Lakshya 2030, was held from March 4 to March 8, 2024, across Solapur and Mahabaleshwar. The event aimed to lay the groundwork for the Company's long-term strategic objectives. Initial sessions in Solapur concentrated on strengthening operations and promoting interdepartmental collaboration. These were followed by a move to Mahabaleshwar, where the emphasis shifted to aligning teams and fostering a unified ambition. Collectively, these sessions played a pivotal role in uniting efforts towards a shared future for the Company.



Performance Overview

Financial Overview

Standalone and Consolidated (in ₹ Lakhs)

Particulars	Standalone		Consolidated	
	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Total Revenue	63,827.31	70,0026.71	89,493.81	1,05,976.30
Total Expense	52,670.94	56,063.45	78,442.48	93,094.37
Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA)	11,156.37	13,963.26	11,051.33	12,881.93
Profit before Tax (PBT) and Exceptional Items	7,159.45	9,950.99	4,826.47	4,187.98
Exceptional Items	(3,508.00)	0.00	3,486.89	1,829.19
PBT	3,651.45	9,950.99	8,313.36	6,017.17
Total Tax Expense	2,915.72	2,110.00	2,902.85	1,981.86
Profit/Loss for the Year	735.73	7,840.99	5,410.50	4,035.31
EPS (Basic)(in ₹)	0.77	8.25	5.70	4.25
EPS (Diluted)(in ₹)	0.77	8.25	5.70	4.25

Standalone

In the financial year under review, the Company achieved a standalone revenue of ₹ 63,827.31 Lakhs, compared to ₹ 70,0026.71 Lakhs in 2023-24. The Profit after tax (PAT) for the year amounted to ₹ 735.73 Lakhs, in contrast to ₹ 7,840.99 Lakhs recorded in the previous year.

Consolidated

On a consolidated basis, PCL reported total revenue of ₹ 89,493.81 Lakhs, against ₹ 1,05,976.30 Lakhs in the preceding year. Profit after tax stood at ₹ 5,410.50 Lakhs, compared to ₹ 4,035.31 Lakhs recorded in the previous year.

Disclosure of Accounting Treatment

While preparing its financial statements, the Company followed the prescribed accounting treatment under applicable Accounting Standards. Therefore, the financial statements require no further disclosure or explanation from the management.



Key Financial Ratios on Standalone Basis

Ratio	FY 2024-25	FY 2023-24	% Change	Reasons for Change by 25% or More
Debtors/Trade Receivables Turnover Ratio	4.24	4.75	(10.74)	NA
Creditors/Trade Payables Turnover Ratio	5.00	4.94	1.14	NA
Inventory Turnover Ratio	2.70	2.86	(5.41)	NA
Net Capital Turnover Ratio	1.56	2.07	(24.69)	NA
Return on Investment	7.00	9.00	(17.44)	NA
Debt Service Coverage Ratio/ Interest Coverage Ratio	11.65	36.96	(67.61)	The decline in the Debt Service Coverage Ratio during the current year is primarily due to the following: A reduction in earnings before interest, tax, depreciation, and amortisation (EBITDA), driven by lower operational performance; and the impact of exceptional items during the year (refer to Note 26A), while the debt repayment obligations remained unchanged.
Current Ratio	3.58	3.12	14.70	NA
Debt Equity Ratio	0.08	0.07	20.12	NA
Operating Profit Margin	11.00	14.00	(21.00)	NA
Net Profit Ratio	1.00	12.00	(89.66)	A decrease in net profit is majorly driven by lower operational performance and the impact of exceptional items during the year.
Return on Net Worth	0.83	9.17	(90.97)	The decline in the Return on Equity (ROE) ratio during the current year is primarily attributable to the following: - A decrease in net profit, driven by lower operational performance and the impact of exceptional items during the year and - Although average shareholders' equity remained consistent with the previous year, the decline in profitability resulted in a lower return on the equity base

Risks and Concerns

PCL recognises potential risks that could affect both its traditional and modern operations. To manage these effectively, the Board prioritises risk oversight and designs strategic mitigation measures.

A dedicated Risk Management Committee (RMC) strengthens this effort, tasked with identifying and addressing critical risks across the organisation. These risks may span financial, operational, sector-specific, sustainability-related (including ESG), information security, cybersecurity, and other relevant concerns.

Moreover, through proactive risk management, PCL ensures business continuity and the protection of stakeholder interests, reinforcing its commitment to long-term sustainability and resilience.

Risk	Impact	Mitigation
 Economic Turmoil	Changes in social, geopolitical, legal, or economic conditions, both domestically and internationally, could affect the Company's operations and growth plans.	The Company actively monitors the evolving business arena and implements strategic measures to mitigate risks and safeguard its interests.
 Technology	The automotive industry is experiencing a major shift with Industry 4.0 and the digitisation of the value chain. While these advancements drive innovation, they also introduce new risks and challenges.	PCL adopts strategic measures to navigate market trends, emphasising innovation and the introduction of new products and services. This approach enhances efficiency, safeguards market position, and drives growth.
 Intense Competition	Intensifying competition in the automotive supplies sector may affect the market share, margin structure and returns on invested capital.	The Company capitalises on its market leadership, technological expertise, strategic alliances, and strong customer relationships to mitigate competitive risks. Additionally, early customer engagement in design and development helps maintain the Company's competitive edge.
 Climate Change	Substantial risks arise from global environmental challenges, including extreme weather events, climate action failure, biodiversity loss, and man-made environmental disasters.	PCL is dedicated to minimising its environmental footprint by adopting innovative production techniques. Its vehicle-related products are designed to enhance fuel efficiency, contributing to the Company's broader sustainability initiatives.
 Procurement	Procurement risks emerge from volatile raw material prices and potential supplier delays in meeting quality standards. Price fluctuations or supply chain disruptions could affect financial stability and revenue.	The Company's procurement department focusses on quality, cost efficiency, and timely deliveries to ensure a stable supply chain. PCL also diversifies sourcing and emphasises localisation to reduce dependency on single suppliers or regions.
 Labour Dispute	Industrial disputes may lead to industrial action, potentially impacting PCL's ability to meet stakeholder demands.	The Company maintains transparent and continuous communication with employees, unions, subcontractors, and stakeholders, fostering strong and constructive relationships to mitigate industrial disputes.



Human Resources

The Company maintains a comprehensive HR policy covering its code of conduct, working hours, probation guidelines, internal transfers, promotions, and protocols for addressing misconduct. PCL also remains firmly committed to inclusive growth, nurturing a workplace that encourages talent development and cultivates future leaders.

To support both personal and professional advancement, the Company regularly conducts training sessions and seminars to enhance employee skills at all career stages. A strong emphasis is placed on attracting and retaining capable talent, ensuring a productive workplace. Furthermore, the Company upholds a firm commitment to equal opportunities for every employee.

As of March 31, 2025, the Company employed 818 individuals.

Internal Control Systems and Their Adequacy

PCL has established strong internal control systems suited to its scale and operations. These controls, comprising policies and procedures, safeguard assets, detect fraud, maintain accurate accounting records, and enable timely financial reporting. To maintain effectiveness, the system undergoes regular review and updates based on recommendations from the Statutory Auditors, Internal Auditors, and the Independent Audit Committee.

Operating under an SAP environment, PCL ensures end-to-end process control across procurement, manufacturing, and sales. The Company has also implemented additional measures to minimise production waste and increase efficiency.

Key aspects of PCL's internal control framework include:

- ◉ Audit Committee Oversight:**
 The Audit Committee, comprising Independent and Executive Directors, regularly reviews audit findings, internal controls, compliance, and accounting policies.
- ◉ Information Security and IT Upgrades:**
 PCL ensures comprehensive information security and maintains well-regulated supplier and customer management systems for seamless data exchange.
- ◉ Internal Audit and Compliance:**
 The internal audit team follows the best governance practices, providing reports on operational efficiency, compliance, and key risks to the Management and Audit Committee.
- ◉ Confidentiality and Insider Trading Compliance:**
 The Company enforces strict confidentiality of unpublished price-sensitive information, ensuring directors, senior management, auditors, and employees adhere to the Insider Trading Code of Conduct and Disclosure Policies.



Cautionary Statement

The information and opinion expressed in this report as well as the Board's Report describing the Company's objectives, projections, estimates, and expectations may be 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results might differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downtrend in the spend by the Government in agriculture and infrastructure, significant changes in political and economic environment in India, volatility in the prices of major raw materials and its availability, taxation laws, exchange rate fluctuations, interest, and other costs.





BOARD'S REPORT

To,
The Members,

Precision Camshafts Limited (Company)

The Board of Directors ("the Board") is pleased to present this **THIRTY THIRD ANNUAL REPORT** of **Precision Camshafts Limited** ("the Company") on the business and operations of the Company together with the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2025.

1. FINANCIAL RESULTS

The Company's financial performance for the Financial Year under review along with previous year's figures is summarised below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	For the Year ended March 31, 2025	For the Year ended March 31, 2024	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Total Revenue	61,200.09	70,026.71	86,536.22	1,05,976.30
Total Expenses	57,167.57	56,063.45	84,994.82	93,094.37
Earnings before interest, tax, depreciation and amortisation (EBITDA)	11,156.37	13,963.26	10,561.77	12,881.93
Profit Before Tax & Exceptional Items	7,159.46	9,950.99	4,726.47	4,187.98
Exceptional items	(3,508.00)	0.00	3,486.89	1,829.19
Profit before tax	3,651.46	9,950.99	8,313.36	6,017.17
Total Tax Expenses	2,915.71	2,110.00	2,902.85	1,981.86
Profit/(Loss) for the year	735.75	7,840.99	5,410.51	4,035.31
EPS (Basic)	0.77	8.25	5.70	4.25
EPS (Diluted)	0.77	8.25	5.70	4.25

2. COMPANY'S FINANCIAL PERFORMANCE AND OUTLOOK

During the Financial Year under review, on a standalone basis, the total revenue for FY 2024-25 stood at ₹ 61,200.09 Lakhs, lower than 12.60 % over the previous year's revenue of ₹ 70,026.71 Lakhs in FY 2023-24. The profit after tax ("PAT") attributable to the shareholders for FY 2024-25 was ₹ 735.75 lakhs, registering a decline of 90.61% over the previous year's PAT of ₹ 7,840.99 lakhs in FY 2023-24.

The reason for the decline in profitability is mainly attributable to the exceptional items reflecting in the profit and loss statement. This exceptional item includes compensation recovery from the customer of ₹ 35.68 Crores and impairment of investment in subsidiary amounting to 73 Crores. The net effect of these events has resulted in deficit of 34.36 Crores. Despite the exceptional items, PCL continues to be profitable at a standalone level and has new orders for camshafts up to 2030 and beyond.

On a consolidated basis, the total revenue for FY 2024-25 stood at ₹ 86,536.22 Lakhs, lower than 18.34 % over the previous year's revenue of ₹ 1,05,976.30 Lakhs in FY 2023-24. The profit after tax ("PAT") attributable to the shareholders for FY 2024-25 was ₹ 5,410.51 Lakhs, registering a growth of 34.07% over the previous year's PAT of ₹ 4,035.31 Lakhs in FY 2023-24.

Outlook of the business has been discussed in detail in the Management Discussion and Analysis which forms part of this Annual Report.

3. CHANGE IN NATURE OF BUSINESS, IF ANY

During the year under review, there has been no change in the business of the Company.

BOARD'S REPORT (Contd.)

4. TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amounts to the General Reserve. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2025, please refer to the Note No. 11 pertaining to 'Statement of Changes in Equity' included in the standalone and consolidated financial statements of this Annual report.

5. DIVIDEND

Your Board is pleased to recommend a final dividend of ₹ 1/- per equity share of ₹ 10/- each for the Financial Year ended March 31, 2025. The dividend is subject to approval from the members at the ensuing 33rd Annual General Meeting and shall be subject to deduction of Income Tax at Source. If the dividend so recommended is declared by the members at the ensuing Annual General Meeting, the total cash outflow towards dividend would be ₹ 949.86/- Lakhs.

In accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("SEBI Listing Regulations") the Company has formulated a Dividend Distribution Policy. The Dividend Distribution Policy of the Company is also hosted on the website of the Company at PCL - Dividend Distribution Policy.

6. SHARE CAPITAL

The Authorised Share Capital of your Company as on March 31, 2025, stood at ₹ 10,000.00 Lakhs divided into 10,00,00,000 equity shares of 10/- each. The issued, subscribed and paid-up equity share capital of the Company is ₹ 9,498.58 Lakhs divided into 9,49,85,835 Equity Shares of ₹ 10/- each. The Company has not allotted any Equity Shares under the exercise of stock options under Precision Camshafts Limited Employee Stock Option Scheme 2015 ("PCL ESOS 2015").

7. UTILISATION OF IPO PROCEEDS

The proceeds of the IPO have been used for setting up machine shop for machining camshafts and offer related expenses and general corporate purposes of ₹ 240 Crores. There is no deviation in use of proceeds from objects stated in the offer documents. The Company has utilised IPO Proceeds and last Statement of Deviation is submitted to Stock Exchange on June 07, 2019, and is also available on the website of the Company.

8. CREDIT RATING

The recent Credit rating on standalone basis is: -

Facilities /instruments	Amount (₹ Crores)	Rating	Rating action
Long-term bank facilities	2.05	CARE A; STABLE	REAFFIRMED
Long-term / short-term bank facilities	10.00	CARE A; STABLE / CARE A1	REAFFIRMED
Short-term bank facilities	74.95	CARE A1	REAFFIRMED
Total bank facilities	87.00 (₹ Eighty-Seven Crores)		

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Independent Directors with rich professional experience and background. As on March 31, 2025, the Company's Board Consists of 9 Directors as follows:

Sr. No.	Name	Designation
1.	Mr. Yatin S. Shah	Chairman and Managing Director
2.	Mr. Ravindra Joshi	Whole Time Director



BOARD'S REPORT (Contd.)

Sr. No.	Name	Designation
3.	Dr. Suhasini Y. Shah	Non- Executive Non-Independent Director
4.	Mr. Karan Y. Shah	Whole Time Director
5.	Mr. Suhas J. Ahirrao	Independent Director
6.	Mrs. Savani A. Laddha	Independent Woman Director
7.	Dr. Ameet N. Dravid	Independent Director
8.	Ms. Apurva P. Joshi	Independent Director
9.	Mrs. Anagha S. Anasingaraju	Independent Director

Pursuant to the provisions of Section 203 of the Companies Act, 2013 ("the Act"), the Key Managerial Personnel ("KMP") of the Company as on March 31, 2025 are as mentioned below:-

Sr. No.	Name	Designation
1.	Mr. Yatin S. Shah	Chairman and Managing Director
2.	Mr. Ravindra R. Joshi	Whole-time Director and Chief Financial Officer
3.	Mr. Karan Y. Shah	Whole-time Director
4.	Mr. Harshal J. Kher	Company Secretary & Compliance Officer

Changes in the composition of the Board of Directors of the Company during the Financial Year under review: In the 32nd Annual General Meeting of the Company for the Financial Year 2023-24 held on July 26, 2024, the members of the Company have:

1. Re-appointed Mr. Ameet N. Dravid (DIN: 06806783) as an Independent Director w.e.f. August 10, 2024, for a second term of three consecutive years.
2. Re-appointed Ms. Apurva P. Joshi (DIN: 06608172) as an Independent Director w.e.f. October 01, 2024, for a second term of three consecutive years.
3. Re-appointed Mr. Suhas J. Ahirrao (DIN: 10090429) as an Independent Director w.e.f. October 01, 2024, for a second term of three consecutive years.
4. Re-appointed Mrs. Anagha S. Anasingaraju (DIN: 02513563) as an Independent Director w.e.f. October 01, 2024, for a second term of three consecutive years.

Changes in Key Managerial Personnel of the Company during the Financial year under review:

1. Mr. Tanmay M. Pethkar resigned from the post of Company Secretary & Compliance Officer w.e.f. January 05, 2025.
2. Mr. Harshal J. Kher was appointed as the Company Secretary and Compliance Officer of the Company with effect from February 12, 2025.

10. DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criterion of Independence as prescribed under Section 149 (6) of the Act and Regulation 16 (1) (b) of SEBI Listing Regulations.

In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Function as well as the Code of Conduct for Directors and Senior Management Personnel.

During the year under review, Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Director and its Committee. The details of remunerations and/or other benefits of the Independent Directors are mentioned in the Corporate Governance Report.

11. A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR.

The Board of Directors considered that Ms. Apurva P. Joshi, Mr. Suhas J. Ahirrao, Mrs. Anagha S. Anasingaraju and Mr. Ameet N. Dravid possess the requisite expertise and experience (including proficiency) and they are person of high integrity and repute and accordingly

BOARD'S REPORT (Contd.)

recommended their re-appointment as Independent Director(s) for the second term to the Members. Members subsequently approved their appointment in the 32nd Annual General Meeting. Other than the above, there are no other appointments / re-appointments for Independent Directors of the Company in Financial Year 2024-25.

12. BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business. Notice of the Board meeting is given well in advance to all the Directors. The Agenda of the Board / Committee meetings is set by the Company Secretary in consultation with the Chairperson and Managing Director and Chief Financial Officer of the Company. The Agenda for the Board and Committee meetings covers items set out as per regulations in SEBI LODR and Act to the extent it is relevant and applicable. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the year under review, 5 (Five) Board Meetings were convened and held on May 23, 2024; August 09, 2024; November 13, 2024; February 12, 2025 and March 31, 2025 respectively.

The maximum interval between any two meetings was well within the maximum allowed gap of 120 days.

13. MEETING OF INDEPENDENT DIRECTORS

In compliance with the provisions of Schedule IV of the Act and Regulation 25(3) of SEBI Listing Regulations, a meeting of Independent Directors was held on March 24, 2025 to review the performance as per Regulation 25(4) of SEBI Listing Regulations and Schedule IV of the Act.

The Independent Directors expressed their satisfaction with the quality, quantity and timeliness of the flow of information between the Company Management and the Board. All Independent Directors were present at the meeting.

14. COMMITTEES OF BOARD

Details of all the Committees along with their charters, compositions and meetings held during the year are provided in the report on Corporate Governance which forms part of this Annual Report and is also available on the website of the Company at PCL - Corporate Governance.

15. COMPANY'S POLICY ON DIRECTORS, KMPS AND EMPLOYEES APPOINTMENT AND REMUNERATION

The Company has in place a Policy on Directors' appointment and remuneration of the Directors, Key Managerial Personnel (KMP) and other employees including criteria for determining qualifications, positive attributes, independence of a director and other matters. It is available on the website of the Company at PCL - Appointment and Remuneration of Directors, KMPs and employees.

The Company pays remuneration by way of salary, perquisites, allowances, variable pay, commission and retirement benefits to its Executive Directors. The remuneration to the Executive Director(s) is in accordance with the provisions of the Act and Rules made thereunder and is within the ceiling limits as provided thereunder and approved by the shareholders.

The Company's policy of remuneration of the senior management is structured to attract and retain the talent and is in turn dependent on following key parameters:

1. Complexities and criticality of the jobs
2. Profile of the employee in terms of his / her qualification and experience
3. General trends in the industry and market for a similar talent
4. Incorporation of an element of motivation by way of remuneration linked to specific performances wherever applicable.

As a policy of the Company, the Non-executive Directors are paid commission as a percentage of profit based on the performance evaluation for that financial year under review.

16. STATEMENT CONTAINING THE SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES / ASSOCIATE COMPANIES / JOINT VENTURES

A statement containing salient features of the financial statements of subsidiaries in the prescribed format AOC-1 is appended as **Annexure-A** to this Report. The statement also provides details of performance and financial position.

There has not been any material change in the nature of the business of the Subsidiaries. As required under SEBI Listing Regulations and Act, the consolidated financials of the Company and Subsidiaries are provided in this annual report.



BOARD'S REPORT (Contd.)

17. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of Energy, Technology absorption, Foreign exchange earnings and outgo as required under Section 134(3)(m) of the Act, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure B** and is attached to this report.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company's guiding principle for CSR is to build its relationship with stakeholders and the community at large, and to contribute to their long term social good and welfare, and explained briefly in the Corporate Governance Report forming part of this Annual Report.

As on March 31, 2025, the composition of Corporate Social Responsibility (CSR) Committee is as follows:

Sr. No.	Name	Designation
1.	Mr. Yatin S. Shah	Chairman
2.	Dr. Suhasini Y. Shah	Member
3.	Dr. Ameet N. Dravid	Member
4.	Ms. Apurva P. Joshi	Member
5.	Mr. Suhas J. Ahirrao	Member

Detailed Annual Report on CSR activities for the Financial Year ended March 31, 2025 is given as **Annexure C** and CSR Policy is also disclosed on the website of the Company at PCL - CSR Policy.

19. PARTICULARS OF EMPLOYEE REMUNERATION

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure D** to this Report.

There were no employee(s) in receipt of remuneration of ₹ 1.02 Crores or more per annum or in receipt of remuneration of ₹ 8.50 Lakhs per month, under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 except employees mentioned in **Annexure D** of this Report.

20. COMMISSION OR REMUNERATION FROM SUBSIDIARY

During the Financial Year under review, Mr. Karan Y. Shah, Whole-time Director of the Company has

received remuneration of ₹ 30.00 Lakhs from MEMCO Engineering Private Limited – Wholly Owned Subsidiary (WOS) of the Company.

21. STATEMENT ON FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND DIRECTORS

The Board of Directors has conducted an annual evaluation of its own performance, board committees and individual directors, pursuant to the provisions of the Act and Regulation 19 read with Schedule II, Part D of the SEBI Listing Regulations.

The performance of the Board was evaluated by the Board after seeking input from all the Directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking input from the committee members based on criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and Nomination and Remuneration Committee reviewed the performance of individual Directors based on criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors, the performance of Non- Independent Directors and the Board was evaluated. Additionally, they also evaluated the Chairperson of the Board. The Board also assessed the quality, quantity and timeliness of the flow of information between the Company management and the Board, which is necessary for the Board to effectively and reasonably perform their duties.

The Board of Directors expressed their satisfaction with the evaluation process.

22. ANNUAL RETURN

Pursuant to Section 92(3) of Act, the copy of Annual Return for the Financial Year ended March 31, 2025 is placed on the Company's website at **PCL - Annual Return FY 24-25**.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not given any loans, guarantees or made investment under section 186 of the Act during the period under review.

BOARD'S REPORT (Contd.)

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/ arrangements/ transactions entered by the Company during the Financial year ended March 31, 2025, with related parties were on an arm's length basis and were in the ordinary course of business. There were no material related party transactions (RPTs) undertaken by the Company during the Financial Year that require Shareholders' approval under Regulation 23(4) of SEBI Listing Regulations or Section 188 of the Act.

All RPT's were placed before the Audit Committee for prior approval and the approval of the Audit Committee was sought for all RPTs. Certain transactions which were repetitive in nature were approved through omnibus route. All the Related Party Transactions were compliant with the applicable provisions of the Act and SEBI Listing Regulations. Therefore, the disclosure of related party transactions as required under Section 134 (3)(h) of the Act in Form AOC-2 is not applicable to the Company and hence the same is not provided. (Please refer Note No. 33 to the Standalone Financial Statements).

The company has adopted a Related Party Transaction Policy in line with the requirements of the Act and the Listing Regulations, as amended from time to time, which is available on the website of the Company PCL – Policy on Related Party Transactions.

25. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE STATUTORY AUDITORS, SECRETARIAL AUDITORS

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors in the Audit Report on the Standalone and Consolidated Financial Statements for the Financial year ended March 31, 2025.

The Report of Secretarial Auditors for the Financial Year ended March 31, 2025, is also unmodified.

26. MATERIAL CHANGES AFTER THE CLOSURE OF FINANCIAL YEAR

There were no material changes after the closure of the financial year.

27. SUBSIDIARIES AND ACQUISITIONS

The Company has 2 (Two) subsidiaries, 2 (Two) step down subsidiaries as on March 31, 2025.

A) PCL (International) Holding B.V. ("PCL NL") – Wholly Owned Subsidiary ("WOS")

PCL NL is a WOS of the Company based in Netherlands. The existing customer base of the Company is predominantly located in Europe and hence to facilitate coordination between the Company and the customers, the Management decided to incorporate a WOS in Netherlands. The Company, through this WOS, holds 100% stake in EMOSS Mobile Systems B.V. (Netherlands) and MFT Motoren und Fahrzeugtechnik GmbH (Germany). Other objective of having PCL (International) Holding B.V. is to monitor the performance and reporting of subsidiaries centrally.

During the Financial Year under review, on Consolidated basis PCL NL registered a total revenue of ₹ 20,629.73 Lakhs as against ₹ 30,719.92 Lakhs in the previous year. The net loss for the year stood at ₹ 2,736.32 Lakhs as against net loss of ₹ 3,756.35 Lakhs in the previous year.

B) Memco Engineering Private Limited ("MEMCO") – WOS

MEMCO is a WOS of the Company based in Nashik, Maharashtra, India. It is engaged in the business of manufacturing fuel injection components for conventional CRDi diesel engines, brake components, high pressure diesel injector connectors for naval ships and high precision instrumentation components. MEMCO enjoys long term relationships with marquee global customers like Bosch, Delphi, Endress Hauser and Giro.

During the Financial Year under review, MEMCO registered a total revenue of ₹ 4,711.07 Lakhs as against ₹ 4,931.97 Lakhs in the previous year. The net profit for the year stood at ₹ 137.39 Lakhs as against net loss of ₹ 22.98 Lakhs in the previous year.

C) MFT Motoren und Fahrzeugtechnik GmbH ("MFT") – Step Down Subsidiary

MFT is engaged in the business of manufacturing Balancer Shafts (i.e. fully machined, hardened and balanced vertical and horizontal Balancer shafts), Camshafts, Bearing Caps, Engine Brackets and Prismatic Components (i.e. powertrain, brake and chassis components, machining of all casting materials). MFT has established enduring partnerships with prestigious global clients such as Volkswagen, Audi, Mercedes-Benz, Westphalia, Hatz, Suzuki, and others.



BOARD'S REPORT (Contd.)

D) Emoss Mobile Systems B.V. ("EMOSS") – Step Down Subsidiary

EMOSS is a one-of-a-kind business that designs, develops, produces and supplies complete electric powertrains for trucks, busses, military vehicles and heavy equipment. EMOSS business model includes conversion of diesel trucks into ready to use electric trucks. The company also manufactures "ready to assemble modular kits" which are assembled onto the chassis. EMOSS provides an end-to-end solution to its customers which includes research and development, engineering, production, testing, certification, delivery and post-sales service. EMOSS also provides real-time power management and tracking via an integrated cockpit setup. The trucks powered by Electric Drivelines can carry a maximum payload of 50 tons with a mobility of up to 350 km which may be extended beyond 500 km with long range extenders developed by EMOSS. Acquisition has paved access to electrical mobility markets such as Europe, North America, Australia and New Zealand.

The Company has formulated a policy for determining "material" subsidiaries is available on the website of the Company at PCL - Policy for determining Material Subsidiaries

28. STATEMENT ON RISK MANAGEMENT POLICY

The Company has in place Risk Management Committee to identify, assess, monitor and mitigate various risks to the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Company's future growth is linked with general economic conditions prevailing in the market. Management has taken appropriate measures for identification of risk elements related to the Industry, in which the Company is engaged, and is always trying to reduce the impact of such risks. The Company has also formulated Risk Management Policy and Risk Management Systems are evaluated by the Audit Committee.

The Company has adopted a Risk Management Policy in accordance with the provisions of the Act and Regulation 21 of the SEBI Listing Regulations. Risk Management Policy is hosted on website of the Company at PCL - Risk Management Policy.

29. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE

During the year under review, there were no significant and material orders passed by regulators or courts or tribunals impacting the going concern status and Company's operation in future.

However, the Ministry of Corporate Affairs (MCA) had conducted an investigation u/s 210 of CA 2013 into the affairs of the Company and had passed orders for violations by the Company and its Directors. Further, an option was provided to the company to apply for compounding of offenses under Section 441 of the Companies Act, 2013. Accordingly, the Company had filed an application for compounding of the offences to the Regional Director. However, due to pendency of tax matter with Commissioner of Income Tax (CIT) the company has since withdrawn the said applications, but have reserved its right to re-submit the compounding applications post the matter stated above is decided by CIT.

30. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls with reference to the Financial Statements. The policies and procedures adopted by the Company, cover orderly and efficient conduct of business including adherence to the Company's policies, safeguarding of the assets of the Company, prevention and detection of fraud and errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information. The Audit Committee periodically reviews the internal control systems with the Management, Internal Auditors and Statutory Auditors assess the adequacy of internal audit functions.

During the year under review, these controls were assessed, and the observations of the Auditors were addressed by the Company after taking necessary steps to strengthen the financial controls and improve the systems. The Statutory Auditors have certified the adequacy of the Company's internal financial control systems over financial reporting, based on the criteria outlined in the Guidance Note issued by the Institute of Chartered Accountants of India.

31. DEPOSITS

During the year under review, the Company has not accepted any deposits.

32. CORPORATE GOVERNANCE REPORT

The report on Corporate Governance is about maximising shareholder value legally, ethically and sustainably. Corporate Governance Report is set out in this Annual Report as **Annexure E**.

A certificate from M/s J. B. Bhawe & Co., Practising Company Secretaries regarding compliance with conditions of corporate governance as required under SEBI Listing Regulations also forms part of this Annual Report as **Annexure F**.

BOARD'S REPORT (Contd.)

A certificate from M/s J. B. Bhavé & Co., Practising Company Secretaries regarding compliance with Schedule V of SEBI LODR also forms part of this Annual Report as **Annexure G**.

33. SECRETARIAL AUDIT REPORT AND ANNUAL SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed M/s. J. B. Bhavé & Co., Practising Company Secretaries, Pune as the Secretarial Auditors of the Company for the Financial Year 2024-2025. There are no qualifications/ observations/ remarks in the Secretarial Audit Report

for the Financial Year ended March 31, 2025, which is annexed herewith as **Annexure H** to the Annual Report.

Pursuant to SEBI Circular CIR/CFD1/27/2019 dated February 08, 2019, all listed entities shall, additionally, on annual basis, submit a report to the Stock Exchange(s) on compliance of all applicable SEBI Regulations and circulars / guidelines issued thereunder within 60 days of end of Financial Year. Such report shall be submitted by Company Secretary in practice to the Company in the prescribed format. The Company has received this report from M/s J.B. Bhavé & Co., Company Secretaries, Pune for the Financial Year ended March 31, 2025, and it has been submitted to the stock exchange(s) within the stipulated time. The said report form's part of this Annual Report as **Annexure I**.

34. PCL ESOS 2015 – INFORMATION REGARDING ALLOTMENTS DURING THE YEAR

As on March 31, 2025, in terms of PCL ESOS 2015, the Company has not allotted any Equity Shares on exercise of vested options and no fresh grant was made by the Company.

The disclosures in compliance with Section 62 of the Act read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014, SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are as follows:

Total No. of Shares covered by ESOP Scheme approved by the Shareholders	6,00,000 (Six Lakhs) Equity Shares		
Grant	I	II	TOTAL
Options granted	-	-	-
Options Vested	-	-	-
Options exercised	-	-	-
The total number of shares arising as a result of exercise of option	-	-	-
Options forfeited	-	-	-
Options lapsed	-	-	-
Extinguishment or modification of options	-	-	-
The exercise price	₹ 10/-	₹ 10/-	₹ 10/-
Pricing formula	As per the ESOS Scheme approved by the members of the Company.		
Variation of terms of options	NA	NA	NA
Money realised by exercise of options	-	-	-
Total number of options in force	NIL		
Employee wise details of options granted to:			
i. Key Managerial Personnel & Senior Managerial Personnel	NA	NA	NA
ii. Any other employee who receives a grant of options in any one year of option amounting to 5% or more of options granted during that year	NA	NA	NA



BOARD'S REPORT (Contd.)

Total No. of Shares covered by ESOP Scheme approved by the Shareholders	6,00,000 (Six Lakhs) Equity Shares		
iii. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	NA	NA	NA
Issued Capital (excluding outstanding warrants and conversions of the Company at the time of grant. (Only in case of Listed Companies)	NA	NA	NA
Diluted EPS calculated in accordance with International Accounting Standard (IAS) 33	NA	NA	NA

Disclosure under SEBI (Shared Based Employee Benefits and Sweat Equity) Regulation, 2021 is available on the website of the Company at **ESOP Disclosure 2024-25**.

The certificate from M/s. J. B. Bhavé & Co., Practicing Company Secretaries, Pune, Secretarial Auditors of the Company, confirming that the scheme has been implemented in accordance with the aforesaid regulations and in accordance with the resolution passed by the Members of the Company would be placed before the Members at the ensuing Annual General Meeting.

35. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. The Company has adopted a Whistle Blower Policy (Vigil mechanism) to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud, irregularities or violation of the Company's Code of Conduct. The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee.

The detailed policy on Vigil mechanism is disclosed on the website of the Company at [PCL - Vigil Mechanism Policy](#).

36. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy for Prevention of Sexual Harassment (PoSH) at workplace. This inter alia provides a mechanism for the resolution, settlement or prosecution of acts or instances of Sexual Harassment

at work and ensures that all employees are treated with respect and dignity. The Company has also complied with the provisions relating to the constitution of Internal Complaints Committee ("ICC") under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The composition of the PoSH Committee at the registered office is as follows:

Sr. No	Name of the Committee Member	Designation
1.	Dr. Suhasini Shah	Presiding Officer
2.	Mrs. Aarohi Deosthali	Member
3.	Mrs. Maithili Deshmukh	Member
4.	Mr. Rajkumar Kashid	Member
5.	Dr. Sanjeevani Kelkar	Member

The composition of the PoSH Committee at the corporate office is as follows:

Sr. No	Name of the Committee Member	Designation
1.	Dr. Suhasini Shah	Presiding Officer
2.	Mrs. Aarohi Deosthali	Member
3.	Mr. Rajkumar Kashid	Member
4.	Dr. Sanjeevani Kelkar	Member

No complaints were reported to the Committee during the year ended March 31, 2025, in connection with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ICC Committee details are provided in Posh Policy which is available on website of the Company at [PCL - Policy on Prevention of Sexual Harassment of Women at Workplace](#).

BOARD'S REPORT (Contd.)

37. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the year ended March 31, 2025, there were no instances of fraud which were reported by the Statutory Auditors to the Audit Committee/ Board.

38. AUDITORS**(a) STATUTORY AUDITOR**

The members at the 32nd AGM of the Company reappointed M/s MSKA & Associates, Chartered Accountants (Firm Reg. No. 105047W) as the Statutory Auditors of the Company for a consecutive term of 5 (Five) years to conduct the Statutory Audit from the Financial Year 2023- 24 to Financial Year 2027-28 and to hold office from the conclusion of 32nd AGM till the conclusion of AGM to be held for Financial Year 2027-28.

(b) COST AUDITORS

The Board of Directors, on the recommendation of Audit Committee, had appointed M/s. S. V. Vhatte and Associates, Cost Accountants [Firm Registration No.: 100280] as Cost Auditors to audit the cost accounts of the Company for the Financial Year ended March 31, 2024. The Cost Audit report for the Financial Year 2024-25 will be filed with the Ministry of Corporate Affairs on or before the due date. The Board on recommendations of the Audit Committee have appointed M/s. S. V. Vhatte and Associates, Cost Accountants [Firm Registration No.: 100280] as Cost Auditors to audit the cost accounts of the Company for the Financial Year ended March 31, 2025, subject to ratification of remuneration by the members at the ensuing AGM. The cost accounts and records of the Company are duly prepared and maintained as required under Section 148(1) of Act.

(c) INTERNAL AUDITORS

The Company had appointed M/s Unicus Risk Advisors LLP as Internal Auditors of the Company for the Financial Year ended March 31, 2025. However, M/s Unicus Risk Advisors LLP resigned from their position w.e.f November 13, 2024, citing pre-occupation in other assignments and other personal reasons. Subsequently, the Board of Directors appointed M/s B S and Co. LLP., Chartered Accountants, Pune as Internal

Auditors w.e.f February 12, 2025. The scope and authority of the Internal Auditor is as per the terms of reference approved by the Audit Committee. The Internal Auditors monitor and evaluate the efficiency and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Company.

39. REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report as required under SEBI Listing Regulations forms part of this Annual Report.

40. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors of your Company to the best of their knowledge and ability hereby state and confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. 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;
3. 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;
4. the Directors had prepared the annual accounts on a going concern basis;
5. the Directors had laid down internal financial controls to be followed by the Company and such internal controls are adequate and were operating effectively; and
6. 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.



BOARD'S REPORT (Contd.)

41. CODE OF CONDUCT FOR BOARD AND SENIOR MANAGEMENT

The Company has adopted the Code of Conduct for the Directors and Senior Management and the same is available on the website of the Company at PCL - Code of conduct for Board and Senior Management .

All Directors and Senior Management members have affirmed their compliance with the said Code. A declaration pursuant to the Regulation 26 (3) read with Part D of the Schedule V of the SEBI Listing Regulations signed by Managing Director to this effect forms part of Corporate Governance Report of this Annual Report.

42. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

A detailed Business Responsibility and Sustainability Report in terms of the provisions of Regulation 34 of the SEBI Listing Regulations is available as a separate section in the Annual Report.

43. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

The Company is in compliance with the applicable secretarial standards issued by the Institute of Company Secretaries of India from time to time.

44. INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") dividends which remain unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF"). The Members whose shares are transferred to the IEPF Authority can claim their shares/dividend from the IEPF Authority by following the procedure prescribed in the Rules. In accordance with the said IEPF Rules and its amendments, the Company had sent notices to all the Shareholders whose shares were due for transfer to the IEPF Authority and simultaneously published newspaper advertisements. The Company had frequently sent communication to these shareholders by email whose email address are available with R&T / DP and also through various other modes viz. notice of

general meeting or notice regarding deduction of tax at source (TDS) for dividend payment etc.

45. CONTRIBUTION OF INDEPENDENT DIRECTORS TO THE GROWTH OF THE COMPANY

The Company's Board of Directors is strategically composed of Independent Directors with diverse professional backgrounds, bringing significant value to the organisation. Each Independent Director contributes deep expertise, integrity, and a strong industry reputation built over years of experience. Their proficiency spans across key areas such as Finance, Company Law, Forensic Audit, Corporate Restructuring, Commercial Law, and Audit—core functions essential to any business. This collective knowledge ensures that the Company adheres to the highest standards of ethics, corporate governance, transparency, industry best practices, and remains aligned with global advancements in technology.

46. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR.

During the year, the Company has not made any application nor there is any proceeding pending under the Insolvency and Bankruptcy Code, 2016 as at the end of the Financial Year.

47. THE DETAILS OF DIFFERENCE BETWEEN 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.

During the Financial year, the Company has not initiated One Time Settlement with the Banks or Financial Institutions and therefore no details are required to be furnished.

48. CAUTIONARY STATEMENTS

Statements in this report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied.

BOARD'S REPORT (Contd.)

49. ACKNOWLEDGEMENTS

The Directors would like to place on record their deep appreciation to employees/ workers at all levels for their hard work, dedication and commitment. The Board places on record its appreciation for the support and co-operation your Company has been receiving from its Shareholders, Customers, Business Associates, Bankers, Suppliers and all other stakeholders for their continued support and their confidence in its management.

For and on behalf of the Board of Directors of

Precision Camshafts Limited

Yatin S. Shah

DIN: 00318140

Chairman and Managing Director

Ravindra R. Joshi

DIN: 03338134

Whole-time Director and CFO

Registered Address: D5 M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255

Date: May 27, 2025

Place: Solapur

Date: May 27, 2025

Place: Solapur



ANNEXURE A

Statement containing the salient features of the Financial Statements of Subsidiaries / Associate Companies / Joint Ventures

Pursuant to Section 129(3) of the Companies Act 2013, read with Rules of the Companies (Accounts) Rules 2014

FORM NO. AOC-1

Part A – Subsidiary Companies of Precision Camshafts Limited

(Amt. in ₹ Lakhs)

Particulars	Name of Subsidiaries	
	PCL (International) Holding B.V., (Consolidated Basis)	MEMCO Engineering Private Limited
The date since when subsidiary was acquired	Not applicable	October 10, 2017
Reporting period for the subsidiary concerned, if Different from the holding company's reporting period	April 01, 2024, to March 31, 2025	April 01, 2024, to March 31, 2025
Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries i.e. March 31, 2025	Euro	INR
	Closing Rate 1 Euro = ₹ 92.41/- Average Rate 1 Euro = ₹ 91.06 /-	Exchange Rate -Not applicable
Share Capital	11,785.49	720.00
Reserves and Surplus	(18,820.19)	2,014.93
Total Assets	11,934.15	3,993.64
Total Liabilities (excluding share capital, reserves and surplus)	17,165.68	1,258.70
Investments	-	726.52
Turnover	20,629.73	4,711.07
Profit/(Loss) before Tax	(2,828.27)	2 23.15
Provision for tax	(91.95)	85.76
Profit after Tax	(2,736.32)	137.39
Proposed Dividend	-	-
% of Shareholding	100	100

Part B – Associates and Joint Venture Companies of Precision Camshafts Limited

This section is not applicable to the Company as there are no associate or joint venture Companies of the Company.

For and on behalf of the Board of Directors of

Precision Camshafts Limited

Yatin S. Shah

DIN: 00318140

Chairman and Managing Director

Date: May 27, 2025

Place: Solapur

Ravindra R. Joshi

DIN: 03338134

Whole-time Director and CFO

Date: May 27, 2025

Place: Solapur

ANNEXURE B

A. CONSERVATION OF ENERGY:

Precision Camshafts Limited ("PCL OR the Company") has induced environmental sustainability as an integral part of its business operations and continues to find and apply measures that can optimize utilization of available resources.

PCL at across all its manufacturing locations and business operations is relentlessly working on improving productivity, energy efficiency and maximizing sustainability at our manufacturing facilities through usage of state-of-the-art technologies and processes. The company is committed to bringing about continuous improvement in processes and products using energy efficiency interventions and renewable energy technologies.

The steps taken for energy conservation and its impact:

1. Installation of power factor improvement with Harmonic filters to improve power quality (Thyristor controlled automatic harmonic filter bank). The power factor is maintained at unity (0.995) at all plants. This will help the Company to save approximately ₹ 30 Lakhs every year.
2. The Company has converted electrical air heater ovens into Liquid Petroleum Gas (LPG) ovens for 4 shell moulding machines which will help in conservation of energy and product quality improvement. The Company has replaced Kelson machine with Susha machine with LPG consumption and four station machines replace with Susha with LPG consumption to save power.
3. The Company has converted 9 air compressors with special purpose motors used in the foundries into regular induction motors which will help the Company to save energy approximately worth ₹ 18 Lakhs. The Company is in the process of such conversion for 8 more motors used in Machine Shop.
4. The Company provided electrical Forklift use instead of Diesel forklift – to prevent carbon emission.
5. To improve lumens & reduce power cost in manufacturing sheds & external areas of the Company, all lightings have been changed to LED lamps with improved Lux from 100 lux to 350 lux which will help the Company to save energy approximately ₹ 25 Lakhs annually.
6. The Company has installed a natural cool air ventilation system (Eco air cooling) on Shell

moulding. This has helped in energy conservation as well as comfortable working conditions for workers. Ambient temperature reduction by 2 to 3 degrees Centigrade at knockout.

7. The Company has installed a 15 MWp Solar Power Plant for Captive Consumption at Mangalvedha, Solapur which is helping the Company to save energy cost. The said solar power plant will be capable of generating 1,80,00,000 units per annum on an average. Cost saving ₹ 1300 lakhs per year.

B. TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT:

1. Efforts made in technology absorption and development of products.

1. Car track modification in Foundry to place 2 moulds on one pallet instead of 1 mould has helped reduce pouring time resulting in saving of power consumption.

2. The benefits derived like product improvement, cost reduction, product development or import substitution:

1. Tooling life improvement around 40 % by doing induction Harding. (Cost saving ₹ 120 lakhs per year).
2. Single man Moulding on Susha machine for S. G. Iron camshaft by doing modifications in machine cycle time (Cost saving 33.6 lakh per year).
3. The Company has started to using 40% local grade sand along with 60% imported sand for producing cores (Cost saving ₹ 21.12 lakh per year)
4. Cost reduction in certain camshafts by reducing RCS consumption, Alloys reduction, and reduction in manpower (Cost saving ₹ 174.28 lakh per year).
5. New technology absorbed in machine shop for development of Assembled camshafts of marquee clients. Serial production of these parts to start soon.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	(₹ in Lakhs)
Earnings	242.41
Outgo	10.53



ANNEXURE C

THE ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2024-25

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

1. Brief outline on CSR Policy of the Company

Precision Camshafts Limited ("PCL OR the Company") is proud to be a socially responsible Corporate Citizen. The Company would like to scale up the CSR activities through initiatives aimed at value creation in the society and in the community in which it operates through their services, conduct and initiatives by protecting environment, improving health, hygiene and helping in education and skill development on a sustained basis for the society as a whole.

2. Composition of CSR Committee

Sr. No	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Yatin S. Shah	Chairman	4	4
2	Dr. Suhasini Y. Shah	Member		4
3	Dr. Ameet N. Dravid	Member		4
4	Ms. Apurva P. Joshi	Member		2
5	Mr. Suhas J. Ahirrao	Member		4

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

Sr. No.	Display on Website	Links
1	Composition of the CSR Committee	Composition of CSR Committee
2	CSR Policy	Corporate Social Responsibility Policy
3	Projects Approved by the Board	PCL CSR activities

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). Not applicable

5. Details of CSR expenditure

Sr. No	Particulars	Amount (₹ in Lakhs)
a.	Average net profit of the Company as per sub-section (5) of section 135	8015.54
b.	Two percent of average net profit of the Company as per sub-section (5) of section 135.	160.31
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	-
d.	The amount required to be set-off for the financial year, if any.	5.90
e.	Total CSR obligation for the financial year [(b)+(c)-(d)].	154.41

Annexure C (Contd.)

6. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).

Sr. No.	Particulars	Amount (₹ in Lakhs)
a.	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	157.07
b.	Amount spent in Administrative Overheads.	-
c.	Amount spent on Impact Assessment, if applicable.	-
d.	Total amount spent for the Financial Year [(a)+(b)+(c)].	157.07

(e) CSR amount spent or unspent for the financial year:

(₹ In Lakhs)

Total Amount Spent for the Financial Year.	Amount unspent				
	Total Amount transferred to Unspent CSR Account as per section 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 the Fund	Amount	Date of transfer
157.07	Nil	NA	NA	Nil	NA

(f) Excess amount of set-off, if any:

Sr. No.	Particulars	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5) [after adjusting the amount required to be set off]	154.41
(ii)	Total amount spent for the Financial Year	157.07
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2.66
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2.66

7. Details of Unspent CSR amount for the preceding three financial years: NA

(₹ in Lakhs)

Sr. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. :
				Name of the Fund	Amount	Date of transfer.	
	TOTAL						



Annexure C (Contd.)

Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset (s)	Date of creation	Amount of CSR amount spent (in Lakhs)	Details of entity/Authority/beneficiary of the registered owner
1.	Installation of Solar Plant for water supply system	413214	September 07, 2024	16.72	Grampanchayat Londhewadi, Tal. Madha Dist.Solapur

8. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5):
NA

For and on behalf of the Board of Directors of
Precision Camshafts Limited

Yatin S. Shah

Date: May 27, 2025

Chairman & Managing Director

Place: Solapur

DIN: 00318140

ANNEXURE D

Disclosures as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The remuneration in this Annexure is calculated on the basis of gross salary excluding bonus and variable pay.

- 1) **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary for the Financial Year 2024-25:**

Sr. No.	Name of the Director	Designation	Ratio of the Remuneration of each Director /to Median Remuneration of Employees	% increase in the remuneration of each Director/, Chief Financial Officer/ Company Secretary
1.	Mr. Yatin S. Shah	Chairman & Managing Director	112.27	0.000
2.	Dr. Suhasini Y. Shah	Non-Executive Director	1.84	0.000
3.	Mr. Ravindra R. Joshi	Whole-time Director & Chief Financial Officer	100.78	(0.021)
4.	Mr. Karan Y. Shah	Whole-time Director– Business Development	24.78	0.000
5.	Mrs. Savani A. Laddha	Independent Director	1.84	0.000
6.	Mr. Apurva P. Joshi	Independent Director	1.84	0.000
7.	Dr. Ameet N. Dravid	Independent Director	1.84	0.000
8.	Mr. Anagha S. Anasingaraju	Independent Director	1.84	0.000
9.	Mr. Suhas J. Ahirrao	Independent Director	1.84	0.000

- 2) **Percentage increase in the median remuneration of employees in the Financial Year 2024-25:**

During the Financial Year under review, there has been an increase of approximately 4.54 % in the median remuneration paid to the employees.

- 3) **The number of permanent employees on the rolls of the Company as on March 31, 2025: 818**

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

The average percentage increase in salaries of employees other than Managerial Personnel is 7.56%. The average increase in the remuneration of Directors and other Key Managerial Personnel is (0.91 %).

- 5) **Affirmation that the remuneration is as per the remuneration policy of the company:**

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors of
Precision Camshafts Limited

Yatin S. Shah

Chairman & Managing Director

DIN: 00318140

Date: May 27, 2025

Place: Solapur



ANNEXURE E

Information as per Rule 5(2) of Chapter XIII, Companies (Appointment and Remuneration of Key Managerial Personnel) Rules 2014

(₹ in Lakhs)

Name of the employee	Designation	Gross Remuneration	Nature of employment	Qualification and experience	Date of commencement of employment	Age	Last employment held and Designation	% of equity shares held in the Company	Relative of Director/ Manager
Yatin S. Shah	Chairman & Managing Director	344.25	Whole-time employee on roll of the Company	B.com, MBA 36 years of experience in business expansion and administration	08/06/1992	64	Chetan Foundries, CEO	39.78	Spouse of Dr. Suhasini Y. Shah and Father of Mr. Karan Y. Shah
Ravindra R. Joshi	Whole-time Director & CFO	307.29	Whole-time employee on roll of the Company	B.com, DBM 35 years of experience in the field of finance and accounting	11/05/2000	61	Chetan Foundries, Manager Finance	0.02	NA

*The remuneration is calculated on the basis of gross salary.

For and on behalf of the Board of Directors of
Precision Camshafts Limited

Yatin S. Shah

Chairman & Managing Director

DIN: 00318140

Date: May 27, 2025

Place: Pune

ANNEXURE E

REPORT ON CORPORATE GOVERNANCE

A brief statement on Company's Philosophy on Code of Governance

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. The governance philosophy embraces the tenets of transparency, independence, accountability, fair and timely disclosures, and ethical corporate citizenship as means for implementing its corporate governance framework in letter and spirit.

Through good – governance, we arrive at effective decision-making that is aligned with our values. Environmental, Social and Governance (“ESG”) has consistently been at the core of all our business objectives and operations. We firmly believe that our persistent focus on ESG is fundamental for our long-term success and resilient value creation.

As part of our commitment to Corporate Social Responsibility (“CSR”), we actively engage in initiatives that contribute to the well-being of the communities in which we operate. Our CSR activities are thoughtfully designed to address areas such as education, environmental sustainability, healthcare, and skill development. We partner with local organisations and stakeholders to implement impactful programs that drive positive change and empower individuals. By integrating CSR into our core strategy, we aim to build a more inclusive and sustainable future for all.

This report is prepared in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”) and contains the details of Corporate Governance systems and processes at Precision Camshafts Limited (“the Company” or “PCL”). The Company’s corporate governance framework is aligned with the requirements under the Companies Act, 2013 (“the Act”) and the various regulations and guidelines issued by the SEBI. The Company has also adopted various Codes/Policies towards achieving the best corporate governance practices

Corporate governance framework

Our corporate governance framework is designed to ensure timely and accurate disclosure of information related to our financial performance, leadership, and governance practices. We are committed to maintaining the highest standards of corporate governance, guided by the belief that an active, well-informed, and independent Board is essential. At PCL, the Board is central to our governance structure, overseeing management activities and safeguarding the long-term interests of our stakeholders.

Corporate governance guidelines

The Company complies with the requirements set out under Regulations 17 to 27, read with Schedule V, and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations, as applicable, in relation to Corporate Governance.

Our Corporate Governance framework is built on the foundation of a strong and independent Board, clear separation between the Board’s oversight functions and executive management responsibilities, and the formation of Board committees as mandated by law. The Board of Directors, together with its committees, provides strategic direction and oversight to the management, thereby contributing to enhanced stakeholder value. The composition of the Board is in line with the requirements of the Companies Act and the Listing Regulations.

All reports and disclosures submitted to the Stock Exchange are also placed before the Board and its respective committees for review. The Board operates either directly or through its duly constituted committees, which are tasked with monitoring specific functional areas. Additionally, the Company encourages its Board members and senior management to adhere to the principles outlined in its Code of Corporate Governance.

A detailed report on the Company’s compliance with the Corporate Governance principles, as prescribed under Chapter IV read with Schedule V of the SEBI Listing Regulations, is provided below:

Board of Directors

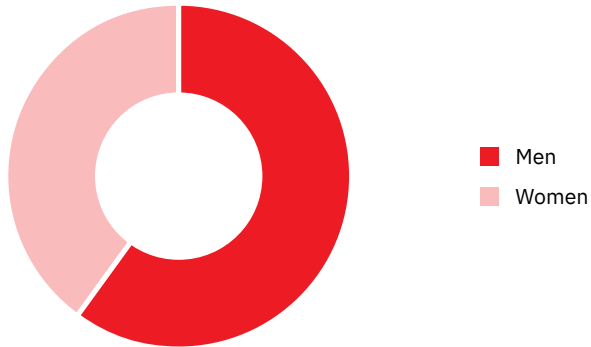
a) Composition and category of Directors

A wide range of perspectives is critical for effective corporate governance. The Management believes that the Company’s Board should comprise of an optimum combination of Executive, Non-Executive and Independent Directors, to maintain its independence and diversity of perspectives, and lead to good management dynamics and better governance. The Board Diversity Policy adopted by the Board sets out its approach to diversity. The policy is available on our website at [Policy on Board Diversity](#). The detailed profile of all Directors of the Company is available on website of the Company at [PCL – Brief Profile of Directors](#).

During the year under review, the Nomination and Remuneration Committee and the Board of Directors reviewed and are satisfied with Succession Planning for the Board of Directors and Senior Management Personnel of the Company.

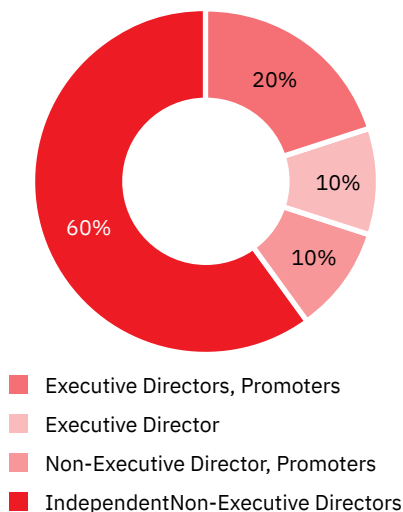


Annexure E (Contd.)



As on March 31, 2025, our Board is comprised of **9 (nine)** Directors. The composition of the Board is as follows with Mr. Yatin S. Shah as the Chairman:

Sr No.	Category of Directors	No. of Directors	Name of Director
1.	Executive Director - Promoter	2	Mr. Yatin S. Shah Mr. Karan Y. Shah
2.	Non-Executive Director – Promoter	1	Dr. Suhasini Y. Shah
3.	Executive Director	1	Mr. Ravindra R. Joshi
4.	Non-Executive Independent Director	5	Mrs. Savani A. Laddha Dr. Ameet N. Dravid Ms. Apurva P. Joshi Mr. Suhas J. Ahirrao Mrs. Anagha S. Anasingaraju
Total		9	

Composition of Board as on March 31, 2025**Composition of the Board**

All the Directors have made necessary disclosures regarding their directorships and other interests as required under Section 184 of the Act and the Committee positions held by them in other companies. The Company is in compliance with the provisions of Section 165 (1) of the Act and Regulation 17A of the Listing Regulations, 2015 (SEBI LODR), i.e. None of the Directors on the Company's Board:

- hold the office of Director in more than 20 (Twenty) Companies; or
- holds directorships in more than ten public companies, or
- serves as Director or as Independent Directors (ID) in more than seven listed entities.

All the Independent Directors have confirmed that they meet the 'Independence' criteria as mentioned under Regulation 16 (1) (b) of the Listing Regulations and Section 149 (6) of the Act and the Rules framed thereunder. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

Pursuant to Clause VII of the Schedule IV (Code for Independent Directors) of the Act and Regulation 25(3) of the Listing Regulations, a separate meeting of Independent Directors was held on Monday, March 24, 2025, without attendance of Non-Independent Directors and members of management. All the Independent Directors were present at the meeting.

The Company is in compliance of Regulation 26 of the Listing Regulations, i.e. none of the Directors are members in more than 10 (Ten) Committees or act as a chairperson of more than 5 (Five) committees, the committees being, Audit Committee and Stakeholders' Relationship Committee across all public limited companies, whether listed or not in which he/she is a Director. During the year under review, one of the independent directors crossed the limits of number of membership and chairpersonship in committees. However, as on the date of report the Company is in

Annexure E (Contd.)

compliance with Regulation 26 of the Listing Regulations. All the Directors except Independent Directors and Managing Director are liable to retire by rotation.

The required information, including information as enumerated in Regulation 17(7) read together with Part A of Schedule II of the Listing Regulations, is made available to the Board of Directors, for discussions and consideration at Board Meetings. The Board reviews compliance of all the applicable laws on a quarterly basis, as also steps taken to remediate instances of non-compliance, if any.

Pursuant to Regulation 27(2) of the SEBI Listing Regulations, the Company submits a quarterly Compliance Report on Corporate Governance to BSE and NSE within stipulated time from the close of every quarter.

The Managing Director and Chief Financial Officer have certified to the Board on inter alia the accuracy of the financial statements and adequacy of internal controls for financial reporting, in accordance with Regulation 17(8) read together with Part B of Schedule II of the Listing Regulations for the Financial Year ended March 31, 2025. The said certificate form's part of this Annual Report as **Annexure J**.

b) Board Procedures

The agenda for Board meetings is circulated well in advance to all members, accompanied by detailed background materials to facilitate informed discussions and support sound decision-making. As part of good governance practices, the agenda also includes an Action Taken Report (ATR), which provides updates on the implementation status of decisions taken in previous Board meetings.

c) Attendance of each Directors at the meeting of the Board of Directors and the last Annual General Meeting, is set out below.

Sr No.	Director	Meetings held during the year					Number of Meetings attended during the year	32 nd Annual General Meeting July 26, 2024
		May 23, 2024	August 09, 2024	November 13, 2024	February 12, 2025	March 31, 2025		
1.	Mr. Yatin S. Shah	√	√	√	√	√	5	Yes
2.	Dr. Suhasini Y. Shah	√	√	√	√	√	5	Yes
3.	Mr. Ravindra R. Joshi	√	LOA	√	√	√	4	Yes
4.	Mr. Karan Y. Shah	√	√	√	√	√	5	Yes
5.	Mr. Savani A. Laddha	√	LOA	√	√	√	4	Yes

The Board regularly reviews and approves the quarterly, half-yearly, and annual financial results; evaluates the Company's business strategy, including any corporate restructuring plans; and considers the Annual Operating Plan (AOP), capital expenditure budgets, updates on new business initiatives, and market share performance. It also examines reports on all applicable laws, reviews key legal matters, and considers minutes of the Committee meetings and Board meetings of subsidiary companies, as well as their financial statements. The Board also assesses the internal control systems and risk management framework.

Directors are routinely updated on significant regulatory and legal developments relevant to PCL during Board meetings. All necessary information, as specified under Regulation 17(7) read with Part A of Schedule II of the SEBI Listing Regulations, 2015, is presented to the Board for its review and deliberation. Draft minutes of the Board and Committee meetings are shared with all Directors within 15 days for their feedback.

In addition, the Board is kept informed about major developments, and approvals are sought as required. A comprehensive Board Charter outlines the roles, responsibilities, and procedures for the functioning of the Board and its committees as part of the Company's corporate governance framework.

To ensure adherence to applicable laws, the Company has established effective systems and processes. In line with its compliance protocol, relevant Department Heads confirm regulatory compliance, and a detailed presentation of applicable laws, rules, and regulations is periodically shared with the Board.



Annexure E (Contd.)

Sr No.	Director	Meetings held during the year					Number of Meetings attended during the year	32 nd Annual General Meeting July 26, 2024
		May 23, 2024	August 09, 2024	November 13, 2024	February 12, 2025	March 31, 2025		
6.	Dr. Ameet N. Dravid	√	√	√	√	√	5	Yes
7.	Ms. Apurva P. Joshi	√	√	√	LOA	√	4	Yes
8.	Mr. Suhas J. Ahirrao	√	√	√	√	√	5	Yes
9.	Mrs. Anagha S. Anasingaraju	√	√	LOA	√	√	4	Yes

(√- Attended, LOA-Leave of Absence, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

The gap between two meetings did not exceed 120 days and the meetings were conducted in compliance with all applicable laws.

d) Details of membership of Directors in other Companies Boards and their Committees as on March 31, 2025

SR. No	Name of the Director	No Directorship in other Public Companies	No of Committee Positions held in other Public Companies		No shares held by Non-Executive Director
			Chairman	Member	
1.	Mr. Yatin S. Shah	1	Nil	Nil	NA
2.	Dr. Suhasini Y. Shah	3	2	3	1,04,25,224
3.	Mr. Ravindra R. Joshi	1	Nil	Nil	NIL
4.	Mr. Karan Y. Shah	Nil	Nil	Nil	NIL
5.	Mr. Savani A. Laddha	1	1	2	NIL
6.	Dr. Ameet N. Dravid	Nil	Nil	Nil	NIL
7.	Ms. Apurva P. Joshi	8	2	9	NIL
8.	Mr. Suhas J. Ahirrao	Nil	Nil	Nil	NIL
9.	Mrs. Anagha S. Anasingaraju	Nil	Nil	Nil	NIL

Pursuant to Regulation 26 (1) (b) of the Listing Regulations, Membership/Chairmanship of only **Audit Committees and Stakeholder Relationship Committee** of all Public Limited companies whether listed or not have been considered.

Notes:

- The Companies mentioned herein are Public Limited Companies and Deemed Public Companies, whether listed or not, and does not include other companies including Private Limited Companies, Foreign Companies, high valued debt listed and Companies under section 8 of the Act.

e) Other listed entities in which the Directors hold directorship and category thereof as of March 31, 2025

Sr. No	Name of Director as on March 31, 2025	Name of the other Listed entities in which Director holds Directorship	Category of Directorship
1	Mr. Yatin S. Shah	NA	NA
2	Dr. Suhasini Y. Shah	Balaji Armines Limited	Non-Executive Independent Director
3	Mr. Ravindra R. Joshi	NA	NA
4	Mr. Karan Y. Shah	NA	NA
5	Mr. Savani A. Laddha	NA	NA

Annexure E (Contd.)

Sr. No	Name of Director as on March 31, 2025	Name of the other Listed entities in which Director holds Directorship	Category of Directorship
6	Dr. Ameet N. Dravid	NA	NA
7	Ms. Apurva P. Joshi	1. Quick Heal Technologies Limited. 2. Fidel Softech Limited. 3. Associate Alcohols & Breweries Limited. 4. Paramount Speciality Forgings Limited	Non-Executive Independent Director
8	Mr. Suhas J. Ahirrao	NA	NA
9	Mrs. Anagha S. Anasingaraju	NA	NA

f) Number of Board Meetings

During the Financial Year under review, the 5 (five) Board Meetings were held May 23, 2024, August 09, 2024, November 13, 2024, February 12, 2025, and March 31, 2025.

g) Disclosure of relationships between Directors inter-se as on March 31, 2025

Sr. No.	Name of Director	Relationship
1	Mr. Yatin S. Shah	Spouse of Dr. Suhasini Y. Shah, Father of Mr. Karan Y. Shah
2	Dr. Suhasini Y. Shah	Spouse of Mr. Yatin S. Shah, Mother of Mr. Karan Y. Shah
3	Mr. Karan Y. Shah	Son of Mr. Yatin S. Shah and Dr. Suhasini Y. Shah
4	Mr. Ravindra R. Joshi	No relationship with other Directors of the Company
6	Mrs. Savani A. Laddha	No relationship with other Directors of the Company
7	Dr. Ameet N. Dravid	No relationship with other Directors of the Company
8	Ms. Apurva P. Joshi	No relationship with other Directors of the Company
9	Mr. Suhas J. Ahirrao	No relationship with other Directors of the Company
10	Mrs. Anagha A. Anasingaraju	No relationship with other Directors of the Company

h) The web link where details of familiarisation programme imparted to Independent Directors are disclosed. Familiarisation Programme March 2025.**i) Skills/ Expertise / Competencies of the Board required in the context of the business.**

The Company strives to foster a diverse range of demographic attributes and perspectives within the Board, enhancing its ability to provide strategic foresight and contribute meaningfully to decision-making. The Board consists of accomplished leaders and domain experts who collectively drive the Company's goals while ensuring responsible, effective, and sustainable operations.

Board members bring with them the necessary skills, knowledge, and experience to support the Company's governance and strategic objectives. Directors are appointed through a clearly defined selection process. The Nomination and Remuneration Committee (NRC) evaluates, among other factors, the candidate's qualifications, expertise, key skills, and competencies before recommending appointments to the Board.

Based on the NRC's recommendations, the Board has identified and mapped the core skills, expertise, and competencies required for the Company's business operations. These attributes, essential for the Board's effective functioning, are currently represented among the existing Directors.



Annexure E (Contd.)

Sr. No	List of Core skills / expertise / Competencies	Mr. Yatin S. Shah	Dr. Suhasini Y. Shah	Mr. Karan Y. Shah	Mr. Ravindra R. Joshi	Mrs. Savani A. Laddha	Dr. Ameet N. Dravid	Ms. Apurva P. Joshi	Mr. Suhas J. Ahirrao	Mrs. Anagha A. Anasingaraju
A	Technical									
1	Finance				√	√	√	√	√	√
2	Law		√		√	√	√	√	√	√
3	Management	√	√	√	√	√	√	√	√	√
4	Sales & Marketing	√		√	√					
5	Manufacturing & Operations	√		√	√					
6	Research & Development	√		√			√	√		
7	Human Resource		√	√						√
8	Information Technology	√	√	√	√	√		√		
B	Industry									
1	Knowledge about Economy	√	√	√	√	√	√	√	√	√
2	Industry experience	√	√	√	√				√	
3	Knowledge of business sector	√	√	√	√	√	√	√	√	√
C	Governance									
1	Compliance Management		√		√	√		√	√	√
2	Knowledge about statutory / regulatory laws	√	√		√	√	√	√	√	√
3	Experience in developing and implementing Risk Management		√		√	√		√	√	√
4	Strategic Planning	√	√	√	√		√		√	
D	Others									
1	Communication and Interpersonal Skills	√	√	√	√	√	√	√	√	√
2	Public Relations	√	√	√			√			
3	Corporate Restructuring	√	√	√	√	√		√	√	√

Annexure E (Contd.)

Sr. No	List of Core skills / expertise / Competencies	Mr. Yatin S. Shah	Dr. Suhasini Y. Shah	Mr. Karan Y. Shah	Mr. Ravindra R. Joshi	Mrs. Savani A. Laddha	Dr. Ameet N. Dravid	Ms. Apurva P. Joshi	Mr. Suhas J. Ahirrao	Mrs. Anagha A. Anasingaraju
4	Environment and sustainability	√	√	√			√			√
5	Corporate Social Responsibility	√	√	√		√	√	√	√	√

j) Board Independence:

Every Independent Director, at the first meeting of the Board in which he / she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he / she meets the criteria of independence as provided under the law and that he / she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his / her ability to discharge his / her duties with an objective independent judgement and without any external influence. In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management.

1. AUDIT COMMITTEE**(a) Brief description of terms of reference:**

The Audit Committee functions according to its Charter that defines its composition, authority, responsibility and reporting functions in accordance with Section 177 of the Act, Regulation 18(3) read with Part C of Schedule II of the Listing Regulations as mentioned below: -

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
4. Reviewing with the management, annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:

- (i) matters required to be included in the Directors Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies, Act, 2013.
- (ii) changes, if any, in accounting policies and practices and reasons for the same.
- (iii) major accounting entries involving estimates based on the exercise of judgement by management.
- (iv) significant adjustments made in the financial statements arising out of audit findings.
- (v) compliance with listing and other legal requirements relating to financial statements.
- (vi) disclosures of any related party transactions and
- (vii) modified opinion(s) in the draft audit report (if any).

5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the management, the statement of uses/application of funds raised through an issue (public issue) the statement of funds utilised for purposes other than those stated in offer document/prospectus/notice (if any) and the report submitted by the monitoring agency the utilisation of proceeds of a public and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing and monitoring auditor's independence and performance and effectiveness of audit process.



Annexure E (Contd.)

8. Approval of any subsequent modification of transactions of the Company with related parties.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing the management performance of statutory auditors, internal auditors and adequacy of internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of internal audit department, staffing, seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with the internal auditors of any significant findings and follow-up thereon.
15. Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
17. Looking into the reasons for substantial defaults in the payment of depositors (if any), debenture holders (if any), shareholders (in case of payment of declared dividends) and creditors.
18. Reviewing the functioning of the whistleblower mechanism.
19. Approval of appointment of the CFO after assessing the qualifications, experience and background etc., of the candidate.
20. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing.
21. Review of Management Discussion and analysis of financial condition and results of operations.
22. Review of Statement of significant related party transactions (as defined by the audit Committee) submitted by the Management.
23. Review of Management letter/letters of internal control weaknesses issued by the statutory auditors.
24. Review of Internal Audit reports relating to internal control weaknesses.
25. Review of appointment, removal and terms of remuneration of the Chief Internal Auditor.
26. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
27. Carrying out any other function as is mentioned in terms of reference of the Audit Committee.

(b) Composition, Name of members and Chairperson:

The Audit Committee of the Company is constituted in compliance with the provisions of Regulation 18 of the Listing Regulations and the provisions of Section 177 of the Act and rules made thereunder. All members of the Committee are financially literate, having the relevant accounting and financial management expertise.

The composition of the Audit Committee as on March 31, 2025, is as under:

Sr. No.	Name of Member	Designation	Position held in the Committee
1.	Mrs. Savani A. Laddha	Independent Director	Chairperson
2.	Mr. Ravindra R. Joshi	Whole-time Director & CFO	Member
3.	Mr. Suhas J. Ahirrao	Independent Director	Member
4.	Dr. Ameet N. Dravid	Independent Director	Member

Annexure E (Contd.)

Sr. No.	Name of Member	Designation	Position held in the Committee
5.	Ms. Apurva P. Joshi	Independent Director	Member
6.	Mrs. Anagha A. Anasingaraju	Independent Director	Member

Mr. Harshal J Kher, Company Secretary, acts as the Secretary of the Committee. Further, the Chairperson of the Audit Committee was present at the Annual General Meeting to address the queries of the shareholders.

(c) Meetings and attendance during the year:

The Committee met 4 (four) times during the year. The meetings were held on May 23, 2024; August 09, 2024; November 13, 2024, and February 12, 2025.

The details of the Audit Committee meetings and their attendance during the Financial Year ended March 31, 2025, are as under: -

Sr No.	Name of Member	Meetings held during the year			
		May 23, 2024	August 09, 2024	November 13, 2024	February 12, 2025
1.	Mrs. Savani A. Laddha	√	LOA	√	√
2.	Mr. Ravindra R. Joshi	√	√	√	√
3.	Mr. Suhas J. Ahirrao	√	√	√	√
4.	Ms. Apurva P. Joshi	LOA	√	√	LOA
5.	Dr. Ameet N. Dravid	√	√	√	√
6.	Mrs. Anagha A. Anasingaraju	√	√	LOA	√

(√- Attended, LOA – Leave of Absence, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

2. NOMINATION AND REMUNERATION COMMITTEE**a. Brief description of terms of reference:**

The Nomination and Remuneration Committee functions according to its Charter that defines its composition, authority, responsibility and reporting functions in accordance with Section 178 of the Act, Regulation 19(4) read with Part D Para A of Schedule II of the Listing Regulations as mentioned below: -

- Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Director a policy relating to, the remuneration of the directors, key managerial personnel, and other employees. The Nomination and Remuneration Committee shall, while formulating the policy 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 senior management 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:

Provided that such policy shall be placed on the website of the Company, if any, and the salient features of the policy and changes therein, if any, along with the web address of the policy, if any, shall be disclosed in the Board's report.

- For every appointment of an independent director, the Nomination and Remuneration



Annexure E (Contd.)

Committee shall evaluate the balance of skills, knowledge and experience on the Board and based on such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For identifying suitable candidates, the Committee may:

- a. uses the services of an external agencies, if required.
- b. considers candidates from a wide range of backgrounds, having due regard to diversity; and
- c. considers the time commitments of the candidates.
3. Formulate criteria for determining Board composition, Board effectiveness, Board succession, and independent functioning of the Board.
4. Recommend the appointment and removal of directors for approval at the AGM.
5. Formulation of criteria for evaluation of performance of Independent Directors on the Board and of the Board of Directors.
6. Devising a policy on Board diversity.
7. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommending to the Board their appointment and removal.
8. Decide whether to extend or continue the appointment of the Independent Director, based on the performance evaluation report of the Independent Director.
9. Recommend to the Board all remuneration, in whatever form, payable to Senior Management.
10. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or Overseas, including:
 - a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation 1992 or
 - b. The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2013
11. Performing any other activities as may be delegated by the Board of Directors and/or any statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

b. Composition, Name of members and Chairperson:

The Nomination and Remuneration Committee (NRC) has been constituted by the Board in compliance with the requirements of Regulation 19 of the Listing Regulations and Section 178 of the Act and rules made thereunder.

The composition of the NRC as on March 31, 2025, is as under:

Sr. No.	Name of Member	Designation	Position held in the Committee
1.	Mrs. Savani A. Laddha	Independent Director	Chairperson
2.	Dr. Ameet N. Dravid	Independent Director	Member
3.	Ms. Apurva P. Joshi	Independent Director	Member
4.	Mrs. Anagha A. Anasingaraju	Independent Director	Member

Annexure E (Contd.)

c. Meeting and attendance during the year:

The Committee met 2 (Two) times during the year. The meetings were held on May 23, 2024, and February 12, 2025.

The details of the NRC meetings and its attendance during the Financial Year ended March 31, 2025, are as under: -

Sr No.	Name of Member	Meetings held during the year	
		May 23, 2024	February 12, 2025
1.	Mrs. Savani A. Laddha	√	√
2.	Dr. Ameet N. Dravid	√	√
3.	Ms. Apurva P. Joshi	LOA	LOA
4.	Mrs. Anagha A. Anasingaraju	√	√

(√- Attended, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

All the recommendations of the Nomination and Remuneration Committee have been accepted by the Board of Directors.

d. Performance evaluation criteria for independent directors:

Pursuant to the provisions of the Act and the applicable provisions of the Listing Regulations, the Annual Performance Evaluation was carried out for the Financial Year 2024-25.

The Company has devised the criteria for evaluation of the performance of the Independent Directors. The said criteria specify certain parameters like strategic decisions, diligence, ethical behavior, values, management skills, stakeholder relationship, communication inter se between board members, effective participation, domain knowledge, compliance with code of conduct.

Schedule II of the Listing Regulations. The suitably revised terms of reference enumerated in the Charter, after incorporating therein the regulatory changes mandated under the Listing Regulations are as follows: -

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
5. Carry out any other function contained in the equity listing agreement as and when amended from time to time.

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE**(a) Name of the Non- Executive Director heading the committee: Dr. Suhasini Y. Shah****(b) Name and designation of the Compliance Officer as on March 31, 2025:**

Mr. Harshal Jagdish Kher, Company Secretary and Compliance Officer

3rd Floor, "Kohinoor B Zone Baner", Mumbai –

Bangalore Highway, Baner, Pune – 411045

(c) Brief description of terms of reference:

The Stakeholders' Relationship Committee functions in accordance with Section 178 of the Act and Regulation 20 read with, Part D, Para B of

(d) Composition, Name of members and Chairperson

The Stakeholders' Relationship Committee (SRC) has been constituted by the Board in compliance with Section 178 of the Act and Regulation 20 of the Listing Regulations.



Annexure E (Contd.)

The composition of the SRC as on March 31, 2025, is as under:

Sr. No.	Name of Member	Designation	Position held in the Committee
1.	Dr. Suhasini Y. Shah	Non-Executive, Non-Independent Director	Chairperson
2.	Mr. Karan Y. Shah	Whole-time Director	Member
3.	Dr. Ameet N. Dravid	Independent Director	Member
4.	Mrs. Anagha S. Anasingaraju	Independent Director	Member

Mr. Harshal J Kher, Company Secretary, acts as the Secretary of the Committee. Further, the Chairperson of the Stakeholders Relationship Committee was present in the Annual General Meeting to address the queries of the shareholders.

(e) Meetings and attendance during the year:

The Committee meets once a year. The meeting was held on May 23, 2024.

The details of the SRC meetings and their attendance during the Financial Year ended March 31, 2025, are as under: -

Sr. No.	Name of Member	Meetings held during the year
		May 23, 2024
1.	Dr. Suhasini Y. Shah	√
2.	Mr. Karan Y. Shah	√
3.	Dr. Ameet N. Dravid	√
4.	Mrs. Anagha S. Anasingaraju	√

(√- Attended, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

(f) Details of complaints received and attended to during the Financial Year 2024-25 are given below:

Opening Balance as on April 01, 2024	Received during the year	Resolved during the year	Not Resolved during the year	Closing Balance as on March 31, 2025
0	0	0	0	0

4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**(a) Terms of Reference:**

1. Formulate and recommend to the Board a Corporate Social Responsibility Policy which will indicate the activities to be undertaken by the Company in accordance with Schedule VII of the Act as amended from time to time.
2. Recommending the amount of expenditure to be incurred on CSR activities.
3. Monitor implementation and adherence to the CSR Policy of the Company from time to time
4. Such other activities as the Board of Directors determine as they may deem fit in line with CSR Policy.

The Board has adopted the CSR Policy as formulated and recommended by the Committee. The CSR Policy is available on the website of the Company at PCL - CSR Policy. The Annual Report on CSR activities has been attached to the Board's Report as **Annexure C** for the Financial Year 2024-25 forms part of the Board's Report.

(b) Composition:

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board in compliance with the requirements of Section 135 of the Act.

Annexure E (Contd.)

The composition of the CSR Committee as on March 31, 2025, is as under:

Sr. No.	Name of Member	Designation	Position held in the Committee
1.	Mr. Yatin S. Shah	Chairman and Managing Director	Chairman
2.	Dr. Suhasini Y. Shah	Non-Executive, Non-Independent Director	Member
3.	Mr. Suhas J. Ahirrao	Independent Director	Member
4.	Dr. Ameet N. Dravid	Independent Director	Member
5.	Ms. Apurva P. Joshi	Independent Director	Member

(c) Meetings and attendance during the year after meetings:

The Committee met **4 (Four)** times during the year. The meetings were on May 23, 2024; August 09, 2024; November 13, 2024, and February 12, 2025. Requisite quorum was present at the above Meetings.

The details of the CSR Committee meetings and their attendance during the Financial Year ended March 31, 2025, are as under:

Sr No.	Name of Member	Meetings held during the year			
		May 23, 2024	August 09, 2024	November 13, 2024	February 12, 2025
1.	Mr. Yatin S. Shah	√	√	√	√
2.	Dr. Suhasini Y. Shah	√	√	√	√
3.	Mr. Suhas J. Ahirrao	√	√	√	√
4.	Dr. Ameet N. Dravid	√	√	√	√
5.	Ms. Apurva P. Joshi	LOA	√	√	LOA

(√- Attended, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

5. RISK MANAGEMENT COMMITTEE

Regulation 21 of Listing Regulations mandates top 1000 listed entities, determined on the basis of market capitalisation as at the end of the immediate previous financial year, to constitute a Risk Management Committee (RMC). The primary role of the RMC is that of assisting the Board of Directors in overseeing the Company's risk management processes and controls. The RMC, through Enterprise Risk Management in the Company, seeks to minimise adverse impact on the business objectives and enhance stakeholder value.

(a) Terms of Reference:

1. To formulate a detailed risk management policy which shall include:
 - a. A framework for identification of internal and external risks specifically faced by the listed entity, including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

- b. Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c. Business continuity plan.
2. To ensure that appropriate methodology, processes, and systems are in place to monitor and evaluate risks associated with the business of the Company.
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations, and actions to be taken.
6. The appointment, removal, and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.



Annexure E (Contd.)

7. To coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors
 8. To seek information from any employee of the Company, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
 9. Balance risks and opportunities.
 10. Nurture a healthy and independent risk management function in the Company.
 11. Carry out any other function as is referred by the Board from time to time.
 12. And terms as mentioned in the Risk Management Policy of the Company.
- The Risk Management Policy is available on the website of the Company at PCL- Risk Management Policy

(b) Composition:

The composition of RMC as on March 31, 2025, is as below:

Sr. No.	Name of Member	Designation	Position held in the Committee
1.	Mr. Yatin S. Shah	Chairman and Managing Director	Chairman
2.	Mr. Ravindra R. Joshi	Whole-time Director and Finance	Member
3.	Mr. Karan Y. Shah	Whole-time Director	Member
4.	Mr. Rajkumar K. Kashid	General Manager – Human Resources	Member
5.	Mr. Suhas J. Ahirrao	Independent Director	Member
6.	Mrs. Savani A. Laddha	Independent Director	Member
7.	Mr. Deepak Prabhakar Kulkarni	Deputy General Manager- Product Development	Member
8.	*Mr. Anit Pal Singh	Chief Operating Officer	Member

***Mr. Anit Pal Singh resigned as the Chief Operating Officer w.e.f. November 13, 2024.**

(c) Meetings and attendance during the year after meetings:

The Committee met 2 (Two) times during the year. The meetings were on August 05, 2024, and November 13, 2024.

The details of the RMC meetings and its attendance during the Financial Year ending March 31, 2025, are as under:

Sr. No.	Name of Member	Risk Management Committee (RMC) Meetings held during the year	
		August 05, 2024	November 13, 2024
1.	Mr. Yatin S. Shah	LOA	LOA
2.	Mr. Ravindra R. Joshi	LOA	LOA
3.	Mr. Karan Y. Shah	√	√
4.	Mr. Rajkumar K. Kashid	√	√
5.	Mrs. Savani A. Laddha	√	√
6.	Mr. Suhas J. Ahirrao	√	√
7.	Mr. Deepak Prabhakar Kulkarni	LOA	√
8.	Mr. Anit Pal Singh	√	NA

(√- Attended, LOA- Leave of Absence, NA-Not Applicable)

Note: Refer notes given under Composition and Category of Directors for details of change in composition of Directors.

Annexure E (Contd.)

6. REMUNERATION OF DIRECTORS

The remuneration policy of the Company is formulated to create the best performance culture. It helps the Company to retain, motivate and attract talent and contribute towards the growth of the Company. The policy is uploaded on the website of the Company at PCL – Policy on Remuneration.

The Company does not pay sitting fees to the Directors for attending the meetings. The commission on profits is payable to Non-Executive Directors based on time and contribution. The shareholders of the Company had approved payment of commission on profits to Non-Executive Directors for a sum not exceeding 1% of the annual net profits of the Company for a period of 4 Years (April 01, 2023, to March 31, 2027) in accordance with the provisions the Companies Act, 2013 at the 31st Annual General Meeting. The Board of Directors is authorised to decide the quantum within the limits.

(a) All pecuniary relationships or transactions of the Non-Executive Directors:

Sr. No	Name of Director	Commission relating to FY 2024-25 (paid in FY 2025-26) ₹ in Lakhs	Relationship
1.	Dr. Suhasini Y. Shah	5.00	Spouse of Mr. Yatin S. Shah and Mother of Mr. Karan Y. Shah
2	Mrs. Savani A Laddha	5.00	There is no pecuniary relationship with the Company, and they have not entered any transaction with the Company except payment of Commission for the Financial year and reimbursement of expenses.
3.	Dr. Ameet N. Dravid	5.00	
6.	Ms. Apurva P. Joshi	5.00	
7.	Mr. Suhas J. Ahirrao	5.00	
8	Mrs. Anagha S. Anasingaraju	5.00	

The policy on Criteria for making payment to non- executive directors is disseminated on the website of the Company at [PCL – Policy on Remuneration](#)

(b) All pecuniary relationships or transactions of the Executive Directors:

Given below are details pertaining to certain terms of appointment and payment of Managerial Remuneration to the Managing Director, Whole-time Directors and Chief Financial Officer for FY 2024-25.

(Amount in ₹ Lakhs)

Sr. No	Name of Director	Basic Salary (₹)	Benefits, Perquisites and Allowances (₹)	Retirement benefits (₹)	Total (₹)
1	Mr. Yatin S. Shah Chairman and Managing Director	159.42	144.97	39.85	344.25
2	Mr. Ravindra R. Joshi Whole-time Director and Chief Financial Officer	136.25	136.97	34.06	307.29
3	Mr. Karan Y. Shah Whole-time Director – Business Development	35.98	31.21	10.47	77.66

Note:

The Company does not have any service contracts with its directors, nor are any severance fees payable to the Directors. Stock Options are not given to the Directors during the year.



Annexure E (Contd.)

7. GENERAL BODY MEETINGS:

- (a) Details of the last 3 (three) Annual General Meeting of the Company and the Special Resolutions passed thereat are as under:

Sr. No.	Financial Year	Date	Time	Venue	Special Resolutions passed at the AGM
1	2023-24 32 nd Annual General Meeting	July 26, 2024	03.00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from 3 rd Floor "Kohinoor B Zone Baner" Mumbai-Bangalore Highway Baner Pune 411045	1. Re-appointment of Dr. Ameet N. Dravid (DIN:06806783) as an Independent Director 2. Re-appointment of Ms. Apurva P. Joshi (DIN:06608172) as an Independent Director 3. Re-appointment of Mr. Suhas J. Ahirrao (DIN:10090429) as an Independent Director 4. Re-appointment of Mrs. Anagha S. Anasingaraju (DIN: 02513563) as an Independent Director 5. Shifting of registered office of the Company
2	2022-23 31 st Annual General Meeting	July 26, 2023	03.00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from Office No. 501/502, Kanchanban "B" Sunit Capital, Senapati Bapat Road, Pune 411016	NA.
3	2021-22 30 th Annual General Meeting	September 21, 2022	03.00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from E 10/103, M.I.D.C., Akkalkot Road, Solapur – 413006, Maharashtra, India	To consider the appointment of Dr. Ameet N. Dravid (DIN: 06806783) as an Independent Director of the Company.

During the year under review, no business was transacted through the postal ballot.

8. MEANS OF COMMUNICATION:

The Company recognises communication as a key element to the overall Corporate Governance framework, and therefore emphasises prompt, continuous, efficient and relevant communication to all external constituencies.

Financial Results: The Quarterly, Half Yearly and Annual Results are regularly submitted to the Stock Exchanges, in accordance with the SEBI Listing Regulations. The Results are generally published in Business Standard (English) Newspaper having nationwide circulation and Tarun Bharat (Marathi) Newspaper having circulation in Solapur.

Investors/ Analyst Meets: The Company hosts earnings call after the declaration of financial results for the Investors/ Analysts. The representatives of the Company address the concerns of the attendees in a precise manner.

Website: The Company's website (www.pclindia.in) is a comprehensive reference on its leadership, management, vision & Mission, Product, Group Companies, and Investor Relations. The Stakeholders can access the details of the Board, its Committees, Financials, Presentations, Transcripts, Shareholding Pattern, Notices, Annual Report, Company Announcements, Corporate Governance, Policies, Terms of Appointment

Annexure E (Contd.)

of Independent Directors, Familiarisation Programme. In addition, various downloadable forms required to be executed by the shareholders have also been provided on the website of the Company.

Electronic Communication: The Company had sent Annual Reports during FY 2024-25, by email to those

shareholders whose email addresses were registered with the Depositories. In support of the 'Green Initiative' the Company encourages Members to register their email address with their Depository Participant, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, on a real-time basis without any delay.

9. GENERAL SHAREHOLDER INFORMATION:

a. Information:

I.	Annual General Meeting – Date, Time and Venue	July 30, 2025
II.	Video Conference, If Yes, Link	Yes Link is provided in Notes to the AGM Notice
III.	Financial Year	April 01, 2024 to March 31, 2025
IV.	Cut off for E - Voting and Dividend (if any)	July 23, 2025
V.	Date of Dividend Payment	The Dividend, if declared at AGM will be paid on or before, August 29, 2025
VI.	Dates of Book Closure	July 24, 2025 to July 30, 2025
VII.	E - Voting Lines open	July 27, 2025 from 9.00 AM (IST) to July 29, 2025 till 5.00 PM (IST)
VIII.	The name and address of each stock exchange(s) at which the listed entity's securities are listed	BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001, Maharashtra, India Tel No: (022) 22721233/4, 91-22-66545695 Fax: (022) 22721919 National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor, Plot no.C-1, G Block, Bandra-Kurla Complex, Bandra(E), Mumbai-400051 Maharashtra, India Tel No: (022) 26598100 - 8114 Fax No: (022) 26598120
IX.	Stock Code	539636
X.	ISIN	INE484I01029
XI.	Confirmation about payment of annual listing fee to each of such stock exchange(s);	The Company has paid Listing Fees for the financial year 2024-25 to each of the Stock Exchanges, where the equity shares of the Company are listed.

(b) In case the securities are suspended from trading, the Directors' report shall explain there as on thereof: NA

(c) Registrar to an issue and share transfer agents

MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)

C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra, 400083

Tel: - +91 20 2616 0084, 2616 1629 Fax: - +91 20 2616 3503

SEBI Registration: INR000004058

Contact Person: Mr. Ashok Gupta, mumbai@linkintime.co.in

website: www.linkintime.co.in



Annexure E (Contd.)

(d) Share transfer system:

According to the SEBI Listing Regulations, no shares can be transferred unless they are held in dematerialised mode. Share transfers, dividend payments and all other investor-related activities are attended to and processed at the Office of the Company's Registrar and Share Transfer Agent. For lodgment of transfer deeds and any other documents or for any grievances/complaints, kindly contact M/s MUFG Intime India Private Limited at the above-mentioned address which are open from 10:00 AM to 5:00 PM between Monday to Friday (except on bank holidays).

(e) Distribution of shareholding.

No. of Shares	Shareholders		Equity shares held	
	No. of shareholders	% to Total	No. of shares	% to Total
1-500	50625	91.1144	44926110	4.7298
501-1000	2484	4.4707	19415180	2.044
1001-2000	1270	2.2857	18916220	1.9915
2001-3000	445	0.8009	11263180	1.1858
3001-4000	182	0.3276	6554910	0.6901
4001-5000	142	0.2556	6684610	0.7037
5001-10000	240	0.4319	17339080	1.8254
10001- above	174	0.3132	824759060	86.8297
Total	55562	100	949858350	100

(f) Shareholding Summary as on March 31, 2025:

Category	Total Shares	% to equity
Physical	0	0
NSDL	84315877	88.76
CDSL	10669958	11.24

(g) Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity: **NA**

(h) Foreign exchange risk and hedging activities: **Appropriate disclosure is given in Note of the Notes to the Standalone Financial Statements**

(i) Plant locations and Address for correspondence:

1) D-5, MIDC Chincholi, Solapur - 413255	Address for correspondence Precision Camshafts Limited Registered Office: D-5, MIDC Chincholi, Solapur - 413255 Corporate Office: 3 rd Floor, "Kohinoor B Zone Baner," Mumbai – Bangalore Highway, Baner, Pune – 411045 Tel. No. 020 – 25673050
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Annexure E (Contd.)

- (j) **List of all credit ratings obtained by the Company during the financial year and revisions thereto, if any**
Credit Rating on October 28, 2024

Facilities-ties/instruments	Amount (₹ Crores)	Rating1	Rating action
Long-term bank facilities	2.05	CARE A; Stable	Reaffirmed
Long-term / short-term bank facilities	10.00	CARE A; Stable / CARE A1	Reaffirmed
Short-term bank facilities	74.95	CARE A1	Reaffirmed
Total bank facilities	87.00		

10. OTHER DISCLOSURES:

- (a) There have been no materially significant related party transactions that may have potential conflict with the interests of the Company at large.
- (b) During the last three years, there were no instances of non-compliance by the Company and no penalty or structures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to the capital markets, except as given below:

Regulation	Quarter	Date of Submission with NSE and BSE	Days of Non-Compliance	Fine Amount per day		Date of payment	
				NSE	BSE	NSE	BSE
NA	NA	NA	NA	NA	NA	NA	NA

- (c) The Company has laid down a Whistle Blower Policy, which includes Vigil Mechanism with detailed process for raising concerns by any of the employees, customers, vendors & investors, addressing the concerns and reporting to the Audit Committee/ Board. The Company affirms that no personnel had been denied access to the audit committee under Whistle Blower Policy.
- (d) The Company has complied with all the mandatory requirements under SEBI Listing Regulations. The following non-mandatory requirement under Part E of Schedule II of the SEBI Listing Regulations, 2015 to the extent they have been adopted are mentioned below:
- Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee and participates in the meetings of the Audit Committee and presents Internal Audit observations to the Audit Committee.
- (e) The policy for determining Material Subsidiaries formulated by the Board of Directors is disclosed on the Company's website at [PCL - Policy for determining Material Subsidiaries](#)
- (f) The policy for transactions with related party formulated by the Board of Directors is disclosed on the Company's website at [PCL - Policy on Related Party Transactions](#)
- (g) Disclosure of commodity price risks and commodity hedging activities: **NA**
- (h) The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).
- (i) The Company has obtained a certificate from Mr. Jayavant B. Bhavé of M/s JB Bhavé & Co., Practicing Company Secretary, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.
- (j) The Board of Directors has accepted all recommendations of all committees of the Board, which is mandatorily required, in the Financial Year 2024-25
- (k) Brief details of the fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part, are given below:



Annexure E (Contd.)

Sr. No.	Particulars	Amount (₹ in Lakhs)
1	Fees for Audit FY (2024-25)	35
3	Out of pocket expenses	2.69
	Total	37.69

(l) **The Company has implemented policy for Prevention of Sexual Harassment of Women at Workplace.**

- Number of complaints filed during the year. NIL
- Number of complaints disposed of during the year. NIL
- Number of complaints pending as at end of financial year. NIL

(m) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount': NA

(n) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries: NA

11. Non-compliance of any requirement of corporate governance report with reasons thereof: NA.

12. The Company has complied with corporate governance requirements specified in regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46.

13. The Company is in compliance with the disclosures required to be made under this report in accordance with Regulation 34(3), read together with Schedule V(C) to the SEBI Listing Regulations.

14. Securities and Exchange Board of India (SEBI) vide its Circular dated July 31, 2023 (Updated as on August 04, 2023), has announced the introduction of a common Online Dispute Resolution Portal ("ODR Portal"), whereby the existing dispute resolution mechanism in the Indian securities market is being streamlined under the aegis of Stock Exchanges and Depositories (collectively referred to as Market Infrastructure Institutions (MIIs)), by expanding their scope and by establishing a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. The ODR Portal named "SMART ODR" can be accessed through the URL: <https://smartodr.in/login>.

11. INFORMATION OF SENIOR MANAGEMENT

Details of Senior Management Personnel as on March 31, 2025, as defined under Regulation 16(1)(d) of SEBI (LODR) Regulations are as follows:

Sr. No	Name	Designation
1.	Mr. Rajkumar Kashid	General Manager (Human Resources)
2.	Mr. Viplav Roy	Deputy General Manager – Project & Machine Shop
3.	Mr. Deepak Kulkarni	Deputy General Manager
4.	Mr. Jitendra Singh	Deputy General Manager - Projects
5.	Mr. Pradeep Mahindrakar	Assistant General Manager
6.	Mrs. Aarohi Deosthali	Deputy General Manager – Accounts
7.	Mr. Salil Parulekar	Assistant General Manager - Supply Chain & Strategic Sourcing
8.	Mr. Harshal Kher	Company Secretary and Compliance Officer

Declaration regarding compliance with the Company's Code of Conduct

Pursuant to the regulation 26 (3) read with part D of the Schedule V of the SEBI Listing Regulations, I, Yatin S. Shah, Chairman and Managing Director, hereby declare that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of board of directors and senior management for the Financial Year ended March 31, 2025.

For and on behalf of the Board of Directors of
Precision Camshafts Limited

Yatin S. Shah

Chairman & Managing Director

DIN: 00318140

Date: May 27, 2025

Place: Solapur

ANNEXURE F

To,
Mr. Ravindra R. Joshi
Whole-time Director and Chief Financial Officer
Precision Camshafts Limited
D5, M.I.D.C. Chincholi,
Solapur, North Solapur 413255
Maharashtra, India.

Date: May 27, 2025

Subject: Assignment of Corporate Governance Audit under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This has reference to the assignment of conducting audit for issue of Corporate Governance Certificate of **Precision Camshafts Limited** under Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2025.

I have conducted verification/examination of all relevant records of the company as per the data and documents provided by you for the purpose of issuing the said certificate for the financial year ended March 31, 2025.

Thanking you,

Yours faithfully,

For J B Bhavé & Co.
Company Secretaries

Jayavant Bhavé

Proprietor



Annexure F (Contd.)

**CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE
BY COMPANY SECRETARY IN WHOLE-TIME PRACTICE**

To,
The Members of
Precision Camshafts Limited
D5, M.I.D.C. Chincholi,
Solapur, North Solapur 413255
Maharashtra, India.

I have examined the compliance of conditions of Corporate Governance by **Precision Camshafts Limited, (CIN: L24231PN1992PLC067126)** for the purpose of certifying compliance of the conditions of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations, 2015) for the financial year ended March 31, 2025.

I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of the above certification. In my verification of the committee memberships/ Chairmanships of directors, I have observed that one independent director has crossed the maximum limit as permitted under SEBI LODR Regulations, 2015 during the financial year ended March 31, 2025.

The compliance of conditions of corporate governance is the responsibility of the management. My examination was carried out in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. My examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of corporate governance. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

On the basis of my examination of the records produced, explanations and information furnished, I certify that the Company has complied with the mandatory conditions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable and amended from time to time except as stated above for the financial year ended March 31, 2025.

For **J. B. Bhavé & Co.**
Company Secretaries

Jayavant B. Bhavé
Proprietor
FCS: 4266 **CP:** 3068
UIN: S1999MH025400
PR.NO.: 1238/2021
UDIN: 96354 82525

Date: May 27, 2025
Place: Pune

ANNEXURE G

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V, Para C, Clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
Precision Camshafts Limited
D5, M.I.D.C. Chincholi,
Solapur, North Solapur 413255
Maharashtra, India.

I have examined the relevant registers, record, forms, returns and disclosures received from the Directors of **Precision Camshafts Limited** having CIN: L24231PN1992PLC067126 and having Registered Office at D5, M.I.D.C. Chincholi, Solapur, North Solapur 413255 Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications {including Directors Identification Number (DIN) status at the portal www.mca.gov.in} as considered necessary and explanations furnished to me by the Company & its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	Designation	DIN	Date of Appointment in the Company
1.	Mr. Yatin Subhash Shah	Managing Director	00318140	June 08, 1992
2.	Mr. Ravindra Rangnath Joshi	Whole-Time Director	03338134	September 30, 2010
3.	Dr. Suhasini Yatin Shah	Non-Executive - Non-Independent Director	02168705	May 19, 2012
4.	Mr. Karan Yatin Shah	Whole-Time Director	07985441	August 13, 2018
5.	Mrs. Savani Arvind Laddha	Non-Executive - Independent Director	03258295	February 10, 2020
6.	Dr. Ameet Nandkumar Dravid	Non-Executive - Independent Director	06806783	August 10, 2022
7.	Ms. Apurva Pradeep Joshi	Non-Executive - Independent Director	06608172	March 29, 2023
8.	Mr. Suhas Jagannath Ahirrao	Non-Executive - Independent Director	10090429	March 29, 2023
9.	Mrs. Anagha Srinivas Rao Anasingaraju	Non-Executive - Independent Director	02513563	March 29, 2023

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on the same based on my verification. This Certificate is specifically being issued in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **J. B. Bhavé & Co.**
Company Secretaries

Jayavant B. Bhavé
Proprietor
FCS: 4266 **CP:** 3068
UIN: S1999MH025400
P.R. NO.: 1238/2021
UDIN: F004266G000444090

Date: May 27, 2025
Place: Pune



ANNEXURE H

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE YEAR ENDED MARCH 31, 2025

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

To,
The Members,
Precision Camshafts Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Precision Camshafts Limited. (Hereinafter called "the Company").

Secretarial Audit was conducted for the period April 01, 2024 to March 31, 2025 in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances of the Company and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives, the explanations and clarifications given to us and representations made by the Management. I hereby report that in my opinion, the Company has, for the year ended March 31, 2025 during the audit period ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and legal compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the year ended March 31, 2025 according to the provisions of the following list of laws and regulations:

- (i) The Companies Act, 2013 ('the Act') and the rules made there under.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **[Not applicable as the Company has not issued any further share capital during the period under review]**
- f) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not applicable as there was no reportable event during the period under review]**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **[Not applicable as the Company has not issued any further share capital during the period under review]**
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not applicable as there was no reportable event during the period under review]**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

Annexure H (Contd.)

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

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that during the audit period the Company had following events which had bearing the Company's affair in pursuance of the above referred Laws, rules, regulations, guidelines, etc.

- 1) The members in their Annual General Meeting held on 26th July, 2024, approved:
 - a. The re-appointment of the Statutory Auditors of the Company, M/s MSKA & Associates, Chartered Accountants (FRN: 105047W) by passing Ordinary Resolution.
 - b. The re-appointment of Dr. Ameet N. Dravid (DIN: 06806783) as an Independent Director by passing the Special Resolution.
 - c. The re-appointment of Ms. Apurva P. Joshi (DIN: 06608172) as an Independent Director by passing the Special Resolution.
 - d. The re-appointment of Mr. Suhas J. Ahirrao (DIN: 10090429) as an Independent Director by passing the Special Resolution.
 - e. The re-appointment of Mrs. Anagha S. Anasingaraju (DIN: 02513563) as an Independent Director by passing the Special Resolution.
- f. The shifting of the registered office of the Company from E 102/103 MIDC Akkalkot Road, Solapur, Maharashtra, India, 413006 to D5 M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255 by passing the Special Resolution.
- 2) Mr. Tanmay Pethkar, Company Secretary and Compliance Officer had tendered his resignation on November 13, 2024, effective from January 05, 2025.
- 3) Mr. Harshal Jagdish Kher, has been appointed as the Company Secretary and Compliance Officer w.e.f. February 12, 2025, pursuant to the resignation of Mr. Tanmay Pethkar.
- 4) The company has appointed M/s. B S and Co. LLP, Chartered Accountants as their Internal Auditors for the Financial Year 2024-25, pursuant to the resignation of their previous internal auditors M/s. Unicus Risk Advisors LLP.
- 5) The company had made compounding applications under sections 73 and 77 of the Companies Act, 1956 and sections 128 and 129 of the Companies Act, 2013 to the Regional Director on December 18, 2024 pursuant to the order received from MCA. However due to pendency of tax matter with Commissioner of Income Tax (CIT) the Company has since withdrew the said applications but have reserved its right to re-submit the compounding applications post the matter stated above is decided by CIT.

For **J B Bhawe & Co.**

Company Secretaries

Jayavant B. Bhawe

Proprietor

FCS: 4266 **CP:** 3068

UIN: S1999MH025400

PR No.: 1238/2021

UDIN: F004266G000443309

Date: May 27, 2025

Place: Pune



Annexure H (Contd.)

**ANNEXURE TO THE SECRETARIAL AUDIT REPORT FOR 2024-25 OF PRECISION CAMSHAFTS LIMITED
AUDITORS' RESPONSIBILITY**

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

In accordance with the ICSI Auditing Standards (CSAS1 to CSAS4) I wish to state as under-

- Maintenance of secretarial record is the responsibility of the Management of the Company. My responsibility as the Auditor is to express the opinion on the compliance with the applicable laws and maintenance of Records based on Secretarial Audit conducted by me.
- The Secretarial Audit needs to be conducted in accordance with the applicable Auditing Standards. These Standards require that the Auditor should comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of Records.
- I am also responsible to perform procedures to identify, assess and respond to the risks of material misstatement or non-compliance arising from the Company's failure appropriately to account for or disclose an event or transaction. However, due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit was properly planned and performed in accordance with the Standards.

Accordingly, I wish to state as under-

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **J B Bhavé & Co.**
Company Secretaries

Jayavant B. Bhavé
Proprietor
FCS: 4266 CP: 3068
Date: May 27, 2025
Place: Pune

ANNEXURE I

SECRETARIAL COMPLIANCE REPORT OF Precision Camshafts Limited

for the Financial Year ended March 31, 2025

*[Pursuant to Regulation 24A of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015]*

I, Jayavant B. Bhawe, Proprietor of M/s. J B Bhawe & Co, Company Secretaries, a company secretary in whole-time practice, have examined:

- a) all the documents and records made available to us and explanation provided by **Precision Camshafts Limited** ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iv. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not applicable for the review period]**
- v. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not applicable for the review period]**
- vi. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[Not applicable for the review period]**
- vii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- viii. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- ix. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not applicable for the review period]**
- x. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder; and based on the above examination, I/We hereby report that, during the Review Period:



Annexure I (Contd.)

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the previous year(s)	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Comments of the PCS on the actions taken by the listed entity
NIL						

- (c) I/we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	-
2.	Adoption and timely updation of the Policies: - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities - All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as	Yes	-
3.	Maintenance and disclosures on Website: - The Listed entity is maintaining a functional website - Timely dissemination of the documents/ information under a separate section on the website - Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	-
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-
5.	Details related to Subsidiaries of listed entities: - Identification of material subsidiary companies - Requirements with respect to disclosure of material as well as other subsidiaries	Yes	-

Annexure I (Contd.)

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations / Remarks by PCS
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations.	Yes	-
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions: - The listed entity has obtained prior approval of Audit Committee for all Related party transactions - In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved /ratified /rejected by the Audit committee.	Yes	-
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	NA	No actions were taken by SEBI or Stock Exchanges
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No such instances during the audit period under review
13.	No additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/ circular/guidance note etc. except as reported above.	NA	No non-compliance was observed.

*Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'



Annexure I (Contd.)

I further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - Not Applicable for the period under review.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For **J. B. Bhave & Co.,**
Company Secretaries

Jayavant B. Bhave

Proprietor

FCS: 4266 **CP:** 3068

UIN: S1999MH025400

P.R. NO.: 1238/2021

UDIN: F004266G000443408

Date: May 27, 2025

Place: Pune

ANNEXURE J

To,
Board of Directors,
Precision Camshafts Limited
D5, M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255

COMPLIANCE CERTIFICATE PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We, the undersigned in our respective capacity as Chairman & Managing Director and Chief Financial Officer of Precision Camshafts Limited ("Company"), to the best of our knowledge and belief certify that: -

- (a) We have reviewed the financial statements and the cash flow statements for the Financial Year ended March 31, 2025, and to the best of our knowledge and belief:
 - 1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended March 31, 2025, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and Audit Committee –
 - 1. There are no significant changes in internal controls over financial reporting during the Financial Year ended March 31, 2025.
 - 2. There are no significant changes in accounting policies during the Financial Year ended March 31, 2025, hence, the same is not disclosed in the notes to the financial statements and
 - 3. There are no instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board of Directors of
Precision Camshafts Limited

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140
Place: Solapur

Ravindra R. Joshi
Whole-time Director and CFO
DIN: 03338134
Place: Solapur



BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L24231PN1992PLC067126
2.	Name of the Listed Entity	PRECISION CAMSHAFTS LIMITED
3.	Year of incorporation	1992
4.	Registered address	D5, M.I.D.C. Chincholi, Solapur, Midc Chincholi, Solapur, North Solapur, Maharashtra, India, 413255
5.	Corporate office address	3 rd Floor, "Kohinoor B Zone Baner", Mumbai – Bangalore Highway, Baner, Pune – 411045
6.	Email	cs@pclindia.in
7.	Telephone	020-25673050
8.	Website	www.pclindia.in
9.	Financial Year for which the reporting is being done	April 01, 2024 to March 31, 2025
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
11.	Paid up Capital - ₹ In Crores	94.98
12.	Name and contact details of the person who may be contacted in case of any queries on the BRSR report	CS Harshal Kher Phone No.- 020-25673050 Email id- cs@pclindia.in
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone
14.	Name of assurance provider	TUV SUD South Asia Private Limited
15.	Type of assurance obtained	Limited

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Manufacturing	Metal and Metal Products	100

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code			% of total turnover contributed
		Group	Class	Sub Class	
1.	Manufacturing of Parts and Accessories for Motor Vehicles	29	2930	NA	100

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	1	1	2
International	0	0	0

Business Responsibility and Sustainability Report (Contd.)

19. Markets served by the entity:**a. Number of locations**

Location	Numbers
National (No. of States)	1
International (No. of Countries)	0

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of export to the turnover is 40%

c. A brief on types of customers

Precision Camshafts Limited is one of the world's leading manufacturers and supplier of camshafts, a critical engine component in the passenger vehicle segment. The Company supplies over 150 varieties of camshafts for passenger vehicles, tractors, light commercial vehicles from its manufacturing facilities in Solapur, Maharashtra, India. The Company mainly caters to the passenger vehicle segment. Precision Camshafts is a complete solution provider for camshafts manufactured by different technologies earning a major portion of its revenue from the export of camshafts to various OEMs directly and indirectly. It is a niche player in the camshafts segment with a global market share of 8 % to 9% It is also the largest supplier in the domestic market with a market share of 70% and the preferred supplier of casting camshafts to some of the global and domestic original equipment manufacturers (OEM).

IV. Employees**20. Details as at the end of Financial Year:****a. Employees and workers (including differently abled):**

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	818	769	94%	49	6%
2.	Other than Permanent (E)	11	10	91%	1	9%
3.	Total employees (D+E)	829	779	94%	50	6%
Workers						
4.	Permanent (F)	477	477	100%	0	0
5.	Other than Permanent (G)	947	928	98%	19	2%
6.	Total workers (F+G)	1424	1405	99%	19	1%

b. Differently abled Employees and workers:

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled Employees						
1.	Permanent (D)	0	0	0	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total differently abled employees (D+E)	0	0	0	0	0



Business Responsibility and Sustainability Report (Contd.)

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled Workers						
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	Total differently abled workers (F+G)	0	0	0	0	0

21. Participation/Inclusion/Representation of women

	Total	No. and percentage of Females	
	(A)	No. (B)	% (B/A)
Board of Directors	9	4	44%
Key Management Personnel	4	0	0

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2024-25			FY 2023-24			FY 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees*	27.58%	18.56%	1.36%	2	0	100%	2	0	100%
Permanent Workers#	1%	0%	1%	0	0	0	0	0	0

V. Holding, Subsidiary and Associate Companies (including joint ventures)**23. Names of holding / subsidiary / associate companies / joint ventures**

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	PCL (International) Holding B.V.	Subsidiary	100	No
2.	MEMCO Engineering Private Limited	Subsidiary	100	No

VI. CSR Details**24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes**

(ii) Turnover (in ₹) : 6,12,00,09,000

(iii) Net worth (in ₹) : 8,87,92,10,000

VII. Transparency and Disclosures Compliances**25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:**

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	Current FY 2024-25			Previous FY 2023-24		
		No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks	No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	NA	0	0	NA

Business Responsibility and Sustainability Report (Contd.)

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	Current FY 2024-25			Previous FY 2023-24		
		No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks	No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks
Investors (other than shareholders)	Yes	0	0	NA	0	0	NA
Shareholders	Yes	0	0	NA	0	0	NA
Employees and workers	Yes	0	0	NA	0	0	NA
Customers	Yes	20	2	NA	22	4	NA
Value Chain Partners	Yes	0	0	NA	23	0	NA
Other (please specify)	Yes	0	0	NA	0	0	NA

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Ethical Business Practices	Risk	Ethical lapses such as bribery, misleading marketing, or non-transparent lobbying can lead to reputational damage, regulatory penalties, and stakeholder distrust.	i. Formulation and enforcement of a comprehensive Code of Conduct ii. Establishment of anti-bribery, whistleblower, and ethical marketing policies and training	Negative
2.	Employee Health, Safety, Wellbeing, and Working Conditions	Risk	Unsafe or unfair work environments can lead to regulatory non-compliance, lower productivity, higher attrition, and reputational harm.	i. Regular workplace safety audits ii. Training on safe practices and mental wellness iii. Mechanism for timely resolution and corrective action on grievances and incidents	Negative



Business Responsibility and Sustainability Report (Contd.)

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Responsible Governance Practices	Opportunity	Strong governance practices enhance investor trust, ensure regulatory alignment, and support long-term value creation by incorporating ESG into decision-making.	Leadership commitment to ESG integration, public display of Code of Conduct, and periodic governance reviews by the Committee	Positive
4.	Regulatory Compliance	Risk	Failure to adhere to applicable laws (labour, environmental, financial) can result in regulatory actions, fines, and business disruption.	i. Systematic mapping of legal obligations ii. Continuous monitoring and use of compliance tracking tools iii. Training for relevant teams on evolving regulatory expectations	Negative
5.	Product Stewardship and Supply Chain Sustainability	Both Risk & Opportunity	Lack of direct control over downstream value chain poses risks, while sustainable practices open opportunities for stronger OEM relationships and cost efficiency.	i. Supplier engagement on ESG standards ii. Integration of environmental and social criteria into sourcing policies iii. Circular economy initiatives in product design and delivery	Negative
6.	Waste Management	Opportunity	Effective waste management leads to cost savings, improved compliance, and supports the Company's environmental goals including a zero-waste vision.	i. Beyond-compliance hazardous and non-hazardous waste management ii. Lean manufacturing practices iii. Continuous monitoring and waste reduction initiatives	Positive
7.	Corporate Social Responsibility	Opportunity	CSR initiatives support community development and improve stakeholder relations, ultimately contributing to long-term business sustainability.	i. Structured CSR Policy with oversight by a dedicated Committee ii. Budget allocation of at least 2% of PAT iii. Annual CSR calendar and impact assessment	Positive
8.	Business Risk and Peer Analysis	Risk	Unidentified business risks and lagging peers can reduce competitiveness.	Risk registers and benchmarking practices adopted	Negative

Business Responsibility and Sustainability Report (Contd.)

SECTION B: MANAGEMENT AND PROCESS DISCLOSURE

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
a.	Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c.	Web Link of the Policies, if available:	https://pclindia.in/index.php/corporate-governance/								
2.	Whether the entity has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4.	Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company's operations adhere to and are certified for ISO 9001. All manufacturing units are certified for adherence to ISO 14001 & ISO 45001. PCL is an IAF 16949 certified Company. The Company's CSR policy follows the provisions of Section 135 of Companies Act, 2013								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	1. Improving the ESG Knowledge and skills of the employees 2. Reducing the dependency on the non- renewable sources of the energy The Company aims to achieve these targets by 2030								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not Applicable								

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

At Precision Camshafts Limited, we recognise that long-term business success is deeply interlinked with environmental stewardship, social responsibility, and strong governance practices. Our commitment to ESG principles is guided by the Business Responsibility and Sustainability Reporting (BRSR) framework laid down by SEBI. This year, we have taken substantial strides in operationalizing our ESG agenda through structured programmes, stakeholder engagement, and robust policy implementation.

1. Capacity Building and Awareness

We have conducted comprehensive training programmes for our Board of Directors, Key Managerial Personnel (KMP), and employees across levels to foster awareness and alignment with all nine principles of the BRSR framework. These programmes were designed to enhance understanding of responsible business conduct and embed sustainability into our decision-making processes.

2. Policy Framework in Line with BRSR Principles

We have put in place a suite of robust policies that reflect our ethical and responsible business approach. These include:

- Whistle Blower Policy: Encouraging transparent and safe reporting of concerns or unethical practices.
- Code of Conduct: Defining standards of integrity, professionalism, and accountability for all employees and directors.



Business Responsibility and Sustainability Report (Contd.)

- Business Integrity Policy: Ensuring anti-corruption, anti-bribery and transparent dealings.
- Human Rights Policy: Upholding dignity, equity and the fundamental rights of all stakeholders.

These policies are regularly reviewed and updated to remain aligned with evolving ESG expectations and regulatory norms.

3. Occupational Health and Safety Management

We have implemented a structured Occupational Health and Safety (OH&S) Management System at our manufacturing plant, adhering to ISO 45001:2018 standards. Regular safety drills, risk assessments, and health check-ups are conducted to ensure a safe and healthy working environment for all employees and workers.

4. Stakeholder Engagement

We believe in creating sustainable value by continuously engaging with our key stakeholders, including customers, investors, employees, suppliers, local communities, and regulatory authorities. Through structured stakeholder identification and periodic engagement mechanisms such as surveys, feedback sessions, and consultations, we align our business objectives with stakeholder expectations.

5. Gender Sensitivity and Employee Welfare

The Company has effectively implemented a Policy on Prevention of Sexual Harassment (POSH) and constituted an Internal Complaints Committee (ICC) at all its locations. An Employee Grievance Redressal Mechanism is in place to ensure that employee concerns are addressed in a timely, transparent, and confidential manner, fostering a culture of trust and inclusion.

6. Environmental Responsibility and Climate Action

As part of our environmental sustainability goals, we have adopted numerous initiatives:

- Ensured efficient consumption of energy and water resources across our operations.
- Minimised Greenhouse Gas (GHG) emissions through process optimisation and clean technologies.
- Achieved Zero Liquid Discharge (ZLD) status at our manufacturing facility.
- Taken significant steps towards energy transition by commissioning a 15 MW Solar Power Plant at Mangalwedha, Solapur, aimed at reducing our dependency on non-renewable energy sources and contributing to national renewable energy goals.

7. CSR and Community Development

We have undertaken several CSR initiatives focused on healthcare, education, women empowerment, and environmental awareness. Our efforts aim to uplift marginalised communities, improve livelihoods, and contribute meaningfully to the socio-economic development of the regions in which we operate.

Looking Ahead

While we acknowledge that challenges persist in terms of climate change, equitable growth, and responsible consumption, we are confident that our structured ESG roadmap will help us navigate these responsibly. Our focus remains on strengthening ESG integration across business functions, setting measurable sustainability targets, and disclosing our progress transparently.

We are committed to driving value for all stakeholders while making a positive impact on the environment and society.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

Mr. Karan Y. Shah

Whole Time Director

Business Responsibility and Sustainability Report (Contd.)

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

Mr. Karan Y. Shah, Whole Time Director of the Company is responsible for decision making on the sustainability related issues.

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly / Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency: No

P1	P2	P3	P4	P5	P6	P7	P8	P9
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12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-



Business Responsibility and Sustainability Report (Contd.)

SECTION C:

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS**1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	3	The Company initiated focused training sessions for the Board and senior management on the 9 Principles of the Business Responsibility and Sustainability Reporting (BRSR) framework. These sessions covered the regulatory background, applicability, and relevance of each principle under the National Guidelines on Responsible Business Conduct (NGRBC), thereby strengthening ESG awareness and alignment across leadership levels.	100
Key Management Personnel	3		100
Employees other than BOD and KMPs	31	During the year, the Company conducted targeted training sessions for employees and workers on the 9 Principles of Business Responsibility and Sustainability Reporting (BRSR). These sessions aimed to build awareness and understanding of responsible business conduct, covering topics such as ethics, product responsibility, employee well-being, environmental stewardship, and stakeholder engagement, in alignment with the National Guidelines on Responsible Business Conduct (NGRBC).	100
Workers			

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In ₹)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	0	0	0	0	0
Settlement	0	0	0	0	0
Compounding fee	0	0	0	0	0
Non-Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the case		Has an appeal been preferred? (Yes/No)
Imprisonment	0	0	0		0
Punishment	0	0	0		0

Business Responsibility and Sustainability Report (Contd.)

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/judicial institutions
NA	NA
NA	NA

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company has adopted a comprehensive Anti-Corruption and Anti-Bribery Policy.

The policy outlines the Company's commitment to conducting its business with integrity, transparency, and in compliance with applicable anti-corruption laws. It prohibits all forms of bribery, facilitation payments, kickbacks, and unethical business practices, whether directly or through third parties. The policy is applicable to all employees, directors, and business partners across the value chain. It also provides guidance on reporting violations, ensuring whistleblower protection and timely action.

The policy is part of the Company's broader governance framework to uphold ethical standards and prevent financial and reputational risks. The weblink of the policy is <https://pclindia.in/wp-content/uploads/2024/09/Business-Ethics-and-Integrity-Policy.pdf>

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

Segment	Current FY 2024-25	Previous FY 2023 - 24
Board of Directors	0	0
Key Management Personnel	0	0
Employees other than BOD and KMPs	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest:

Segment	Current FY 2024-25		Previous FY 2023 - 24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	0	0	0
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	0	0	0

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest:

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

Segment	Current FY 2024-25		Previous FY 2023 - 24	
	Number	Remarks	Number	Remarks
Number of days of accounts payables	69.12		66.62	



Business Responsibility and Sustainability Report (Contd.)

9. Openness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

(₹ In Lakhs)

Parameter	Metrics	Current FY 2024-25	Previous FY 2023 - 24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0	0
	b. Number of trading houses where purchases are made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0	0
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	0	0
	b. Number of dealers / distributors to whom sales are made	0	0
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	0	0
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	77.40	73.84
	b. Sales (Sales to related parties / Total Sales)	80.20	0
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	0	0
	d. Investments (Investments in related parties / Total Investments made)	7,300.00	0

LEADERSHIP INDICATORS**1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:**

Total number of awareness programmes held	Topics / principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programmes
0	0	0

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/ No) If yes, provide details of the same.

Yes. To address conflict of interests involving members of the Board, the Company follows a practice of obtaining annual disclosures from each Director at the commencement of the financial year. Additionally, Directors are required to promptly disclose any changes in their interests throughout the year.

As part of this process, any director with a conflict of interest is restricted from participating in discussions or voting on matters where their personal interests are involved and they are present.

The Company has a Code of Conduct ('CoC') for Directors and Senior Management which inter alia provides that Directors and Senior Management shall observe the highest standards of ethical conduct and integrity and work to the best of their ability and judgement to avoid any conflict of interest.

The policy on Code of Conduct is available at: https://pclindia.in/wp-content/uploads/2024/09/Code_of_Conduct_for_Board_and_Senior_Management.pdf

Business Responsibility and Sustainability Report (Contd.)

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe.**ESSENTIAL INDICATORS**

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	Current FY 2024-25	Previous FY 2023 - 24	Details of improvements in environmental and social impacts
R & D	0	0	NA
CAPEX	0	0	NA

2. **a) Does the entity have procedures in place for sustainable sourcing?**

Yes. The Company encourages responsible sourcing through the inclusion of sustainability-related clauses in vendor agreements, periodic evaluations during vendor performance reviews, and supplier awareness initiatives. These efforts are aimed at aligning procurement practices with environmental, ethical, and governance standards. The Company remains committed to strengthening its sustainable sourcing framework going forward.

- b) If yes, what percentage of inputs were sourced sustainably?**

Not calculated for this year

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

The Company has defined the processes and operational work instructions are in place for the proper handling of all hazardous and other types of waste.

4. **a) Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities:**

Yes

- b) If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

The Company has applied to the Central Pollution Control Board (CPCB) through their online portal under importer category, and the registration is still in progress.

LEADERSHIP INDICATORS

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in following format? No**

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency	Results communicated in public domain. If yes, provide the web-link.
-	-	-	-	-	-

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the Same: No**

Name of Product / Service	Description of the risk / concern	Action Taken
-	-	-



Business Responsibility and Sustainability Report (Contd.)

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry)

Name of Product / Service	Recycled or re-used input material to total material	
	Current FY 2024-25	Previous FY 2023 - 24
-	-	-

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tons) reused, recycled, and safely disposed, as per the following format:

	Current FY 2024-25			Previous FY 2023 - 24		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging)	0	0	0	0	0	0
E-waste	0	0	0	0	0.475	0
Hazardous waste	0	0	5.552	0	0	13.53
Oil soaked C Waste	0	0	0.025	0	0	0.115
Waste Oil (KL)	0	0	8.4	0	0	15
Other Waste	0	0	0	0	0	0

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
None	Not Applicable

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.

ESSENTIAL INDICATORS

1. (a) Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	769	769	100	769	100	0	0	0	0	0	0
Female	49	49	100	49	100	49	100	0	0	0	0
Total	818	818	100	818	100	49	100	0	0	0	0
Other than Permanent Employees											
Male	10	10	100	10	100	0	0	0	0	0	0
Female	1	1	0	1	0	1	0	0	0	0	0
Total	11	11	100	11	100	1	0	0	0	0	0

Business Responsibility and Sustainability Report (Contd.)

(b) Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	477	477	100	477	100	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	477	477	100	477	100	0	0	0	0	0	0
Other than Permanent Workers											
Male	928	928	100	928	100	0	0	0	0	0	0
Female	19	19	100	19	100	19	100	0	0	0	0
Total	947	947	100	947	100	19	0	0	0	0	0

(c) Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

	Current FY 2024 - 25	Previous FY 2023 - 24
Cost incurred on well-being measures as a % of total revenue of the Company	0.2	0.0

2. Details of retirement benefits, for the Current Financial Year and Previous Financial Year.

Benefits	Current FY 2024 - 25			Previous FY 2023 - 24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	100	100	Yes	100	100	Yes
Superannuation	0	0	N.A	100	100	Yes
After retirement Medclaim	0	0	N.A	100	100	Yes

Note: Until the previous financial year, the Company extended superannuation and medclaim benefits to its employees as part of the overall employee welfare framework. However, effective from the current financial year, these benefits have been discontinued.

3. Accessibility of workplaces:

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

All plants are equipped for easy movement of differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The entity has incorporated provisions for equal opportunities within its Human Rights Policy. The policy emphasises non-discrimination and accessibility to ensure an inclusive and supportive workplace for all employees. The policy is available at <https://pclindia.in/wp-content/uploads/2024/09/Human-Rights-Policy.pdf>



Business Responsibility and Sustainability Report (Contd.)

5. Return to work and Retention rates of permanent employees and workers that took parental leave:-

	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	0	0	0	0
Female	0	0	0	0
Total	0	0	0	0

Note: No parental leaves were availed by the employees during the period under review.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Gender	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Employees	L1. Day to day grievance is handled at shop floor level by Shop Supervisor / Plant Head.
Other than Permanent Employees	
Permanent Workers	L2. If not settled at shop floor level employee can approach HR dept. - Manager HR / HR Team to redress grievance.
Other than Permanent Workers	
	L3. If not settled in L2 further escalated to GM HR/ Management for further discussion & redressal on the grievance.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	Current FY 2024 - 25			FY Previous FY 2023 - 24		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (c)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	0	0	0	884	68	7.69
Male	0	0	0	835	68	8.14
Female	0	0	0	49	0	0
Total Permanent Workers	0	0	0	421	421	100
Male	0	0	0	421	421	100
Female	0	0	0	0	0	0

Note: The Company reported the data pertaining to the last year based on the misinterpretation of the required data. The Company hereby clarifies that no employees and workers form part of any union and association.

8. Details of training given to employees and workers:

Category	Current FY 2024 - 25					Previous FY 2023 - 24				
	Total (A)	On Health and safety measures		On skill upgradation		Total (D)	On Health and safety measures		On skill upgradation	
		Number (B)	% (B/A)	Number (c)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Male	769	349	45	390	51	855	130	15	703	82
Female	49	15	31	10	20	49	9	18	40	82
Total	818	364	44	400	49	904	139	15	743	82

Business Responsibility and Sustainability Report (Contd.)

Category	Current FY 2024 - 25					Previous FY 2023 - 24				
	Total (A)	On Health and safety measures		On skill upgradation		Total (D)	On Health and safety measures		On skill upgradation	
		Number (B)	% (B/A)	Number (c)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Workers										
Male	477	121	25	39	8	1477	45	3	1350	91
Female	0	0	0	0	0	20	5	25	20	100
Total	477	121	25	39	8	1497	50	3	1370	92

9. Details of performance and career development reviews of employees and worker:

Category	Current FY 2024 - 25			Previous FY 2023 - 24		
	Total(A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	769	769	100	855	855	100
Female	49	49	100	49	49	100
Total	818	818	100	904	904	100
Workers						
Male	477	477	100	421	421	100
Female	0	0	0	20	0	0
Total	477	477	100	441	421	95

10. Health and safety management system:

A) Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No).
If yes, the coverage such system?

The Company has implemented a robust and well-structured Occupational Health and Safety (OH&S) Management System, aligned with internationally recognised best practices. We are certified under ISO 45001:2018, the global benchmark standard for occupational health and safety management.

This certification affirms that the Company has established and maintains comprehensive systems to proactively enhance OH&S performance. It reflects our commitment to eliminating hazards, mitigating risks, leveraging opportunities for improvement, and systematically addressing any non-conformities related to health and safety across our operations.

B) What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The organisation employs a systematic approach to identifying and assessing work-related hazards utilising tools such as Hazard Identification and Risk Assessment (HIRA), Safety Audits, and Daily Plant Inspections. HIRA is performed at regular intervals and additionally whenever new processes or equipment are introduced, enabling evaluation of risks based on their severity and probability. Safety audits facilitate the assessment of regulatory compliance and help detect potential hazards that may not be apparent during routine operations.

Furthermore, regular Safety Committee meetings are conducted to review safety performance and address employee concerns. The Safety Suggestion Scheme actively encourages workforce participation in enhancing workplace safety. These mechanisms collectively ensure comprehensive risk management coverage for both routine and non-routine activities, fostering a safe and proactive work environment.



Business Responsibility and Sustainability Report (Contd.)

C) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N): Yes

The entity has established clear and accessible processes that allow workers to report work-related hazards, accidents and near-miss. Workers can raise concerns through various channels such as Safety Committee meetings, the Safety Suggestion Scheme, and during departmental meetings. These platforms encourage open communication between employees and the safety department or management, promoting a proactive safety culture.

D) Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No):

Yes, the entity provides non-occupational medical and healthcare services to the employees.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category*	Current FY 2024 - 25	Previous FY 2023 - 24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.562	0
	Workers	0.313	3.044
Total recordable work-related injuries	Employees	0	0
	Workers	1	17
No. of fatalities	Employees	0	0
	Workers	0	0
High consequences for work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Safety is our fundamental commitment, and we strictly adhere to safe work practices, procedures, and work instructions to maintain a secure working environment. Our strategy prioritises engineering controls and the elimination of hazards, supported by comprehensive Hazard Identification and Risk Analysis (HIRA) for all processes.

To foster employee involvement in safety enhancement, we have instituted a Safety Suggestion Scheme that recognises and rewards outstanding contributions. All essential safety guards are installed, and a Work Permit System is enforced for all critical activities to ensure rigorous compliance with safety protocols.

Within the factory premises, we emphasise road safety by implementing designated pedestrian pathways, zebra crossings, and clear signage. An Occupational Health Centre is established on-site, complemented by an ambulance service to provide immediate first aid and emergency medical care.

To promote effective communication and awareness, our Environment, Health & Safety (EHS) Policy is prominently displayed across the shop floor, and safety booklets are distributed to all employees. Additionally, appropriate Personal Protective Equipment (PPE) is provided to all personnel to safeguard them during operations.

13. Number of Complaints on the following made by employees and workers:

	Current FY 2024 - 25			Previous FY 2023 - 24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	0	0	0	0
Health & Safety	0	0	0	0	0	0

Business Responsibility and Sustainability Report (Contd.)

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100
Working Conditions	100

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions:

During the period under review, a few safety-related incidents were reported. Corrective actions, including targeted training sessions, reinforcement of safety protocols, and regular audits, have been initiated to address these issues. Continuous monitoring is being undertaken to mitigate any significant risks or concerns.

LEADERSHIP INDICATORS**1. Does the entity extend any life insurance or any compensatory package in the event of death of Employees & Workers: (Y/N)**

a Employees	Yes
b Workers	Yes

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Not Applicable

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	Current FY 2024 - 25	Previous FY 2023 - 24	Current FY 2024 - 25	Previous FY 2023 - 24
Employees	0	0	0	0
Workers	0	0	0	0

4. Does the entity provide transition assistance programmes to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? No**5. Details on assessment of value chain partners**

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0
Working Conditions	0

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners. – Not Applicable



Business Responsibility and Sustainability Report (Contd.)

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**ESSENTIAL INDICATORS****1. Describe the processes for identifying key stakeholder groups of the entity.**

The Company identifies individuals or groups of individuals or institutions that play an important role in the business as its key stakeholders and ensures that it engages with them regularly to understand their needs.

The Company identifies employees including workers, shareholders and investors, customers, dealers and distributors, technical collaborators, banks, suppliers and vendors, society and local communities around the Company's manufacturing sites, professional bodies and regulators as its key stakeholders. Through regular interactions with our stakeholders across various channels, we have been able to strengthen our relationships and enhance our organisational strategy. We have identified key stakeholders' group and each stakeholder continues to contribute in their own way in creating a shared value.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Others	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	- Annual report - Press releases - Investor presentations - Corporate Website - Quarterly and Annual Results - Annual General Meetings	>Yearly	To stay abreast of developments in the Company. To apprise of quarterly and annual results Understanding Stakeholders expectations
Customers/ Clients	No	- Conferences - Training - Press releases - Investor presentations - Corporate Website - Quarterly and Annual Results	>Half Yearly	To stay in touch with the employees, listen to their needs and to address their concerns. - Learning Opportunities. - Career Management and Growth Prospectus. - To stay in touch with the employees, listen to their needs and to address their concerns. - Learning Opportunities. - Career Management and Growth Prospectus
Shareholders/ Investors	No	- Training - Press releases - Investor presentations - Corporate Website - Quarterly and Annual Results	>Periodically > Quarterly > Yearly	• To stay in touch with the employees, listen to their needs and to address their concerns. • Learning Opportunities. • Career Management and Growth Prospectus. • To stay in touch with the employees, listen to their needs and to address their concerns. • Learning Opportunities. • Career Management and Growth Prospectus

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Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Others	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Department Managers	No	- one to one interactions/meets - Conferences - Policies - Mass media & digital communications - Social media	> Annually	Understanding client, industry and business challenges - Deciding on investment and capabilities required to fulfil demand - Ethical Behaviour - Governance
Partners & Collaborators	No	- Official communication channels - Regulatory audits/ inspections - Environmental compliance Policy intervention - Good governance	> Periodically	To discussions various regulations and amendments, inspections, approvals.

LEADERSHIP INDICATORS

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

The senior management is actively engage in regular interaction with various stakeholders, including investors, employees and customers. These engagements provide valuable feedback that plays a crucial role in the Company's commitment to the sustainability. The Company has a well-defined process in place for addressing suggestions, complaints, and grievances, which are carefully evaluated based on their significance. Depending on the nature and scope of the issues, they are referred to the appropriate committee of the Board.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity:** No
3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups:** Not available

PRINCIPLE 5: Businesses should respect and promote human rights.

ESSENTIAL INDICATORS

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	Current FY 2024 - 25			Previous FY 2023 - 24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	818	818	100	884	0	0



Business Responsibility and Sustainability Report (Contd.)

Category	Current FY 2024 - 25			Previous FY 2023 - 24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Other than permanent	11	11	100	20	0	0
Total Employees	829	829	100	904	0	0
Workers						
Permanent	477	477	100	421	0	0
Other than permanent	947	947	100	1076	0	0
Total Workers	1424	1424	100	1497	0	0

2. Details of minimum wages paid to employees and workers, in the following format:

Category	Current FY 2024 - 25					Previous FY 2023 - 24				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		Number (B)	% (B/A)	Number (c)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Permanent	818	57	7	761	93	884	884	100	0	0
Male	769	52	7	717	93	835	835	100	0	0
Female	49	5	10	44	90	49	49	100	0	0
Other than permanent	11	0	0	11	100	20	0	0	20	1
Male	10	0	0	10	100	20	0	0	20	1
Female	1	0	0	1	100	0	0	0	0	0
Workers										
Permanent	477	0	0	477	100	421	0	0	421	100
Male	477	0	0	477	100	421	0	0	421	100
Female	0	0	0	0	0	0	0	0	0	0
Other than permanent	947	525	55	422	45	1076	1076	100	0	0
Male	928	520	56	408	44	1056	1056	100	0	0
Female	19	5	27	14	73	20	20	100	0	0

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (₹ In Lakhs)	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	5	654.81	4	20.00
Key Managerial Personnel	4	644.81	0	00.00
Employees other than BoD and KMP	774	4176.75	46	160.21
Workers	477	1881.50	0	00.00

Business Responsibility and Sustainability Report (Contd.)

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	Current FY 2024 - 25	Previous FY 2023 - 24
Gross wages paid to females as % of total wages	2.33	0.83

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?

Yes, the Company has designated a focal point for addressing human rights impacts or issues. As outlined in the Vigil Mechanism Policy of the Company, employees are encouraged to raise complaints or grievances to the person who is in the best position to address the concerned area or to Senior Management. The Company ensures that no retaliation or adverse action will be taken against any employee or associate who raises concerns in line with the policy. The Policy on Vigil Mechanism is available on the website https://pclindia.in/wp-content/uploads/2024/09/Vigil_Mechanism_Policy.pdf

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company considers respect for human rights as one of its fundamental values and is committed to promoting, protecting, and supporting human rights across all its operations. The Company strives to ensure fair and ethical business and employment practices, fostering a safe and harmonious workplace for all individuals, regardless of ethnicity, region, sexual orientation, race, caste, gender, religion, disability, work, designation, or other factors.

Employees are encouraged to raise concerns related to human rights issues with their superiors, the HR department, legal & compliance team, or senior management. The Vigil Mechanism (VM) offers a formal platform for reporting grievances on various matters, ensuring transparency and accountability.

6. Number of Complaints on the following made by employees and workers:

	Current FY 2024 - 25			Previous FY 2023 - 24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	0	0	0	0
Discrimination at workplace	0	0	0	0	0	0
Child Labour	0	0	0	0	0	0
Forced Labour/ Involuntary Labour	0	0	0	0	0	0
Wages	0	0	0	0	0	0
Other human rights related issues	0	0	0	0	0	0

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	Current FY 2024 - 25	Previous FY 2023 - 24
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0	0
Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company is committed to providing equal opportunities to all individuals and maintains a strict zero-tolerance policy against discrimination or harassment based on race, sex, nationality, religion, age, gender identity, expression, or any other characteristic. Complaints are handled with utmost confidentiality, and the identity of the complainant is safeguarded throughout the enquiry process. An Internal Committee (IC), constituted in line with applicable legal provisions such as the



Business Responsibility and Sustainability Report (Contd.)

POSH Act, conducts impartial investigations and ensures that the complainant is not subjected to any form of victimisation or discrimination during or after the proceedings.

Additionally, the organisation offers counselling support, facilitates necessary work environment adjustments (such as changes in reporting structure or work location), and regularly monitors the workplace to prevent any indirect forms of retaliation. Awareness programmes and periodic training are conducted to sensitise employees and promote a culture of respect, inclusion, and zero tolerance towards any form of discrimination or harassment.

9. Do human rights requirements form part of your business agreements and contracts?

Yes

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100
Forced/Involuntary Labour	Not Assessed
Sexual Harassment	Not Assessed
Discrimination at workplace	Not Assessed
Wages	100
Other – NA	-

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above:

No risk/ concern has arisen and there is no necessity for corrective action.

LEADERSHIP INDICATORS**1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.**

No complaints/grievances have been received addressing human rights. The Company is of the belief that it has upheld the basic principles of human rights in all its dealings. The Company regularly sensitises its employees on the Code of Conduct through various training programmes as well. We get certification from vendors stating that they follow the applicable labour laws and do not practice child labour.

2. Details of the scope and coverage of any Human rights due diligence conducted: NIL**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at workplace	-
Child Labour	-
Forced Labour/Involuntary Labour	-
Wages	-
Other - Please specify	-

Business Responsibility and Sustainability Report (Contd.)

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above:

During the FY 2024-25, no significant risks or concerns were found throughout the assessment, thus prompting no need for corrective actions.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT**ESSENTIAL INDICATORS****1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	Current FY 2024 - 25	Previous FY 2023 - 24
Renewable sources		
Total electricity consumption (A) (in GJ)	70,332.5	48,996.80
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	70,332.5	48,996.80
Non-renewable sources		
Total electricity consumption (D) (in GJ)	1,85,898.9	2,43,685.65
Total fuel consumption (E) (in GJ)	7,583.04	97,969.52
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	1,93,481.94	3,41,655.17
Total energy consumed (A+B+C +D+E+F)	2,63,814.44	3,90,651.97
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations in Lakhs)	4.31	5.97
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/ Revenue from operations adjusted for PPP)	0	0
Energy intensity in terms of physical output	0	0
Energy intensity (optional) – the relevant metric may be selected by the entity	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes - TUV SUD South Asia Private Limited

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable



Business Responsibility and Sustainability Report (Contd.)

3. Provide details of the following disclosures related to water, in the following format:

Parameter	Current FY 2024 - 25	Previous FY 2023 - 24
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	72,665	67,362
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	72,665	67,362
Total volume of water consumption (in Kilolitres)	72,665	67,362
Water intensity per rupee of turnover (Total water consumption / Revenue from operations in Lakhs)	1.18	0.74
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0	0
Water intensity in terms of physical output	0	0
Water intensity (optional) – the relevant metric may be selected by the entity	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes - TUV SUD South Asia Private Limited

4. Provide the following details related to water discharged:

Parameter	Current FY 2024 - 25	Previous FY 2023 - 24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to Third parties	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	17,554	16,792
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	0	0
Total water discharged (in Kilolitres)	17,554	16,792

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) - No

Business Responsibility and Sustainability Report (Contd.)

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

The Company has a well-equipped and efficiently functioning Sewage Treatment Plant (STP) within its premises. All wastewater generated from operations is treated on-site through this STP, in compliance with applicable environmental regulations. There is no discharge of untreated or treated water outside the premises, thereby ensuring zero liquid discharge (ZLD) to the external environment and minimising the ecological footprint of our operations.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	Current FY 2024 - 25	Previous FY 2023 - 24
NOx	PPM	2664	1,796.45
SOx	(mg/m ³)	2,951.5	1,791.61
Particulate matter (PM)	(mg/Nm ³)	9,394.53	7,902.22
Persistent organic pollutants (POP)		0	0
Volatile organic compounds (VOC)		0	0
Hazardous air pollutants (HAP)		0	0
Others – please specify		0	0

Above result is the average value of samples taken for the financial year under review.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) – No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	Current FY 2024 - 25	Previous FY 2023 - 24
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	13,496.58	6,131.76
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	173.63	48,466.37
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in Lakhs)		0.22	0.95
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)		-	-
Total Scope 1 and Scope 2 emission intensity in terms of physical output		-	-
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes - TUV SUD South Asia Private Limited

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.: No



Business Responsibility and Sustainability Report (Contd.)

9. Provide details related to waste management by the entity, in the following format:

Parameter	Current FY 2024 - 25	Previous FY 2023 - 24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.0208	0.0208
E-waste (B)	0	0.475
Bio-medical waste (C)	0.038	0.02592
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G) Shot Blasting Dust	5.497	13.53
Oil-soaked cotton waste	0.025	0.115
waste oil	8.4	15
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	-	-
Total (A+B + C + D + E + F + G + H)	13.9808	29.16672
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations in Lakhs)	0.0002	0.0004
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0	0
Waste intensity in terms of physical output	0	0
Waste intensity (optional) – the relevant metric may be selected by the entity	0	0
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0.02592
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0	0.02592
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0.063	0.115
(ii) Landfilling	5.497	13.53
(iii) Other disposal operations	8.4	15
Total	13.96	28.645

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes - TUV SUD South Asia Private Limited

Business Responsibility and Sustainability Report (Contd.)

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company has established structured waste management practices across its operations, with all necessary approvals obtained from statutory authorities for waste generation, storage, and disposal. Waste is segregated at the source into hazardous and non-hazardous categories, stored separately in designated areas with proper identification, and handled by trained personnel equipped with appropriate Personal Protective Equipment (PPE). An inventory of hazardous waste is maintained in compliance with applicable regulations, and disposal is carried out only through authorised agencies, with records and statutory filings maintained accordingly.

To minimise environmental impact, the Company continuously optimises its processes to reduce the use of hazardous and toxic substances. Efforts are made to identify and implement safer alternatives and enhance material efficiency. In addition, continuous improvement initiatives are undertaken across all units to reduce waste generation at source and promote sustainable and responsible operational practices.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

Sl. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
NA			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Sl. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
No fines or penalties for non-compliance.				

LEADERSHIP INDICATORS**1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area
- (ii) Nature of operations



Business Responsibility and Sustainability Report (Contd.)

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	Current FY 2024 - 25	Previous FY 2023 - 24
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres)	0	0
Total volume of water consumption (in kilolitres)	0	0
Water intensity per rupee of turnover (Water consumed / turnover)	0	0
Water intensity (optional) – the relevant metric may be selected by the entity	0	0
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) Into Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) Into Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third parties		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	Current FY 2024 - 25	Previous FY 2023 - 24
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	0	0
Total Scope 3 emissions per rupee of turnover		-	-
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

Business Responsibility and Sustainability Report (Contd.)

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities. - Not Applicable
4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format

Sl. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
NA			

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link. :- No
6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

No significant adverse impact identified.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

The Company ensures compliance with our internal policies across our value chain. All principal material suppliers are required to certify adherence to the PCL Supplier Code of Conduct, which includes commitments to environmental regulations. We are actively improving our evaluation and auditing processes to be more aligned with specific sustainability criteria and other critical material concerns. This initiative is part of our ongoing effort to enhance environmental stewardship among our value chain partners.

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

ESSENTIAL INDICATORS

1.

- (a) Number of affiliations with trade and industry chambers/ associations: 4
- (b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

Sl. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers / associations (State /National)
1.	Automotive Component Manufacturers Associations of India (ACMA)	New Delhi, India
2.	National Safety Council	Maharashtra, India
3.	Mahratta Chamber of Commerce Industries & Agriculture (MCCIA)	Maharashtra, India
4.	Maharashtra Industrial Development Corporation	Maharashtra, India

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
0	0	0



Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

Sl. No	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
NA					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sl. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
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3. Describe the mechanisms to receive and redress grievances of the community:

The Company has established structured mechanisms to receive and redress grievances from the community. A dedicated contact number and email address have been made available on the Company's official website to facilitate easy communication for community members wishing to raise concerns or complaints. Upon receipt of any grievance, the matter is promptly acknowledged and directed to the relevant internal department for assessment and resolution.

The Company is committed to ensuring that all grievances are addressed in a timely, transparent, and effective manner, maintaining regular communication with the complainant throughout the process.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	Current FY 2024 - 25	Previous FY 2023 - 24
Directly sourced from MSMEs / small producers	45	50
Directly from within the India	10	10

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	Current FY 2024 - 25	Previous FY 2023 - 24
Rural	0	0
Semi-urban	0	0
Urban	0	0
Metropolitan	0	0

(Place to be categorised as RBI Classification System - rural / semi-urban / urban / metropolitan)

Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
-	-

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Sl. No.	State	Aspirational District	Amount Spent (In ₹)
-	-	-	-

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups?
No.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Sl. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
-	-	-	-	-

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved:

Name of authority	Brief of the case	Corrective action taken
Not Applicable		

6. Details of beneficiaries of CSR Projects:

Sl. No.	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
-	-	-	-

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has established structured mechanisms to receive and redress grievances from the consumers. A dedicated contact number and email address have been made available on the Company's official website to facilitate easy communication for consumers wishing to raise concerns or complaints. Upon receipt of any grievance, the matter is promptly acknowledged and directed to the relevant internal department for assessment and resolution.

The Company is committed to ensuring that all grievances are addressed in a timely, transparent, and effective manner, maintaining regular communication with the complainant throughout the process.



Business Responsibility and Sustainability Report (Contd.)

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable. The Company is B2B (Business to Business) and products are manufactured as per the requirement of Customers.
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	Current FY 2024 - 25			Previous FY 2023 - 24		
	Received during	Pending resolution at end of year	Remarks	Received during	Pending resolution at end of year	Remarks
Data privacy	0	0	0	0	0	0
Advertising	0	0	0	0	0	0
Cyber-security	0	0	0	0	0	0
Delivery of essential services	0	0	0	0	0	0
Restrictive Trade Practices	0	0	0	0	0	0
Unfair Trade Practices	0	0	0	0	0	0
Other	0	0	0	0	0	0

4. Details of instances of product recalls on account of safety issues:

Remarks	Number	Reason for recall
Voluntary recalls	0	0
Forced recalls	0	0

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy:

Yes, the Company has a Risk Management Policy that has been approved by the Board. As technology and digital advancements continue to progress, cyber risks are becoming more prevalent. To address this, the Company has established a robust Cyber Risk Management framework, which is overseen by the Risk Management Committee. The framework ensures that cyber risks are identified and mitigated effectively. The web link for Risk Management Policy is as follows: www.pclindia.in.

8. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not Applicable

7. Provide the following information relating to data breaches:

- Number of instances of data breaches-** 0
- Percentage of data breaches involving personally identifiable information of customers-** 0
- Impact, if any, of the data breaches-** NA

Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

- 1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**
- 2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**
- 3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**
- 4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**



ASSURANCE STATEMENT ON THIRD-PARTY VERIFICATION OF SUSTAINABILITY INFORMATION

Unique identification no.: **3153129821**

TÜV SÜD South Asia Pvt Ltd. (hereinafter TÜV SÜD) has been engaged by **Precision Camshafts Limited, D- 5, D-6,7,7-1, Chincholi MIDC, Chincholi IN - 413255 Solapur, Maharashtra** to perform an independent as- assurance of the Company's disclosures in Business Responsibility and Sustainability Report (hereafter referred as 'BRSR') of **Precision Camshafts Limited**, (hereinafter "Company") for the period from 01/04/2024 to 31/03/2025.

The verification was carried out according to the steps and methods described below.

Scope of the verification

The third-party verification was conducted to obtain independent assurance about whether the Sustainability information is prepared in reference to BRSR standard/framework (hereinafter referred as "Reporting Criteria").

Reporting standard/framework

The disclosures have been prepared by **Precision Camshafts Limited**, in reference to:

BRSR reporting guidelines (Annexure II) as per SEBI Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/562 dated May 10, 2021, and incorporated Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023

The following sustainability indicators' reporting are included in the scope of the assurance engagement during the reporting period Financial Year 2024-2025 as listed below.

Limited level of assurance for the below non-financial quantitative disclosures in BRSR (Ref: Annexure II of SEBI circular) for -

S. No.	BRSR indicator reference	Description of indicator
1.	Section A – 20-a	Employees and workers (including differently abled).
2.	Section A – 20-b	Differently abled Employees and workers.
3.	Section A – 21	Participation/Inclusion/Representation of women.
4.	Section A – 23	Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.
5.	Principle 1 – E-1	Percentage coverage by training and awareness programmes on any of the Principles during the Financial Year.
6.	Principle 2 – E-2-a	Procedures in place for sustainable sourcing.
7.	Principle 2 – E-2-b	The percentage of inputs were sourced sustainably.
8.	Principle 3 – E-1	Details of measures for the well-being of employees and workers.
9.	Principle 3 – E-2	Details of retirement benefits for the Current Financial Year.
10.	Principle 3 – E-3	Accessibility to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.
11.	Principle 3 – E-8	Details of training given to employees and workers.
12.	Principle 3 – E-9	Details of performance and career development reviews of employees and worker.
13.	Principle 3 – E-11	Details of safety related incidents.
14.	Principle 3 – E-13	Number of Complaints on working conditions & Health safety made by employees and workers.
15.	Principle 3 – E-14	Assessments for the year (Health and safety practices, Working Conditions).
16.	Principle 5 – E-1	Employees and workers who have been provided training on human rights issues and policies of the entity.
17.	Principle 5 – E-6	Number of Complaints made by employees and workers

Assurance statement on third-party verification of sustainability information (Contd.)

S. No.	BRSR indicator reference	Description of indicator
18.	Principle 5 – E- 7	Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
19.	Principle 6 – E-1	Details of total energy consumption and energy intensity.
20.	Principle 6 – E-3	Details of total water consumption and water intensity.
21.	Principle 6 – E-4	Details related to water discharged
22.	Principle 6 – E-5	Air emissions (other than GHG emissions) by the entity
23.	Principle 6 – E-6	Details of air emissions (other than GHG emissions) by the entity. Greenhouse gas emissions (Scope 1 and Scope 2 emissions).
24.	Principle 6 – E-7	Project related to reducing Green House Gas emission reduction
25.	Principle 6 – E-8	Waste management by the entity
26.	Principle 6 – E-9	Details of total waste generated.
27.	Principle 7 – E-1	Number of affiliations with trade and industry chambers/ associations
28.	Principle 8 – E-4	Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the BRSR reporting, and accordingly, we do not express a conclusion on this information.

It was not part of our engagement to review product- or service-related information, references to external information sources, expert opinions and future-related statements in the Report.

Responsibility of the Company

The legal representatives of the Company are responsible for the preparation of the BRSR report in accordance with the Reporting Criteria. This responsibility includes in particular the selection and use of appropriate methods for measurement, calculation, collection and compilation of information and the making of appropriate assumptions or, where appropriate, the making of appropriate estimates. Furthermore, the legal representatives are responsible for necessary internal controls to enable the preparation of a BRSR report that is free of material - intentional or unintentional - erroneous information.

Verification methodology and procedures performed.

The verification engagement has been planned and performed in accordance with the verification methodology developed by the TÜV SÜD Group which is based on ISAE 3000 assurance engagement standard and ISO 17029.

Level of Assurance

Limited Level of assurance for the non-financial quantitative disclosures of BRSR report (Ref: Annexure II of SEBI circular).

The verification was based on a systematic and evidence-based assurance process limited as stated above. The selection of assurance procedures is subject to the auditor's own judgment.

- Inquiries of personnel who are responsible for the stakeholder engagement und materiality analysis to understand the reporting boundaries.
- Evaluation of the design and implementation of the systems and processes for compiling, analyzing, and aggregating sustainability information as well as for internal controls
- Inquiries of company's representatives responsible for collecting, preparing and consolidating sustainability information and performing internal controls
- Analytical procedures and inspection of sustainability information as reported at group level by all locations.



Assurance statement on third-party verification of sustainability information (Contd.)

- Assessment of local data collection and management procedures and control mechanisms through a sample survey at selected multiple sites as mentioned below:

Sl. No.	Company Name	Site Address
1	Precision Camshafts Limited	D-5, D-6,7,7-1, Chincholi MIDC, Chincholi IN - 413255 Solapur, Maharashtra

Conclusion

Limited Level of Assurance- BRSR Reporting Format

On the basis of the assessment procedures carried out from 25.04.2025 to 20.06.2025, TÜV SÜD has not become aware of any facts that lead to the conclusion that the selected indicators have not been prepared, in all material aspects, in accordance with the Reporting Criteria.

Limitations

The assurance process was subject to the following limitations:

- The subject matter information covered by the engagement are described in the “scope of the engagement”. Assurance of further information included in the BRSR reporting was not performed. Accordingly, TÜV SÜD do not express a conclusion on this information.
- The assurance scope excluded forward-looking statements, product- or service-related information, external information sources and expert opinions.

Use of this Statement

The Company must reproduce the TÜV SÜD statement and possible attachments like Assurance report in full and without omissions, changes, or additions.

This statement is based on the scope of the engagement solely intended to inform the Company as to the results of the mandated assessment. TÜV SÜD has not considered the interest of any other party in the selected sustainability information, this assurance report or the conclusions TÜV SÜD has reached. Therefore, nothing in the engagement or this statement provides third parties with any rights or claims whatsoever.

Independence and competence of the verifier

TÜV SÜD South Asia Pvt Ltd. is an independent certification and testing organization and member of the international TÜV SÜD Group, with accreditations also in the areas of social responsibility and environmental protection. The assurance team was assembled based on the knowledge, experience and qualification of the auditors. TÜV SÜD South Asia Pvt Ltd. hereby declares that there is no conflict of interest with the Company.

Mumbai, 7th July, 2025

Name: Prosenjit Mitra

General Manager- Verification, Validation and Audit
Management System Assurance

Name: Sujit Patil

Verification Team Leader, TÜV SÜD
Management System Assurance

FINANCIAL STATEMENTS



INDEPENDENT AUDITOR'S REPORT

To
the Members of
Precision Camshafts Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Precision Camshafts Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss, including Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the

Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in

our audit of the standalone financial statements for the year ended March 31, 2025. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	Provision for Impairment of Investment in subsidiaries Refer Note 5A of financial statement with respect to the disclosures of Investment in subsidiaries. On March 31, 2025, Investment in subsidiaries amounted to INR. 16,270.84 lakhs against which provision of INR. 7,300 lakhs was made towards impairment in the books of account. In accordance with Ind AS 36-"Impairment of Assets", at each reporting period end, management assesses the existence of impairment indicators of investments in subsidiaries. The processes and methodologies for assessing and determining the recoverable amount of each investments are based on complex assumptions,	Our audit procedures in respect of this area include but are not limited to: 1. Obtained an understanding of the Company's accounting policy on assessment of impairment of investments in subsidiaries and application of assumption used by the management, including design and implementation of controls over the same. 2. Tested the operating effectiveness of the internal controls over the process of valuation and impairment of investments in subsidiaries. 3. Obtained and reviewed the valuation report issued by the Company's independent valuation expert, and assessed the expert's competence, capability and objectivity.

Independent Auditors' Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	that by their nature imply the use of the management's judgments & estimation uncertainty, in particular with reference to identification of impairment indicators, forecast of future cash flows relating to the period covered by the Company's strategic business plan, normalized cash flows assumed as a basis for terminal value, as well as the long-term growth rates and discount rates applied to such forecasted cash flows. Since the amount of provision for impairment is material and involves significant management judgement and estimation uncertainty, we have identified provision for impairment of investment in subsidiaries as a key audit matter.	4. Assessed the appropriateness of the valuation methodology applied and reasonableness of the assumptions used i.e. the discount rate and long-term growth rates used in the forecast. 5. Verified completeness, arithmetical accuracy and validity of the data used in the calculations. 6. Assessed reasonableness of the future revenue and margin projections, by reviewing the historical accuracy of the Group's estimates and its ability to produce accurate long-term forecasts. 7. Assessed the Company's sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in carrying value of Investment in Subsidiaries. 8. Assessed the completeness and accuracy of the disclosures in accordance with the requirements of the relevant Ind AS, which are included in Note 5A of the standalone financial statements.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report including to annexure to Directors' report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give



Independent Auditors' Report (Contd.)

a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Standalone Financial Statements.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(h) (vi) below on reporting under Rule 11(g). Further, in the absence of sufficient appropriate audit evidence in the form of independent service auditor's report of the service organisation in relation to software used by the Company for maintaining its books of accounts for payroll processing/records we are unable to comment whether back-up of the books of account and other books and papers maintained in electronic mode, have been kept in servers physically located in India on a daily basis in relation to payroll processing.
- (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph 2(h)(vi) below on reporting under Rule 11(g).
- (g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

Independent Auditors' Report (Contd.)

- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 32(b) to the standalone financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. 1. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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.
 2. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, 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.
 3. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.
 - v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.
- The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 30 to the Standalone financial statements.
- vi. a. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility, except that no audit trail feature was enabled at the database level to log any direct data changes as explained in Note 58 to the financial statements.
- Further, where enabled, audit trail feature has been operated for all relevant transactions recorded in the accounting software. Also, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of such accounting software. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the previous year.



Independent Auditors' Report (Contd.)

- b. Based on our examination which included test checks, the Company has used an accounting software for maintaining its payroll records, which is managed and maintained by a third-party software service provider as explained in Note 58 to the financial statements. However, in absence of adequate coverage in SOC report of the said software we are unable to comment whether the said accounting software has a feature of recording audit trail (edit log) facility and whether the same has operated throughout the year for all relevant transactions recorded in the software or whether there is any instance of audit trail feature being tampered with. Additionally, we are unable to comment whether the audit

trail of prior year has been preserved as per the statutory requirements for record retention.

3. In our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Jumani

Partner

Place: Pune

Date: May 27, 2025

Membership No. 111700

UDIN: 25111700BMKSGW7042

ANNEXURE A

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR THE YEAR ENDED MARCH 31, 2025

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE 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 standalone 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements 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 and Board of Directors.
- Conclude on the appropriateness of management and Board of Director'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 standalone 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.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended March 31, 2025 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Juman

Partner

Place: Pune

Date: May 27, 2025

Membership No. 111700

UDIN: 25111700BMKSGW7042



ANNEXURE B

TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR THE YEAR ENDED MARCH 31, 2025

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i. (a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment, investment property and relevant details of right-of-use assets.
- B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) All the Property, Plant and Equipment, Investment property and right of use assets have not been physically verified by the management during the year but there is a regular programme of verification, 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the standalone financial statements, are held in the name of the Company.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions stated under clause 3(i) (d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated under clause 3(i) (e) of the Order are not applicable to the Company.
- ii. (a) The inventory (excluding stocks with third parties and stocks-in-transit) has been physically verified by the management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them and in respect of goods in transit, the goods have been received subsequent to the year end. No discrepancies were noticed in respect of such confirmations. In our opinion, the frequency, coverage and procedure of such verification is reasonable and appropriate, having regard to the size of the Company and the nature of its operations. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores rupees, in aggregate from Banks, on the basis of security of current assets. Refer Note 12 to the standalone financial statements. Based on the records examined by us in the normal course of audit of the standalone financial statements, quarterly statements filed with such Banks are not in agreement with the books of accounts of the Company. Details of the same are as below.

(Amount in INR lakhs)

Quarter Ended	Name of the Bank	Particulars of Security Provided	Amount as per books of accounts	Amount as per quarterly statement	Difference	Reason for discrepancies
June 2024	Bank of India and Bank of Baroda	Trade Receivables	14,425.67	20,340.36	(5,914.69)	The difference is due to submission to the Banks before financial reporting closure process.
		Trade Payables **	5,900.43	5,796.34	104.09	
		Inventory	7,176.48	3,713.08	3,463.40	
September 2024	Bank of India and Bank of Baroda	Trade Receivables	13,086.71	17,409.93	(4,323.22)	
		Trade Payables **	5,663.63	5,539.33	124.30	
		Inventory	6,561.46	2,484.77	4,076.69	
December 2024	Bank of India and Bank of Baroda	Trade Receivables	11,590.15	15,215.45	(3,625.30)	
		Trade Payables **	5,218.38	5,209.12	9.26	
		Inventory	5,812.51	3,060.95	2,751.56	
March 2025	Bank of India and Bank of Baroda	Trade Receivables*	11,870.71	15,677.29	(3,806.58)	
		Trade Payables **	6,548.50	6,245.06	303.44	
		Inventory	6,172.15	2,988.54	3,183.61	

*(excluding unbilled receivables)

** (excluding provision for expenses and including capital payables)

ANNEXURE B (Contd.)

- iii. (a) According to the information and explanations provided to us, the Company has provided loans to other entities.

(A) The details of such loans to subsidiaries are as follows:

	Loans (Amount in INR lakhs)
Aggregate amount granted/provided during the year	
- Subsidiaries	Nil
Balance Outstanding as at balance sheet date in respect of above cases	
- Subsidiaries	7,956.55

No loans, advances in the nature of loans, guarantee or securities given to any other entity, other than subsidiaries.

- (b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made and terms and conditions in relation to grant of all loans are not prejudicial to the interest of the Company.
- (c) In case of loans, schedule of repayment of principal and payment of interest have been stipulated. The repayment of principal has not fallen due in current year, however, the borrower has not been regular in the payment of interest to the Company.

The details of the same are follows:

Name of the entity	Interest Amount (Amount in INR lakhs)	Due Date	Date of Payment	Extent of delay	Remarks, if any
PCL International Holdings B.V.	5.37	January 31, 2025	Not paid till date of audit report.	Not paid till date of audit report.	

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no amounts overdue for more than ninety days in respect of the loans and interest receivable.
- (e) According to the information and explanations provided to us, the loans or advances in the nature of loan granted has not fallen due during the year. Accordingly, the provisions stated under clause 3(iii)(e) of the Order are not applicable to the Company.
- (f) According to the information and explanations provided to us, the Company has not any granted loans either repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, the requirement to report under clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us, there are no loans, guarantees, and security in respect of which provisions of sections 185 of the Companies Act, 2013 are applicable and accordingly, the requirement to report under clause 3(iv) of the Order to that extent is not applicable to the Company. Further, according to the information and explanations given to us, provisions of sections 186 of the Companies Act, 2013 in respect of loans, investments and, guarantees, and security have been complied with by the Company.
- v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there under. Accordingly, the requirement to report under clause 3(v) of the Order is not applicable to the Company.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013 in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records examined by us, in our opinion, undisputed statutory dues including Goods and Services tax, provident fund, employees' state insurance, income-tax, duty of



ANNEXURE B (Contd.)

customs, cess and other statutory dues have generally been regularly deposited with the appropriate authorities during the year, though there have been slight delay in a few cases.

No undisputed amounts payable in respect of these statutory dues were outstanding as at March 31, 2025, for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and the examination of records of the company by us, details of statutory dues which have not been deposited as on March 31, 2025, on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount Demanded (Rs. In lakhs)	Period to which the amount relates	Amount paid in protest (Rs. In lakhs)	Forum where dispute is pending	Remarks, if any
Central Excise Act, 1994	Excise duty	20.76	2002-05	-	Commissioner of Central Excise	
Collector of Stamps Solapur	Stamp duty	31.79	2007-08	-	Controlling Revenue Authority, Pune	
Employee Provident Funds and Miscellaneous Provision Act, 1952	Provident Fund (excluding interest)	24.23	2003-06	12.12	Hon'ble High Court of Judicature Bombay	
Income-tax Act, 1961	Income tax on ESOP expense and other disallowance	1,701.16	2013-14	335.41	CIT (Appeals)	
Income-tax Act, 1961	Penalty for under reporting of income for incremental disallowance	3.47	2017-18	0.70	CIT (Appeals)	
GST Act, 2017	GST on Tooling income & Mismatch in ITC	200.62	2017-18	-	Hon'ble High Court of Judicature Bombay	
Income Tax Act, 1961	International Transaction on corporate Guarantee & Disallowance u/s 14A	19.47	2019-20	7.79	Income-tax Appellate Tribunal('the Tribunal')	
	International Transaction on corporate Guarantee	5.40	2020-21	5.40		

- viii. According to the information and explanations given to us, there are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment under the Income Tax Act, 1961. Accordingly, the requirement to report as stated under clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

ANNEXURE B (Contd.)

- (c) In our opinion and according to the information and explanations provided to us, no money was raised by way of term loans. Accordingly, the requirement to report under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from an any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised any loans during the year. Accordingly, reporting under clause 3(ix)(f) of the order is not applicable to the Company.
- x. (a) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting requirement under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally convertible) during the year. Accordingly, the requirements to report under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, we report that no material fraud by the Company nor on the Company has been noticed or reported during the year in the course of our audit.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in F'orm ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- (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 not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till the date of our audit report, for the period under audit.
- xv. According to the information and explanations given to us, and based on our examination of the records of the Company, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, the requirement to report on clause 3(xv) of the Order is 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 (2 of 1934) and accordingly, the requirements to report under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.
- (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to



ANNEXURE B (Contd.)

report under clause 3 (xvi)(c) of the Order is not applicable to the Company.

- (d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company (as part of its group). Accordingly, the requirement to report under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 52 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone 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 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. According to the information and explanations given to us and based on our verification, provisions of Section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund specified in schedule VII of the Companies Act, 2013 or to a Special Account as per the provisions of Section 135 of the Act read with schedule VII to the companies Act, 2013. Accordingly, reporting under Clause 3(xx)(a) and Clause 3(xx)(b) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Juman

Partner

Place: Pune

Date: May 27, 2025

Membership No. 111700

UDIN: 25111700BMKSGW7042

ANNEXURE C

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED

[Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Precision Camshafts Limited on the Financial Statements for the year ended March 31, 2025].

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 with reference to standalone financial statements of Precision Camshafts Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to standalone financial statements 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

Management and Board of Director's Responsibility for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted

our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone 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 with reference to standalone financial statements.

Meaning of Internal Financial Controls With reference to Standalone Financial Statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements 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 standalone 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



ANNEXURE C (Contd.)

disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls With reference to Standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference

to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Jumani

Partner

Place: Pune

Membership No. 111700

Date: May 27, 2025

UDIN: 25111700BMKSGW7042

STANDALONE BALANCE SHEET

as at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	21,806.10	24,828.49
(b) Capital work-in-progress	3A	5,689.41	2,671.39
(c) Investment Property	3B	294.49	-
(d) Intangible assets	4	31.72	67.13
(e) Financial assets			
(i) Investments	5A	8,972.14	16,272.14
(ii) Loans	5B	7,956.55	9,531.91
(iii) Other financial assets	5C	417.08	465.64
(f) Other non-current assets	6	1,444.35	562.87
Total non-current assets		46,611.84	54,399.57
Current assets			
(a) Inventories	7	6,172.15	7,801.89
(b) Financial assets			
(i) Investments	5A	31,226.57	21,825.42
(ii) Trade receivables	8	15,027.64	13,603.51
(iii) Cash and cash equivalents	9	2,626.29	1,079.33
(iv) Bank balance other than (iii) above	9	4,483.05	4,385.65
(v) Others financial assets	5C	232.56	86.02
(c) Other current assets	6	638.61	2,353.26
Total current assets		60,406.87	51,135.08
Assets classified as held for sale	18	625.73	925.47
Total Assets		1,07,644.44	1,06,460.12
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	9,498.58	9,498.58
(b) Other equity	11	79,293.52	79,484.84
Total equity		88,792.10	88,983.42
LIABILITIES			
Non-current liabilities			
(a) Financial liability			
(i) Lease liabilities	13A	143.35	-
(b) Deferred tax liabilities (net)	28	882.66	458.51
(c) Provisions	16	673.74	566.03
Total non-current liabilities		1,699.75	1,024.54
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	7,090.06	5,915.25
(ii) Trade and other payables	14		
- total outstanding dues of micro enterprises and small enterprises		798.29	1,190.82
- total outstanding dues of creditors other than micro enterprises and small enterprises		6,000.82	6,987.34
(iii) Other financial liabilities	13	1,848.18	1,687.42
(b) Other current liabilities	15	243.86	239.97
(c) Provisions	16	164.78	206.32
(d) Current tax liabilities (net)	17	735.49	163.93
Total current liabilities		16,881.48	16,391.05
Liabilities related to assets classified as held for sale	18A	271.11	61.11
Total liabilities		18,852.34	17,476.70
Total Equity and Liabilities		1,07,644.44	1,06,460.12

Summary of material accounting policies

The accompanying notes are an integral part of the financial statements

2

As per our report attached of even date

For **MSKA & Associates**

Chartered Accountants

Firm Regn. Number: 105047W

Nitin Manohar Juman

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah

Managing Director

DIN: 00318140

Place: Solapur

Date: May 27, 2025

Ravindra R. Joshi

Whole-time Director & CFO

DIN: 03338134

Place: Solapur

Date: May 27, 2025

Karan Y. Shah

Whole-time Director

DIN: 07985441

Place: Solapur

Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number :
A69147

Place: Pune

Date: May 27, 2025



STATEMENT OF STANDALONE PROFIT & LOSS

for the Year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	19	61,200.09	67,461.81
Other income	20	2,627.22	2,564.90
Total income (I)		63,827.31	70,026.71
EXPENSES			
Cost of raw materials and components consumed	21	17,940.63	21,620.30
(Increase) / decrease in inventories of finished goods, work-in-progress	22	948.41	(751.95)
Employee benefits expense	23	8,696.43	9,405.81
Other expenses	24	25,085.47	25,789.29
Total expenses (II)		52,670.94	56,063.45
Earnings before interest, tax, depreciation and amortisation (EBITDA) (I) - (II)		11,156.37	13,963.26
Finance costs	25	521.65	460.52
Finance income	26	(499.72)	(471.56)
Depreciation and amortisation expense	27	3,974.99	4,023.31
Profit before tax and exceptional items		7,159.45	9,950.99
Exceptional items	26A	(3,508.00)	-
Profit before tax		3,651.45	9,950.99
Tax expense			
Current tax	28	2,499.39	1,930.55
(Excess) / short provision of tax relating to earlier years	28	-	-
Deferred tax	28	416.33	179.45
Total tax expense		2,915.72	2,110.00
Profit for the year (A)		735.73	7,840.99
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains on defined benefit plans		30.63	55.41
Income tax effect		(7.71)	(13.94)
Total other comprehensive income for the year, net of tax [B]		22.92	41.47
Total comprehensive income for the year, net of tax (A+B)		758.65	7,882.46
Earning per share [nominal value per share ₹10/- (March 31, 2024: ₹ 10/-)]	29		
Basic		0.77	8.25
Diluted		0.77	8.25

Summary of material accounting policies

2

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **MSKA & Associates**

Chartered Accountants

Firm Regn. Number: 105047W

Nitin Manohar Juman

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah

Managing Director

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Place: Solapur

Date: May 27, 2025

Karan Y. Shah

Whole-time Director

DIN: 07985441

Place: Solapur

Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number : A69147

Place: Pune

Date: May 27, 2025

STATEMENT OF STANDALONE CASH FLOWS

for the Year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	3,651.45	9,950.99
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and impairment of property, plant and equipment	3,939.17	4,013.26
Amortisation and impairment of intangible assets	35.82	10.05
Net foreign exchange loss/(gain) differences (unrealised)	63.66	(106.06)
Net loss on disposal of property, plant and equipment/ Assets written off	15.91	83.39
Gain on mutual fund (realised and unrealised)	(1,925.05)	(1,711.41)
Finance income (including fair value change in financial instruments)	(499.72)	(471.56)
Finance costs (including fair value change in financial instruments)	521.65	460.52
Impairment of Property, Plant and Equipment	100.00	-
Impairment of Investment in subsidiary	7,300.00	-
Liabilities written back	-	(142.80)
Operating profit before working capital changes	13,202.89	12,086.38
Working capital adjustments:		
(Increase) / decrease in other assets	1,655.68	(435.35)
(Increase) / decrease in other financial assets	77.31	(87.64)
(Increase) / decrease in trade and other receivables and prepayments	(1,382.79)	754.46
(Increase) / decrease in inventories	1,629.74	(990.90)
INCREASE / (DECREASE) IN OTHER CURRENT LIABILITIES	(71.50)	76.32
Increase / (decrease) in other financial liabilities	27.25	183.65
INCREASE / (DECREASE) IN PROVISIONS	96.80	173.68
INCREASE / (DECREASE) IN TRADE AND OTHER PAYABLES	(1,300.01)	(915.62)
Cash generated from operations	13,935.37	10,844.98
Income tax paid	(1,941.11)	(1,967.04)
Net cash flows from operating activities (A)	11,994.26	8,877.94
B. CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	116.73	56.72
PURCHASE OF PROPERTY, PLANT AND EQUIPMENT	(4,751.17)	(6,086.22)
INVESTMENT IN MUTUAL FUND	(14,898.57)	(3,000.00)
Advance received against sale of land	210.00	61.11
Proceeds from sale of mutual fund	7,422.38	-
Proceeds from repayment of loan given to subsidiaries	1,624.00	-
Investment in relation to term deposits	(285.00)	(243.03)
Interest received (finance income)	472.58	537.20
Net cash flows used in investing activities (B)	(10,089.05)	(8,674.22)



STATEMENT OF STANDALONE CASH FLOWS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(521.65)	(460.52)
Proceeds of short term borrowings (net)	1,174.81	1,758.23
Final dividend paid on shares	(950.51)	(960.73)
Payment of lease obligation	(60.90)	(5.56)
Net cash flows from / (used) in financing activities (C)	(358.25)	331.42
Net increase / (decrease) in cash and cash equivalents (A+B+C)	1,546.96	535.14
Cash and cash equivalents at the beginning of the year	1,079.33	544.19
Cash and cash equivalents as at year end	2,626.29	1,079.33
Components of cash and cash equivalents:		
Balances with banks:		
On current accounts	2,574.87	1,026.11
Deposit with original maturity of less than 3 months	50.51	50.47
Cash in hand	0.91	2.75
Cash and cash equivalents as at year end	2,626.29	1,079.33

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For MSKA & Associates

Chartered Accountants

Firm Regn. Number: 105047W

Nitin Manohar Juman

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah

Managing Director

DIN: 00318140

Place: Solapur

Date: May 27, 2025

Ravindra R. Joshi

Whole-time Director & CFO

DIN: 03338134

Place: Solapur

Date: May 27, 2025

Karan Y. Shah

Whole-time Director

DIN: 07985441

Place: Solapur

Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number :
A69147

Place: Pune

Date: May 27, 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

A EQUITY SHARE CAPITAL

Equity shares of 10 each issued, subscribed and fully paid (refer note 10)	Number	Amount
At April 01, 2023	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2024	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2025	9,49,85,835	9,498.58

B OTHER EQUITY

Particulars	Reserve and surplus				Total equity
	Securities premium	General reserve	Retained earnings	Other comprehensive income - Re-measurement gains/(losses) on defined benefit plans	
At April 01, 2023	21,739.59	472.21	50,247.37	93.42	72,552.59
Profit for the year	-	-	7,840.99	-	7,840.99
Other comprehensive income for the year (net of tax)	-	-	-	41.47	41.47
Total comprehensive income for the year	-	-	7,840.99	41.47	7,882.46
Deferred tax charge on share issue expenses	(0.35)	-	-	-	(0.35)
Final dividend for the year ended March 31, 2023	-	-	(949.86)	-	(949.86)
At March 31, 2024	21,739.24	472.21	57,138.50	134.89	79,484.84
At April 01, 2024	21,739.24	472.21	57,138.50	134.89	79,484.84
Profit for the year	-	-	735.73	-	735.73
Other comprehensive income for the year (net of tax)	-	-	-	22.92	22.92
Total comprehensive income for the year	-	-	735.73	22.92	758.65
Deferred tax charge on share issue expenses	(0.11)	-	-	-	(0.11)
Final dividend for the year ended March 31, 2024	-	-	(949.86)	-	(949.86)
At March 31, 2025	21,739.13	472.21	56,924.37	157.81	79,293.52

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For MSKA & Associates

Chartered Accountants

Firm Regn. Number: 105047W

Nitin Manohar Jumani

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

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Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number : A69147

Place: Pune

Date: May 27, 2025



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. REPORTING ENTITY

Precision Camshafts Limited “the Company”) is a public company domiciled in India and was incorporated in 1993. The company is primarily engaged in the manufacture and sale of castings camshaft and machined camshafts to the auto industry business. The Company has its office registered at D5, M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The Board of Directors approved the financial statements for the year ended March 31, 2025 and authorized for issue on May 27, 2025.

2(a) Basis of preparation of Financial Statements

(i) Statement of compliance and basis of Preparation

The financial statements (“the Financial Statements”) have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the “Act”) read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied to all the years presented except where a newly issued Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

Details of the Company’s material accounting policies are included in Note 2(c).

(ii) EBITDA Measurement Policy:

The company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss to provide a clear view of operational performance. In its measurement the company does not include depreciation and amortization expense, finance income, finance costs and tax expense to reflect core business performance accurately.

(iii) Functional and presentation currency

These Financial Statements are presented in Indian Rupees (INR), which is also the Company’s functional currency. All amounts have been rounded-off to the nearest lakh to two decimal points, unless otherwise indicated.

(iv) Basis of measurement

The Financial Statements have been prepared on a historical cost convention on accrual basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit liability	Present value of defined benefit obligation less fair value of plan assets

(v) Going Concern Assumption

These Financial Statements have been prepared on a going concern basis. The management has, assessed the cash flow projections and available liquidity for a period of at least twelve months from the date of these Financial Statements. Based this evaluation, Management believes that the Company will be able to continue as a ‘going concern’ in the foreseeable future and for a period of at least twelve months from the date of these Financial Statements based on the following:

- Expected future operating cash flows based on business projections, and
- Available credit facilities with its bankers.

Based on the above factors, Management has concluded that the “going concern” assumption is appropriate. Accordingly, the Financial Statements do not include any adjustments regarding the recoverability and classification of the carrying amount of assets and classification of liabilities that might result, should the Company be unable to continue as a going concern.

(vi) Critical accounting judgements and key sources of estimation uncertainty

In preparing these Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the Financial Statements are included in the following notes:

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

a) Critical Accounting Estimates

- Note 31 – The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 3 - Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life. The policy for the same has been explained under Note 2(c).
- Note 8 - The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. The policy for the same has been explained under Note 2(c).
- Note 5B - The company assesses the recoverability of loans given to subsidiary annually. This involves evaluating the subsidiary's financial health, cash flow projections, and market conditions. The estimation process involves significant judgment, including assumptions about the subsidiary's future cash flows, repayment ability, and economic conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 5A - The company assesses the carrying value of investments in subsidiaries for impairment. This involves evaluating the subsidiary's financial performance, market conditions, and future cash flow projections. This process requires significant judgment, including assumptions about future cash flows, growth rates, and discount rates, reflecting management's best estimates under current market conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 7 - The company assesses inventory at the lower of cost and net realizable value (NRV). NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The provision for NRV is based on Current and forecasted market trends, Obsolescence & sales projections. This estimate involves significant judgment and is reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 18 - The company classifies assets as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. Management assesses whether the sale is highly probable and the asset is available for immediate sale in its present condition. The estimation involves significant judgment, including assumptions about the selling price, costs to sell, and the timeframe for the sale, based on current market conditions. The policy for the same has been explained under Note 2(c).

2(b) Changes in accounting policies and disclosures

(i) Ind AS 117, Insurance Contracts

The Ministry of Corporate Affairs ("MCA") notified the Ind AS 117, Insurance Contracts, under the Companies (Indian Accounting Standards) Amendment Rules,



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

2024, which is effective from annual reporting periods beginning on or after 1 April 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply.

The application of Ind AS 117 had no impact on the Company's Standalone financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) Ind AS 116, Leases

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amended Ind AS 116, Leases, with respect to lease liability in a sale and leaseback transaction. The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

These amendments do not have any material impact on the amount recognized in these Standalone financial statements of the Company.

(iii) New standards and amendments issued but not effective

There are no such standards which are notified but not yet effective.

2(c) Material accounting policies

(i) Foreign currency

Foreign currency transactions and translation

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange

rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in profit or loss,

Foreign exchange gains and losses are presented in the statement of Profit and loss on net basis.

(ii) Financial Instruments

(a) Non derivative financial instruments consist of:

- financial assets, which include cash and cash equivalents, Loans given, trade receivables, investments in equity & Mutual funds and eligible current and noncurrent assets; and
- financial liabilities, which include borrowings, trade payables and eligible current and noncurrent liabilities.

Non-derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks and are considered part of the Company's cash management system.

Investments

Financial instruments measured at fair value through profit or loss ("FVTPL"):

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the statement of profit and loss. The gain or loss on disposal is recognised in the statement of profit and loss.

Investments in subsidiaries:

Investment in equity instruments of subsidiaries

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

are measured at cost less impairment (if any). Cost represents amount paid for acquisition of the said investments

The Company assesses at the end of each reporting period, if there are any indications that the said investments may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

The **recoverable amount** is the higher of:

a. Fair value less costs of disposal,

and

b. Value in use (present value of estimated future cash flows expected from the investment).

An impairment loss is recognized in the Statement of Profit and Loss if the recoverable amount of the investment is less than its carrying amount.

The impairment loss recognized in prior periods is reversed if there has been a change in the estimates used to determine the investment's recoverable amount, but only to the extent that the carrying amount of the investment does not exceed the carrying amount that would have been determined had no impairment loss been recognized in earlier years. The impairment testing is performed in accordance with the principles of **Ind AS 36 – Impairment of Assets**.

Other financial assets

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These comprise trade receivables loans given, lease receivables, and eligible current and noncurrent assets. They are presented as current assets, except for those expected to be realised later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that do not contain a significant financing component are measured at the Transaction Price.

Trade payables and other liabilities

Trade payables are initially recognised at transaction price, and subsequently carried at transaction price.

Other liabilities are initially recognised at transaction price, and subsequently carried at amortised cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

(b) Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Company retains substantially all the risks and rewards of a transferred financial asset, the Company continues to recognise the financial asset and recognises a borrowing for the proceeds received. A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(c) Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(iii) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost (cash price equivalent), which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

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 recognized in profit or loss.

Capital work in progress is stated at cost and includes the cost of the assets that are not ready for their intended use at the Balance Sheet date.

PPE is derecognized upon disposal or when no future economic benefits are expected from its use



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

i. Subsequent expenditure

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

ii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management are in line with useful lives prescribed in Schedule II to the Companies Act 2013, as follows –

Particulars	Useful lives (years)
Buildings	30
Roads	5-10
Plant & Machinery	3-7.5
Computer	3
Furniture and fixtures	5
Vehicles	8

Cost of leasehold land is amortised over the period of lease i.e, 80 years to 99 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

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

(iv) Intangible assets

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The amortization of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated. The estimated useful life of amortizable intangibles is reviewed and where appropriate is adjusted, annually.

The estimated useful lives of the amortizable intangible assets are considered as 3 to 5 years.

(v) Asset classified as held for sale.

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Following their classification as held for sale, non current assets are not depreciated.

(vi) Investment Property.

(i) Investment properties carried at cost:

Properties that are held for long-term rental yields and/or for capital appreciation are classified as investment properties. Investment properties are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. Depreciation is recognised using the straight line method so as to amortise the cost of investment properties over their useful lives as specified in Schedule II of the Companies Act, 2013. Freehold land and properties under construction are not depreciated.

(ii) Reclassification to/from investment property:

When an item of property, plant and equipment or right-of-use assets is transferred to investment property following a change in its use, the carrying amount of the item immediately prior to transfer is recognised as the deemed cost of the investment property for subsequent accounting.

(iii) Derecognition of Investment property:

An item of investment property is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of investment property is determined as the difference between the sales proceeds and the carrying amount of the property and is recognised in the Statement of Profit and Loss.

Income received from investment property is recognised in the Statement of Profit and Loss on

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

a straight line basis over the term of the lease/ agreement.

(vii) Impairment

i. Impairment of Financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, loans given, Lease receivables and other financial assets. Expected credit loss is the difference between the contractual cash flows and the cash flows that the entity expects to receive discounted using the effective interest rate.

Loss allowances for trade receivables, loans given Lease receivables are measured at an amount equal to lifetime expected credit loss. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Lifetime expected credit loss is computed based on a provision matrix which takes in to account risk profiling of customers and historical credit loss experience adjusted for forward looking information.

ii. Impairment of non-financial assets

The Company's non-financial assets such as property, plant and equipment, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

In respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(viii) Inventories:

Inventories are valued at lower of cost and net realizable value including necessary provision for obsolescence. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The comparison of cost and net realisable value is made on an item by item basis.

The cost of raw materials, components, consumable stores and spare parts are determined using the weighted average method and includes freight, taxes and duties, net of duty credits wherever applicable.

Finished goods and work in progress are valued at lower of cost and net realisable value. Cost includes all direct costs including applicable manufacturing overheads incurred in bringing them to their present location and condition

(ix) Employee benefits

i. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Post-employment benefits (defined benefit plans)

The Company provides for retirement benefits in the form of Gratuity. A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iii. Defined contribution plans

The Company makes defined contribution to Government Employee Provident Fund, and Superannuation Scheme, which are recognized in the Statement of Profit and Loss on accrual basis.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay

further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(x) Revenue Recognition

The company derives revenue primarily from manufacture and sale of castings camshaft and machined camshafts. The company also earns revenue from Tooling contract used in manufacturing of camshafts.

Sale of Products:

Revenue from sale of product is recognized at point in time when control of the goods has transferred to the customer. Control over a good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognized (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. Revenue from product sales are recorded net of allowances for estimated rebates and estimates of product returns, all of which are established at the time of sale.

Tooling contract:

The company recognizes revenue from developed tools only when they are approved by the customer. Accordingly, revenue from tooling is recognized at a point in time, post-approval by the customer, at the transaction price agreed upon in the contract.

(xi) Export Incentives:

Government grants in the nature of export incentives are accounted for in the period of export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(xii) Dividend:

Dividends are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is when declared by the directors. In the case of final dividends, this is when approved by the shareholders at the annual general meeting.

(xiii) Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income

i. Current income tax

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961 and using estimates and judgments based on the expected outcome of assessments/appeals and the relevant rulings in the areas of allowances and disallowances.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax liabilities are generally recognized for all taxable temporary differences except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets - unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws

that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

(xiv) Leases

Company as a lessee:

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities representing obligations to make lease payments and right-of-use assets representing the right to use the underlying assets

Right-of-use assets:

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the material accounting policies in section 2(c) (vii) Impairment of non-financial assets

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets:

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term

(xv) Provisions and Contingent Liabilities

The Company estimates the provisions that have present obligations as a result of past events, and it is probable that an outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting date and are adjusted to reflect the current best estimates.

The Company uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

(xvi) Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance. The company is engaged in manufacturing of auto-components (camshafts & others) based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the company has structured its operations into a single operating segment ; however based on the geographic distribution of activities, the CODM has identified India and outside India as two reportable geographical segments. Refer Note No 34 for segment information presented.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold land	Freehold land	Buildings	Right of use asset (land & building)	Plant and machinery	Office equipment	Furniture and fixtures	Vehicles	Total
At April 01, 2023	354.12	442.66	9,068.75	23.60	38,045.12	325.79	230.24	292.96	48,783.24
Additions	-	64.35	1,044.97	-	10,118.19	84.09	46.43	334.67	11,692.70
Disposals	-	-	-	-	(1,523.16)	-	-	(6.68)	(1,529.84)
Asset classified as held for sale	(18.05)	-	(1,207.71)	-	(18.36)	(4.67)	(36.82)	-	(1,285.61)
At March 31, 2024	336.07	507.01	8,906.01	23.60	46,621.79	405.21	239.85	620.95	57,660.49
Additions	-	-	-	203.76	1,083.06	15.68	14.06	-	1,316.57
Disposals	-	-	-	-	(1,527.35)	(5.96)	(0.37)	(199.90)	(1,733.58)
At March 31, 2025	336.07	507.01	8,906.01	227.36	46,177.51	414.93	253.54	421.05	57,243.48
Depreciation									
At April 01, 2023	31.73	-	2,665.63	18.68	27,260.42	281.15	212.92	132.42	30,602.95
Charge for the year	4.00	-	367.34	4.92	3,561.94	28.47	6.55	40.04	4,013.26
Disposals	-	-	-	-	(1,419.87)	-	-	(4.19)	(1,424.06)
Asset classified as held for sale	(5.57)	-	(295.82)	-	(18.00)	(4.67)	(36.09)	-	(360.15)
At March 31, 2024	30.16	-	2,737.15	23.60	29,384.49	304.95	183.38	168.27	32,832.00
Charge for the year	4.09	-	380.59	0.23	3,458.55	39.32	9.51	41.63	3,933.92
Impairment Provision*	-	-	-	-	100.00	-	-	-	100.00
Disposals	-	-	-	-	(1,399.42)	(5.84)	(0.37)	(22.92)	(1,428.54)
At March 31, 2025	34.25	-	3,117.74	23.83	31,543.63	338.42	192.52	186.99	35,437.38
Net book value									
At March 31, 2025	301.82	507.01	5,788.26	203.53	14,633.89	76.52	61.02	234.05	21,806.10
At March 31, 2024	305.91	507.01	6,168.86	-	17,237.30	100.26	56.47	452.68	24,828.49

Exchange differences on borrowing costs

Company has continued the policy of capitalising exchange differences arising from translation of long-term foreign currency monetary items as per exemption available under Ind AS 101- First time Adoption of Indian Accounting Standards.

* Property, plant and equipment (including capital work-in-progress) were tested for impairment during the year where indicators of impairment existed. During the year ended March 31, 2025, the Company has recognised an impairment provision of ₹ 100 Lakhs in respect of asset used for job work project. The impairment recognised is included within exceptional items in the statement of profit and loss.

NOTE 3A: CAPITAL WORK IN PROGRESS

Particulars	Capital work in progress
At April 01, 2023	8,020.86
Additions	5,944.91
Disposals	-
Capitalised during year	(11,294.38)
At March 31, 2024	2,671.39
Additions	4,130.86
Disposals	-
Capitalised during year	(1,112.84)
At March 31, 2025	5,689.41
Net book value	
At March 31, 2025	5,689.41
At March 31, 2024	2,671.39

Asset under construction

Capital work-in-progress (CWIP) comprises cost of assets that are not yet installed and ready for their intended use at the balance sheet date. Capital work in progress as at March 31, 2025 comprises expenditure for plant and machinery & building in the course of construction. Refer Note 44 for ageing of CWIP.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3B: INVESTMENT PROPERTY

Particulars	Buildings
Cost	
Gross Carrying amount as at April 1, 2024	-
Additions (reclassified from Asset held for sale)	299.74
Disposals/adjustments	-
As at March 31, 2025	299.74
Accumulated depreciation	
Accumulated depreciation as at April 1, 2024	-
For the year	5.25
Disposals/adjustments	-
As at March 31, 2025	5.25
Net book value	
As at March 31, 2025	294.49
At March 31, 2024	-

The Company's investment properties consist of 11 residential Flats in Vaishnavi Multicons, 1-LGF, Saurabh Apartment, Solapur in India which the Company intends to let out on rental basis. As of March 31, 2025, no rental agreement has been entered into resulting in no income being booked from the investment property.

#Estimation of fair value

As at March 31, 2025, the fair values of the property is ₹ 317.23 Lakhs. These valuations are based on valuations performed by M/S A.V.Joshi & Associates, a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. A valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

Description of valuation techniques used and key inputs to valuation on investment properties:

The Company intends to earn rental income from the property in the future. Accordingly, the fair value of the property has been determined based on prevailing market rates, as assessed by an independent valuer which is derived from observable market data. This valuation reflects the estimated amount for which the property could be exchanged between knowledgeable, willing parties at the reporting date.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 4: INTANGIBLE ASSETS

Particulars	Computer software & technical know how	Intangible asset under development
At April 01, 2023	154.04	45.00
Additions	65.90	-
Disposals/ Write off	-	(45.00)
At March 31, 2024	219.94	-
Additions	0.41	-
Disposals/ Write off	-	-
At March 31, 2025	220.35	-
Amortisation		
At April 01, 2023	142.76	-
Charge for the year	10.05	-
Disposals	-	-
At March 31, 2024	152.81	-
Charge for the year	35.82	-
Disposals	-	-
At March 31, 2025	188.63	-
Net book value		
At March 31, 2025	31.72	-
At March 31, 2024	67.13	-

NOTE 5: FINANCIAL ASSETS

5A) Investments

Particulars	As at March 31, 2025	As at March 31, 2024
(i) At cost		
Investments in equity instruments		
Investment in subsidiaries		
> PCL International Holding B V	11,785.49	11,785.49
1,40,19,800 equity shares of EUR 1 each fully paid-up (100%) (March 31, 2024 : 1,40,19,800 equity shares)		
> Memco Engineering Private Limited	4,485.35	4,485.35
7,20,000 equity shares of ₹ 10 each fully paid-up (100%) (March 31, 2024 : 7,20,000 equity shares)		
Impairment provision (refer note 5D) below	(7,300.00)	-
	8,970.84	16,270.84
(ii) At fair value through profit or loss (FVTPL)		
a) Investments in equity instruments		
Other investments		
> Shares of Laxmi Co-Op. Bank Limited	1.25	1.25
5000 equity shares of ₹ 25 each fully paid-up (March 31, 2024: 5,000 equity shares)		
> Shares of Solapur Janata Sahakari Bank Limited	0.05	0.05
500 equity shares of ₹ 10 each fully paid-up (March 31, 2024: 500 equity shares)		



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
b) Investments in mutual funds		
Quoted mutual funds		
HDFC corporate bond fund - growth	1,314.78	541.97
HDFC Short Term Debt Fund (G)	103.71	-
ICICI prudential saving fund-growth	2,746.40	2,545.32
ICICI prudential banking and PSU bebt fund - growth	532.75	493.03
ICICI prudential corporate bond fund - growth	914.58	844.47
ICICI prudential short term fund-growth	213.23	197.31
ICICI Prudential All Seasons Bond Fund - Growth	1,920.96	1,041.20
ICICI Prudential Money Market Fund - Growth	548.01	508.63
ICICI Prudential Equity Savings Fund (G)	508.13	-
ICICI Pru All Seasons Bond Fund (G)	1,187.56	-
ICICI Pru Corporate Bond Fund (G)	1,132.41	-
ICICI Prudential Ultra Short Term Fund	1,531.16	-
ICICI Prudential Liquid Fund	-	-
Nippon india short term fund - growth plan - growth option	-	118.55
Nippon India Corporate Bond Fund (G)	1,280.55	-
Nippon India low duration fund - growth plan- growth option	-	239.01
Nippon India Liquid Fund	-	-
Aditya Birla Sun Life Corporate Bond Fund -Growth- Regular Plan (formerly known as Aditya Birla Sun Life Short Term Fund)	1,874.49	960.19
ABSL saving fund growth	274.83	255.03
Aditya Birla Sun Life Nifty SDL Plus PSU Bond Sep 2026 60:40 Index Fund Regular Growth	481.40	446.49
Axis Short Term Fund-Regular-Growth	855.62	790.27
Axis bluechip fund - growth	317.59	303.61
Axis banking & PSU debit fund - growth	509.63	471.88
Axis all seasons debt fund of funds regular growth	-	243.91
Axis treasury advantage fund - regular growth (TA-GP)	597.71	554.86
Axis Nifty AAA Bond Plus SDL Apr 2026 50:50 ETF FoF - Regular Growth	236.35	221.09
Axis Money Market Fund - Regular Growth	548.16	508.75
Axis Corporate Bond Fund (G)	882.05	-
Axis Dynamic Bond Fund (G)	259.20	-
Axis Short Duration Fund (G)	103.79	-
Axis Income Advantage Fund of Funds - Regular Growth - ASGP	884.96	-
Bandhan Corporate Bond Fund Regular Plan- Growth (erstwhile IDFC Corporate Bond Fund Regular Plan-Growth)	-	667.01

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Bandhan Bond Fund-Short Term Plan-Growth-(Regular Plan) (erstwhile IDFC Bond Fund-Short Term Plan-Growth-Regular Plan)	644.89	595.52
Bandhan Ultra Short Term Fund Regular Plan-Growth (erstwhile IDFC Ultra Short Term Fund Regular Plan-Growth)	-	3.61
Bandhan Low Duration Fund-Growth-(Regular Plan) (erstwhile IDFC Low Duration Fund-Growth-Regular Plan)	-	694.50
TATA banking & PSU debt fund regular plan	-	171.77
Tata Corporate Bond Fund Regular Plan Growth	186.07	
Kotak low duration fund std growth (regular Plan)	-	2,320.48
Kotak Nifty SDL APR 2027 top 12 Equal Weight Index Fund Regular	240.46	222.10
Kotak savings growth fund	-	13.78
Kotak banking and PSU debt fund	666.91	616.75
Kotak bond fund short term growth	304.87	474.43
Kotak corporate bond fund standard - growth	509.87	1,181.27
Kotak floating rate fund growth - regular plan	651.32	600.53
Kotak Dynamic Bond Reg Plan Growth	1,367.11	1,056.53
Kotak Balanced Advantage Fund Reg (G)	194.12	-
Baroda BNP paribas multi cap fund	634.91	585.69
SBI magnum ultra short duration fund regular growth	-	129.10
SBI short term debt fund regular Plan	-	191.53
SBI Balanced Advantage Fund Reg (G)	294.97	-
SBI Corporate Bond Fund (G)	626.45	-
SBI Savings Fund	1,532.18	-
Sundaram Large And Mid Cap Fund - Regular Growth	240.70	223.00
Canara Robeco Consumer Trends Fund - Regular Growth - FCRG	198.96	185.99
Canara Robeco Blue chip equity Fund	177.31	162.75
Invesco India Corporate Bond Fund Reg (G)	518.44	-
Edelweiss Mutual Fund	477.02	443.51
Total	31,227.87	21,826.72
Non-current	8,972.14	16,272.14
Current	31,226.57	21,825.42
	40,198.71	38,097.56
Aggregate book value of quoted investments	31,226.57	21,825.42
Aggregate market value of quoted investments (refer note 35 fair value)	31,226.57	21,825.42
Aggregate book value of unquoted investments	8,972.14	16,272.14



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

5B) Loans

Particulars	As at March 31, 2025	As at March 31, 2024
Loan to PCL International Holdings B V (wholly owned subsidiary)	7,956.55	9,531.91
Total	7,956.55	9,531.91
Non-current	7,956.55	9,531.91
Current	-	-
	7,956.55	9,531.91
Break-up for loan details:		
- Secured, considered good	-	-
- Unsecured, considered good	7,956.55	9,531.91
- Doubtful	-	-
- Which have significant increase in credit risk	-	-
- Credit impaired	-	-
Total	7,956.55	9,531.91

Loan given to PCL International Holdings B V (wholly owned subsidiary); carrying interest at the rate of 1.5% to 2% and is due for repayment in December 2026.

5C) Other financial assets

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Derivative instruments		
Foreign-exchange forward contracts *	-	39.46
(ii) Others		
(a) Bank deposits with more than 12 months maturity	352.41	164.82
(b) Interest accrued on fixed deposits	6.07	11.45
(c) Interest accrued on others	54.76	22.22
(d) Security deposits #	236.40	232.82
(e) Lease Receivable (Refer Note 43)	-	80.89
Total	649.64	551.66
Non-current	417.08	465.64
Current	232.56	86.02
	649.64	551.66

* The Company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

Security deposit is with electricity department; which generate interest at the rate of 4% to 7% for the Company

5D) Impairment of investment in subsidiary

During the year ended March 31, 2025, the Company evaluated indicators of impairment in accordance with Ind AS 36 – Impairment of Assets. This assessment was prompted by factors such as a decline in operational performance and changes in the outlook for future profitability, among other potential indicators, in relation to its investment in PCL International Holding B.V., a wholly owned subsidiary.

The recoverable amount of the investment in PCL International Holding B.V. is primarily dependent on the operational and financial performance of its two key step-down subsidiaries, EMOSS Mobile Systems B.V and MFT Motoren and Fahrzeugtechnik

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

GmbH, Germany, which have been identified as significant Cash-Generating Units (CGUs) for the purpose of this impairment assessment.

The recoverable amount is determined as the higher of:

- Value in Use (VIU) of the underlying CGUs, and
- Fair Value Less Costs of Disposal (FVLCD).

The VIU has been determined based on discounted cash flow forecasts derived from the most recent Board-approved budgets and strategic business plans, covering a forecast period of three years, with further extrapolation into perpetuity using a steady-state cash flow. These projections reflect sustainable long-term industry performance, balancing average conditions through the cycle of profitability.

Particulars	EMOSS Mobile Systems B.V	MFT Motoren and Fahrzeugtechnik GmbH, Germany
Discount rate	12.85%	6.98%
Terminal growth Rate	7%	3.50%

The outcome of the impairment assessment as on March 31, 2025 resulted in recognition of an impairment loss of ₹7,300.00 Lakhs in respect investments in PCL International Holding B.V. which holds investments in EMOSS Mobile Systems B.V.

The Company has also conducted sensitivity analysis on the impairment tests including sensitivity in respect of discount rates. The management believes that no reasonably possible change in any of the key assumptions used in the assessment would cause the carrying value of investments to exceed its recoverable value after recording the aforesaid impairment loss.

NOTE 6: OTHER ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
Capital advances	1,057.82	172.43
Prepaid expense	271.57	295.52
Advance for purchase of materials	31.88	108.04
Income tax deposited with tax authorities (under protest)	348.72	335.42
Other advances with provident fund authorities (under protest)	12.12	12.12
Balances with statutory/government authorities	200.69	1,695.77
Income accrued on export incentives	160.16	296.83
Total	2,082.96	2,916.13
Non-current	1,444.35	562.87
Current	638.61	2,353.26
	2,082.96	2,916.13

NOTE 7: INVENTORIES

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials and components (at cost)	268.35	393.95
Stores, spares and packing materials (at cost)	702.53	1,258.26
Semi-finished goods (at cost)	948.49	1,165.01
Finished goods (at lower of cost and net realisable value) *	4,252.78	4,984.67
Total	6,172.15	7,801.89

During the year ended March 31, 2025 ₹ 49.99 Lakhs (March 31, 2024 ₹ 87.40 Lakhs) was recorded as written down of inventory.

*Finished goods includes goods in transit ₹ 2,733.51 Lakhs (March 31, 2024 ₹ 4,096.71 Lakhs)



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for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 8: TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables	15,027.64	13,603.51
Total	15,027.64	13,603.51
Break-up for security details:		
- Secured, considered good	-	-
- Unsecured, considered good	15,027.64	13,603.51
- Doubtful	-	-
- Which have significant increase in credit risk	-	-
- Credit impaired	-	-
Total	15,027.64	13,603.51

The net carrying value of trade receivables is considered a reasonable approximation of fair value

Trade receivables are non-interest bearing and are generally on terms of 30 to 150 days.

Ageing of trade receivables as on March 31, 2025

Particulars	Current							
	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	3,156.93	4,287.05	7,540.57	42.71	0.39	-	-	15,027.64
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	-	-	-	-	-
	3,156.93	4,287.05	7,540.57	42.71	0.39	-	-	15,027.64

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Ageing of trade receivables as on March 31, 2024

Particulars	Current							
	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	-	5,646.31	7,950.56	6.55	0.09	-	-	13,603.51
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	-	-	-	-	-
	-	5,646.31	7,950.56	6.55	0.09	-	-	13,603.51

NOTE 9: CASH AND BANK BALANCES

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents		
Balance with banks:		
Current accounts	2,574.87	1,026.11
Deposits with original maturity of less than three months	50.51	50.47
Cash on hand	0.91	2.75
Total cash and cash equivalents	2,626.29	1,079.33
Bank balances other than cash and cash equivalent		
Deposits with original maturity for more than 3 months but less than 12 months *	4,478.34	4,380.28
Unclaimed dividend accounts	4.71	5.37
Total other bank balances	4,483.05	4,385.65
Total	7,109.34	5,464.98

Cash at banks earns interest at fixed rates based on fixed deposit receipts made by the Company. Fixed deposits are made for varying periods of between

1 month to 48 months, depending on the immediate cash requirements of the Company, and earn interest at the respective short term / long term deposit rates.

* Deposits with bank of ₹ 422.27 Lakhs (31st March, 2024 : ₹ 186.96 Lakhs) held as lien by banks against bank guarantees.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents		
Balance with banks:		
Current accounts	2,574.87	1,026.11
Deposits with original maturity of less than three months	50.51	50.47
Cash on hand	0.91	2.75
Total cash and cash equivalents	2,626.29	1,079.33

NOTE 10: SHARE CAPITAL

Authorised share capital

Particulars	Equity shares	
	Number	In ₹
At April 01, 2023	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At March 31, 2024	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At March 31, 2025	10,00,00,000	10,000.00

Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share (31 March 2024: ₹ 10 per share).

Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian ₹.

The Board of Directors, in their meeting on May 23, 2024, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2024. The amount was recognised as distributions to equity shareholders during the year ended March 31, 2025 and the total appropriation was ₹ 949.86 Lakhs.

The Board of Directors, in their meeting on May 27, 2025, proposed a final dividend of ₹ 1.00 per equity share for the year ended March 31, 2025. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Issued, subscribed and fully paid-up

Equity shares of ₹ 10 each at par value

Particulars	Number	In ₹
At April 01, 2023	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2024	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2025	9,49,85,835	9,498.58

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Details of shareholders holding more than 5% shares in the Company

Particulars	March 31, 2025		March 31, 2024	
	No. of shares	% holding in the class	No. of shares	% holding in the class
Equity shares of ₹ 10 each fully paid				
Yatin S. Shah	3,77,88,717	39.78%	3,77,88,717	39.78%
Cams Technology Limited	1,35,07,685	14.22%	1,35,07,685	14.22%
Suhasini Y. Shah	1,07,78,461	11.35%	1,07,78,461	11.35%
Jayant V. Aradhye	80,85,861	8.51%	81,76,826	8.61%
	7,01,60,724	73.86%	7,02,51,689	73.96%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Details of shares held by promoters at the end of the year

S. No	Promoter name	March 31, 2025			March 31, 2024		
		No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
1	Yatin S. Shah	3,77,88,717	39.78%	-	3,77,88,717	39.78%	-
2	Cams Technology Limited	1,35,07,685	14.22%	-	1,35,07,685	14.22%	-
3	Suhasini Y. Shah	1,07,78,461	11.35%	-	1,07,78,461	11.35%	-
4	Karan Y. Shah	14,500	0.02%	-	14,500	0.02%	-
5	Tanvi Y. Shah	2,000	0.00%	-	2,000	0.00%	-
6	Mayura K. Shah	1,000	0.00%	-	1,000	0.00%	-
	Total	6,20,92,363	65.37%	-	6,20,92,363	65.37%	-



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 11: OTHER EQUITY

Particulars	In ₹
a) Securities premium	
At April 01, 2023	21,739.59
Less:	
Reversal of tax benefit (deferred tax)	(0.35)
At March 31, 2024	21,739.24
Less:	
Reversal of tax benefit (deferred tax)	(0.11)
At March 31, 2025	21,739.13
b) General reserve	
At April 01, 2023	472.21
Increase/ (decrease) during the year	-
At March 31, 2024	472.21
Increase/ (decrease) during the year	-
At March 31, 2025	472.21
c) Retained earnings	
At April 01, 2023	50,247.37
Add: Profit for the year	7,840.99
Less: Final equity dividend at ₹ 1.00 per share paid	(949.86)
At March 31, 2024	57,138.50
Add: Profit for the year	735.73
Less: Final equity dividend at ₹ 1.00 per share paid	(949.86)
At March 31, 2025	56,924.37
d) Other comprehensive income / (loss) - Re-measurement gains / (losses) on defined benefit plans	
At April 01, 2023	93.42
Add: Other comprehensive income for the year	41.47
At March 31, 2024	134.89
Add: Other comprehensive income for the year	22.92
At March 31, 2025	157.81
Other Equity	79,293.52

Nature and purpose of reserves:

Securities premium account

The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity settled share based payment transactions, the difference between fair value on grant date, exercise price and nominal value of share is accounted as securities premium.

General reserve

The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders and any other adjustments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 12: SHORT TERM BORROWINGS

Particulars	Rate of interest	As at March 31, 2025	As at March 31, 2024
From bank			
Packing credit in ₹ (secured) -BOI	6.40% to 9.30%	4,954.08	3,778.50
Packing credit in ₹ (secured)- BOB	3.75% to 7.30%	2,135.98	2,136.75
Total		7,090.06	5,915.25
Aggregate Secured loans		7,090.06	5,915.25

The Company does not have any defaults in repayment of loans and interest during the year and as at the reporting date.

Packing credit are secured by first pari passu charge by way of hypothecation of current assets including inventories and trade receivables. Further, the facilities are collaterally secured by extension of pari passu charge by way of hypothecation of plant and machinery and equitable mortgage of factory land and building situated at Plot No D5 to D7, MIDC Chincholi, Solapur.

The loan has been secured by the personal guarantee of directors Mr. Yatin S. Shah and Dr. Suhasini Y. Shah.

NOTE 13: OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Financial liability at FVTPL		
Foreign-exchange forward contracts *	39.54	-
Other financial liabilities at amortised cost		
Unpaid matured deposits and interest accrued thereon	137.30	137.30
Employee benefit liabilities	1,131.23	1,104.00
Sundry payables for capital goods purchased	535.40	440.75
Unclaimed dividend	4.71	5.37
Total	1,848.18	1,687.42
Non - current	-	-
Current	1,848.18	1,687.42
	1,848.18	1,687.42

* The Company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

Note 13 (A): Lease liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Lease liability	143.35	-
Total	143.35	-
Non-Current	143.35	-
Current	-	-
	143.35	-



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 14: TRADE AND OTHER PAYABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	798.29	1,190.82
- total outstanding dues of creditors other than micro enterprises and small enterprises	6,000.82	6,987.34
Total trade payables	6,799.11	8,178.16
Non-current	-	-
Current	6,799.11	8,178.16
	6,799.11	8,178.16

Trade payables are non-interest bearing and are normally settled on 90 day terms

Trade payables include dues to related parties, refer to note 33

For explanations on the Company's credit risk management processes, refer note 38.

Trade payable ageing as on March 31, 2025

Particulars	Current					
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment			
			Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) MSME	-	782.67	15.62	-	-	-
(ii) Disputed dues - MSME	-	-	-	-	-	-
(iii) Others	786.00	3,804.71	1,409.70	0.41	-	-
(iv) Disputed dues - others	-	-	-	-	-	-
	786.00	4,587.38	1,425.32	0.41	-	-

Trade payable ageing as on March 31, 2024

Particulars	Current					
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment			
			Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) MSME	-	1,169.09	21.73	-	-	-
(ii) Disputed dues - MSME	-	-	-	-	-	-
(iii) Others	853.86	3,766.22	2,344.60	22.66	-	-
(iv) Disputed dues - others	-	-	-	-	-	-
	853.86	4,935.31	2,366.33	22.66	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Disclosure relating to suppliers registered under MSMED Act based on the information available with the Company

Particulars	As at March 31, 2025	As at March 31, 2024
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	798.29	1,190.82
Interest due on above	-	0.01
ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006.		
The amounts of the payment made to the supplier beyond the appointed day during each accounting year	9,815.53	10,806.33
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under= MSMED Act, 2006 *	48.30	77.02
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	0.01

* The interest provision in respect of delays in payments to suppliers beyond the appointed date, as required under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, has not been accrued in the books of account.

NOTE 15: OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Advances from customers	76.09	-
Statutory dues payable	167.77	239.97
Total	243.86	239.97

NOTE 16: PROVISIONS

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits:		
Provision for gratuity	297.13	196.01
Provision for compensated absences (unfunded)	541.39	576.34
Total	838.52	772.35
Non-current	673.74	566.03
Current	164.78	206.32
	838.52	772.35

Also refer note 31 for detailed disclosure.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 17: CURRENT TAX LIABILITIES (NET)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for income tax (net of advance taxes)	735.49	163.93
Total	735.49	163.93

NOTE 18: ASSETS CLASSIFIED AS HELD FOR SALE

Particulars	As at March 31, 2025	As at March 31, 2024
Asset classified as held for sale *	625.73	925.47
Total	625.73	925.47

* During previous year, Company had taken approval for sale of certain assets - i.e. Land - W39 & E90, flats at Vaishnavi Buildcon and Vaishnavi Heights, E102/103 located in Solapur and the Corporate Office located at Senapati Bapat Road Pune. The Company is currently using E102 / 103 and all the other properties are available for immediate sale and accounted as held for sale by the Company.

During current year, Company has classified flats at Vaishnavi Buildcon and Vaishnavi Heights located in Solapur as Investment Property due to change in its intended use by the management.

Note 18A: Liabilities related to assets classified as held for sale

Particulars	As at March 31, 2025	As at March 31, 2024
Advance received against asset classified as held for sale *	271.11	61.11
Total	271.11	61.11

*The Company has received advance against sale of Land - E90 & W39 in the previous as well as current year. Both these sale are expected to be completed before June 2025.

NOTE 19: REVENUE FROM OPERATIONS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers		
Sale of products	59,733.19	66,124.56
Sale of services	107.99	12.73
Total sale of products and services	59,841.18	66,137.29
Other operating income		
Tooling income	756.23	383.68
Scrap sales	101.22	126.44
Export incentives	501.46	814.40
Total other operating income	1,358.91	1,324.52
Total revenue from operations	61,200.09	67,461.81

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 20: OTHER INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Trade payable no longer required written back	36.60	5.94
Foreign exchange differences (net)	644.90	685.10
Fair value gain on mutual funds at fair value through profit or loss	1,683.22	1,711.41
Realised gain on sale of mutual funds	241.83	-
Miscellaneous income	20.67	162.45
Total other income	2,627.22	2,564.90

NOTE 21: COST OF RAW MATERIAL AND COMPONENTS CONSUMED

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year	393.95	485.60
Add: Purchases	17,815.03	21,528.65
Less: Inventory at the end of the year	268.35	393.95
Cost of raw material and components consumed	17,940.63	21,620.30

NOTE 22: (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock:		
Finished goods	4,984.67	4,198.99
Semi-finished goods	1,165.01	1,198.74
	6,149.68	5,397.73
Closing stock:		
Finished goods	4,252.78	4,984.67
Semi-finished goods	948.49	1,165.01
	5,201.27	6,149.68
(Increase) / Decrease in inventories	948.41	(751.95)

NOTE 23: EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages, bonus and commission	7,851.05	8,564.42
Contribution to provident fund and other funds	466.36	504.05
Gratuity expense (refer note 31)	159.45	147.24
Staff welfare expenses	219.57	190.10
Total employee benefit expenses	8,696.43	9,405.81



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 24: OTHER EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of components and spares	8,860.10	8,638.21
Packing materials consumed	716.34	864.69
Power and fuel expenses	7,447.32	8,266.96
Job work expenses	1,098.24	1,591.48
Freight outward charges	1,877.81	2,004.98
Rent	91.52	48.55
Rates and taxes	146.02	189.98
Insurance	137.55	94.15
Repairs and maintenance		
Plant and machinery	2,079.56	1,142.33
Building	117.69	195.77
Others	663.46	738.37
Advertisement and sales promotion	13.10	15.44
CSR expenditure (refer note 40)	160.32	152.47
Donation	40.00	35.00
Sales commission	99.26	142.00
Travelling and conveyance	531.83	557.01
Communication costs	9.48	10.21
Legal and professional fees	387.75	495.88
Audit fees (refer note below)	35.00	35.00
Out of pocket expenses	2.69	0.23
Intangible assets under development written off	-	45.00
Loss on fixed assets sold /discarded	15.91	38.33
Miscellaneous expenses	554.52	487.25
Total other expenses	25,085.47	25,789.29

Payment to auditors

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
As auditor		
Audit fees (Including limited reviews)	35.00	35.00
Out of pocket expenses	2.69	0.23

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 25: FINANCE COSTS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings	389.85	342.74
Interest on delay in payment of taxes	55.00	47.15
Bank charges	76.31	70.63
Other finance cost	0.49	-
Total finance costs	521.65	460.52

NOTE 26: FINANCE INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on		
Bank deposits	312.41	279.03
Loan given to foreign subsidiary	174.16	178.32
Others	13.15	14.21
Total Finance income	499.72	471.56

NOTE 27: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant & equipments (refer note 3)	3,933.92	4,013.26
Depreciation on Investment property (refer note 3B)	5.25	-
Amortisation of intangible assets (refer note 4)	35.82	10.05
Total Depreciation and amortisation expense	3,974.99	4,023.31

NOTE 26A : EXCEPTIONAL ITEMS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Compensation from customer *	3,892.00	-
Impairment Provision - Investment in Subsidiary (Refer note 5D))	(7,300.00)	-
Impairment Provision - Plant & Machinery (Refer note 3)	(100.00)	-
Total exceptional items	(3,508.00)	-

* Compensation from Customer - During the year ended March 31, 2025, the Company has settled to receive compensation for termination of certain purchase contracts and indemnification for capacity under-utilisation from two major customers amounting to ₹ 3,892 Lakhs. The Company has recognised the stated income as an exceptional item for the year ended March 31, 2025.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 28: INCOME TAX

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current income tax:		
Current income tax charge	2,499.39	1,930.55
Deferred tax:		
Relating to origination and reversal of temporary differences	416.33	179.45
Income tax expense reported in the statement of profit or loss	2,915.72	2,110.00
OCI section		

OCI section

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Tax effect on:		
Net loss/(gain) on remeasurements of defined benefit plans		
Deferred tax (expense)/ credit charged to OCI	(7.71)	(13.94)
Reconciliation of closing balance of deferred tax liability	(7.71)	(13.94)

Reconciliation of closing balance of deferred tax liability

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax liability		
Fixed assets: impact of difference between tax depreciation and depreciation / amortisation for the financial reporting	543.17	514.39
Current Investment (Investment in mutual fund)	795.03	405.59
Forward contracts	-	9.93
Gross deferred tax liability	1,338.20	929.91
Deferred tax assets		
Employee related costs allowed for tax purposes on payment basis	251.15	204.34
MSME Payments allowed for tax purposes on payment basis	152.35	209.30
Asset held for sale [capital loss]	-	56.53
Forward contracts	9.95	-
Lease Liability created during the year	36.08	-
Others	6.01	1.23
Gross deferred tax assets	455.54	471.40
Net deferred tax liability	882.66	458.51
Deferred tax (credit) / charge for the year		
Closing deferred tax liability (net)	882.66	458.51
Less: opening deferred tax liability (net)	458.51	264.75
Deferred tax movement for the year	424.15	193.76
Deferred tax charge recorded in securities premium account (refer note 11)	0.11	0.37
Deferred tax (credit) / charge recorded in statement of profit and loss	424.04	193.39
Deferred tax charge recorded in OCI	(7.71)	(13.94)
Deferred tax (credit) / charge for the year	416.33	179.45

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2025 and and March 31, 2024

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Accounting profit before tax	3,651.45	9,950.99
Accounting profit before income tax	3,651.45	9,950.99
Tax at India's statutory tax rate 25.168% (March 31, 2024 - 25.168%)	919.00	2,504.47
On mutual fund gain due to indexation benefit & different rate of taxation	126.63	(435.39)
On Impairment provision of Investments in subsidiary	1837.26	-
On permanent disallowance	64.26	47.18
Other items	(31.43)	(6.26)
Income tax reported in the statement of profit and loss	2,915.72	2,110.00

Reconciliation of deferred tax liabilities (net):

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance as of April 1	458.51	264.75
Tax (income)/ expense during the period recognised in profit or loss	416.33	179.45
Tax (income)/ expense during the period recognised in equity	0.11	0.37
Tax (income)/ expense during the period recognised in OCI	7.71	13.94
Closing Balance as at March 31	882.66	458.51

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets & current tax liabilities and the deferred tax assets & liabilities relate to income taxes levied by the same tax authority.

Deferred tax

Deferred tax relates to the following

Particulars	Balance Sheet		Profit & Loss	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Accelerated depreciation for tax purposes	543.17	514.39	28.78	278.67
Fair valuation for the purpose of financial reporting	795.03	405.59	389.44	(4.66)
MSME Payments allowed on payment basis U/s 43BH	(152.35)	(209.30)	56.95	(209.30)
Employee benefit expenses allowed on payment basis U/s 43B	(251.15)	(204.34)	(46.81)	100.94
Forward contracts & others	(9.95)	9.93	(19.88)	20.40
On assets held for sale	-	(56.53)	56.53	-
Lease Liability created during the year	(36.08)	-	(36.08)	-
Deduction U/s 80JJAA	-	-	-	7.24
Unrealised forex loss - to be adjusted from WDV U/s 43A	(6.01)	(1.23)	(4.78)	-
Amount to be (charged)/credit in Statement of OCI	-	-	(7.71)	(13.94)
	882.66	458.51	416.33	179.45



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 29: EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profits for the year attributable to equity share holders of the Company by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit attributable to equity shareholders of the Company	735.73	7,840.99
Weighted average number of equity shares in calculating basic EPS	9,49,85,835	9,49,85,835
Effect of dilution:	-	-
Weighted average number of equity shares in calculating diluted EPS	9,49,85,835	9,49,85,835
Earnings per share (basic) (₹/share)	0.77	8.25
Earnings per share (diluted) (₹/share)	0.77	8.25

NOTE 30: DIVIDEND DISTRIBUTION MADE AND PROPOSED

Particulars	March 31, 2025	March 31, 2024
Final dividend for the year ended on March 31, 2024 (₹ 1.00 per share)	949.86	-
Final dividend for the year ended on March 31, 2023 (₹ 1.00 per share)	-	949.86
	949.86	949.86

The Board of Directors, in their meeting on May 26, 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2023. Subsequently, the dividend has been paid by the Company in FY 2023-24.

The Board of Directors, in their meeting on May 23, 2024, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2024. Subsequently, the dividend has been paid by the Company in current year.

The Board of Directors, in their meeting on May 27, 2025, proposed a final dividend of ₹ 1.00 per equity share for the year ended March 31, 2025. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 31: DISCLOSURE PURSUANT TO EMPLOYEE BENEFITS

A. Defined contribution plans:

Amount of ₹ 466.36 Lakhs (March 31, 2024: ₹ 504.05 Lakhs) is recognised as expenses and included in note no. 23 "Employee benefit expense"

B. Defined benefit plans:

Gratuity:

The Company has a defined benefit gratuity plan in India (funded). The Company's defined benefit gratuity plan which requires contributions to be made to a separately administered fund.

The gratuity plan is governed by the payment of gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

Plan assets - gratuity fund ₹ 1,395.51 Lakhs

	March 31, 2025	March 31, 2024
Net benefit expense (recognised in statement of profit or loss)		
Current service cost	152.03	143.70
Interest cost on benefit	7.42	3.54
	159.45	147.24



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for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

March 31, 2025 : changes in defined benefit obligation and plan assets

	April 01, 2024	Gratuity cost charged to statement of profit and loss		Benefit paid	Remeasurement gains/(losses) in other comprehensive income				Contributions by employer	March 31, 2025
		Service cost	Net interest (expense) / income		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments		
Gratuity										
Defined benefit obligation	(1,446.74)	(152.03)	(98.70)	(250.73)	-	-	(51.00)	85.87	-	(1,632.64)
Fair value of plan assets	1,310.73	-	91.28	91.28	(4.24)	-	-	-	27.70	1,395.51
Benefit liability	(136.01)	(152.03)	(7.42)	(159.45)	(4.24)	-	(51.00)	85.87	27.70	(237.13)

March 31, 2024 : changes in defined benefit obligation and plan assets

	April 01, 2023	Gratuity cost charged to statement of profit and loss		Benefit paid	Remeasurement gains/(losses) in other comprehensive income				Contributions by employer	March 31, 2024
		Service cost	Net interest (expense) / income		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments		
Gratuity										
Defined benefit obligation	(1,314.69)	(143.70)	(92.96)	(236.66)	-	-	(42.97)	107.40	-	(1,446.74)
Fair value of plan assets	1,246.58	-	89.42	89.42	(9.02)	-	-	-	23.93	1,310.73
Benefit liability	(68.11)	(143.70)	(3.54)	(147.24)	(9.02)	-	(42.97)	107.40	23.93	(136.01)

As at March 31, 2025 & March 31, 2024 the amount of gratuity provision also includes gratuity provision of ₹60 Lakhs & 60 Lakhs respectively provided for a director's whose gratuity benefit is not considered for actuarial valuations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The major categories of plan assets of the fair value of the total plan assets of gratuity are as follows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Type of asset: group gratuity scheme of LIC of India		
Fair Value of total plan assets	1,395.51	1,310.73
(%) of total plan assets	100%	100%

The principal assumptions used in determining above defined benefit obligations for the Company's plan are shown below:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Discount rate #	6.70%	6.97%
Future salary increase *	8.00%	8.00%
Expected rate of return on plan assets	6.96%	6.77%
Expected average remaining working lives (in years)	14.73	15.33

A quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity

Particulars	Sensitivity level	Effect on defined benefit obligation (impact)	
		Year ended March 31, 2025 In ₹	Year ended March 31, 2024 In ₹
Discount rate #	1% increase	1,454.96	1,285.48
	1% decrease	1,844.02	1,639.05
Future salary increase *	1% increase	1,835.16	1,631.45
	1% decrease	1,458.82	1,288.65

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The discount rate is based on the prevailing market yields of Government securities as at the Balance Sheet date for the estimated term of the obligations.

* The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

The followings are the expected future benefit payments for the defined benefit plan :

Particulars	Year ended March 31, 2025 ₹	Year ended March 31, 2024 ₹
Within the next 12 months (next annual reporting period)	68.93	61.34
Between 2 and 5 years	283.40	242.33
Beyond 5 years	577.42	501.60



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended March 31, 2025 Years	Year ended March 31, 2024 Years
Gratuity	11.87	12.27

The followings are the expected contributions to planned assets for the next year:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Gratuity	89.47	90.00

Risk Exposure

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets under perform this yield, this will create a deficit. All plan assets are maintained in a trust fund managed by Life Insurance Corporation of India (LIC) who has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence, 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an yields increase in the value of the plans' bond holdings.

Future salary escalation and inflation risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in higher present value of liabilities. Further, unexpected salary increases provided at the discretion of the management may lead to uncertainties in estimating this increasing risk.

Asset-Liability mismatch risk

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Company is successfully able to neutralise valuation swings caused by interest rate movements. Hence, companies are encouraged to adopt asset-liability management.

NOTE 32: COMMITMENTS AND CONTINGENCIES

a. Commitments

- (i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances): As at March 31, 2025, the Company had commitments of ₹ 4,403.59 Lakhs

(March 31, 2024 : ₹ 3,111.27 Lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

b. Contingent liabilities

(i) Claims against the Company not acknowledged as debts (legal claims):

Authorities and description of case	As at March 31, 2025	As at March 31, 2024	Note Reference
The Collector of Stamps, Solapur - Additional Stamp duty demanded for cancellation and issue of shares on amalgamation of Precision Valvetrain Components Limited	31.79	31.79	a.
Employees provident fund and Miscellaneous Provision Act, 1952 and other labour laws towards contribution to provident fund and other employee costs. (Amount reported is excluding interest)	24.23	24.23	b.
Commissioner of Central Excise, Pune - Demand of sales tax retained under sales tax deferral scheme.	20.76	20.76	c.
Income tax Act, 1961 - Tax demand on disallowance of ESOP expenditure	1701.16	1701.16	d.
Order u/s 270A from Assessing Officer imposing a penalty for the assessment year 18-19 for demand of income tax towards disallowance u/s 14A of the Act.	3.47	3.47	e.
Order from the commissioner of State Tax(GST) for the year 2017-18 demanding GST on tooling income & Mismatch in Input tax credit.	200.62	200.62	f.
Order under section 144C(1) of the Income Tax Act, 1961, for the assessment years 2020-21 & 2021-22, pertaining to adjustments on account of international transactions related to corporate guarantees:			
i. A.Y. 2020-21	19.47	19.47	g.
ii. A.Y. 2021-22	5.41	5.41	h.

(ia) Sub-Notes:

- The Collector of stamps, Solapur has demanded payment of stamp duty of ₹ 31.79 Lakhs (March 31, 2024: ₹ 31.79 Lakhs) for cancellation and issue of equity shares after amalgamation of Precision Valvetrain Components Limited (PVPL) with the Company in year 2007-2008. The Company has filed an appeal against demand made by the Collector of Stamps, Solapur with controlling revenue authority, Pune.
- The Company had received an order from the Commissioner of Provident fund for the year May 2003 to May 2006 demanding PF liability amounting to ₹ 24.23 Lakhs (March 31, 2024: ₹ 24.23 Lakhs) excluding interest. The Company had filed writ petition with the Hon'ble High court Mumbai against the said order and had paid ₹ 12.12 under protest.
- The Company had received an order from the Commissioner of Central Excise Pune for the year 2002-03, 2003-04 and 2004-05 demanding excise duty amounting to ₹ 20.76 Lakhs (March 31, 2024: ₹ 20.76 Lakhs) on sales tax retained under sales tax deferral scheme. The Company had filed appeal against the order with CESTAT and CESTAT via its order transfer the said case to the jurisdiction commission rate
- The Company had received order from Assessing Officer for the assessment year 2014-15 for demand of income tax amounting to ₹ 1,701.16 Lakhs (March 31, 2024 ₹ 1,701.16 Lakhs) towards disallowance of ESOP expenditures and other disallowances. The Company had filed appeal against the above order with commissioner of income tax (Appeals) and has paid ₹ 335.41 Lakhs (March 31, 2024: 335.41 Lakhs) under protest.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

- e The Company had received an order from Assessing Officer for the assessment year 18-19 for demand of income tax amounting to ₹ 7.08 Lakhs (March 31, 2024: ₹ 7.08 Lakhs) towards disallowance u/s 14A of the Act. The Company has paid the said demand within due date specified by the department. Further assessing officer had passed an order u/s 270A imposing a penalty for ₹ 3.47 Lakhs (March 31, 2024 ₹ 3.47 Lakhs) Lakhs for under reporting of income for incremental disallowance made u/s 14A of the act. The Company had filed appeal against the penalty order with Commissioner of Income Tax (Appeals) and has paid ₹ 0.70 Lakhs under protest.
- f The Company had received order from the commissioner of State Tax(GST) for the year 2017-18 demanding GST amounting to ₹ 200.62 Lakhs (March 31, 2024: 200.62 Lakhs) (including interest and penalty) on tooling income & Mismatch in Input tax credit. The Company had filed writ petition with the Hon'ble High court Mumbai against the said order.
- g During the previous year (FY 2023-24), the Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2020-21.
- The draft order pertains to adjustments on account of international transactions related to corporate guarantees and disallowance under section 14A of the Act, amounting to ₹ 19.47 Lacs.
- The Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance. In the current year 24-25, final order has been received from DRP, and the Company has filed an appeal in ITAT, pune against the said order.
- The appeal proceedings are under progress and the Company has paid 7.79 Lakhs in the current year under protest against the liability amount.
- h. During the previous year (FY 2023-24), the Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2021-22.
- The draft order pertains to adjustments on account of international transactions related to corporate guarantees amounting to ₹ 5.41 Lacs. The Company had filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance. In the current year 24-25, final order has been received from DRP, and the Company has filed an appeal in ITAT, pune against the said order. The appeal proceedings are under progress and the Company has paid 5.40 Lakhs (in FY 2024-25) under protest against the liability amount.
- In all the cases mentioned above outflow is not probable, and hence not provided by the Company.

(ii) Corporate guarantees

The Company has also given corporate guarantee on behalf of its wholly owned subsidiary Memco Engineering Pvt. Ltd., to the lender bank. The outstanding amount of corporate guarantee is ₹ 504.89 Lakhs (March 31, 2024 ₹ 409.43 Lakhs).

NOTE 33: RELATED PARTY TRANSACTIONS

A Names of the related party and related party relationship:

a) Related party where control exists

i) Subsidiary

PCL (International) Holdings B.V. (Netherlands)

Memco Engineering Pvt. Ltd. (Nashik)

ii) Step down Subsidiary (Subsidiary of PCL (International) Holdings B.V. (Netherlands))

MFT Motoren Und Fahrzeugtechnik GMBH (Germany)

Emiss Mobile Systems B.V., Netherlands

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

b) Key management personnel (KMP)

Mr. Yatin S. Shah , Managing Director

Mr. Ravindra R. Joshi, Director

Mr. Karan Y. Shah, Director

Mr. Sarvesh N. Joshi, Independent Director (upto July 26, 2023)

Dr. Suhasini Y. Shah, Non executive Director

Mrs.Savani A. Laddha, Independent Director

Mr. Gautam V. Wakankar (up to April 30, 2023)

Mr. Ameet N Dravid, Independent Director

Mr. Suhas J. Ahirrao, Independent Director

Ms. Apurva P. Joshi, Independent Director

Mrs. Anagha S. Anasingaraju, Independent Director

Mr. Tanmay M. Pethkar, Company Secretary (up to January 01, 2025)

Mr. Harshal J. Kher, Company Secretary (w.e.f. February 12, 2025)

c) Relatives of key management personnel (RKMP)

Ms. Tanvi Y. Shah, daughter of Mr. Yatin S. Shah

Mrs. Mayura K. Shah, Wife of Mr. Karan Y. Shah

d) Enterprises owned or significantly influenced by key management personnel or their relatives:

Chitale Clinic Private Limited

Precision Foundation & Medical Research Trust

Yatin S. Shah (HUF)

Cams Technology Limited

B. Disclosure in respect of related party transaction during the year:

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
1	Remuneration			
	Mr.Yatin S. Shah	Key management personnel	344.25	344.25
	Mr. Ravindra R. Joshi	Key management personnel	307.31	313.19
	Mr. Karan Y. Shah	Key management personnel	77.66	97.66
	Mr. Sarvesh N. Joshi (upto July 26, 2023)	Key management personnel	-	1.60
	Dr. Suhasini Y. Shah	Key management personnel	5.00	5.00
	Mrs.Savani A. Laddha	Key management personnel	5.00	5.00
	Mr. Ameet N Dravid	Key management personnel	5.00	5.00
	Mr. Gautam V. Wakankar (up to April 30, 2023)	Key management personnel	-	0.94
	Mr. Suhas J. Ahirrao	Key management personnel	5.00	5.00
	Ms. Apurva P. Joshi	Key management personnel	5.00	5.00
	Mrs. Anagha S. Anasingaraju	Key management personnel	5.00	5.00



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
	Mr. Tanmay M. Pethkar, Company Secretary (up to January 30, 2025)	Key management personnel	6.25	5.30
	Mr. Harshal J. Kher, Company Secretary (w.e.f. February 12, 2025)	Key management personnel	1.38	-
2	Final dividend paid on equity shares			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	135.08	135.08
	Mr.Yatin S. Shah	Key management personnel	377.89	377.89
	Dr. Suhasini Y. Shah	Key management personnel	107.78	107.78
	Mr. Ravindra R. Joshi	Key management personnel	0.17	0.17
	Mr. Karan Y. Shah	Key management personnel	0.15	0.15
	Ms. Tanvi Y. Shah	Relative of key management personnel	0.02	0.02
	Ms. Mayura K. Shah	Relative of key management personnel	0.01	0.01
3	Donation paid			
	Precision Foundation & Medical Research Trust	Entities where KMP / RKMP have significant influence	40.00	35.00
4	Purchases of goods, material or services (exclusive of taxes)			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	72.72	71.29
	Memco Engineering Pvt Ltd	Subsidiary	4.67	-
	Eboss Mobile Systems B.V.	Step down Subsidiary	-	2.55
5	Sale of goods, material or Services (exclusive of Taxes)			
	Memco Engineering Pvt Ltd (Nashik)	Subsidiary	80.02	-
6	Investment in equity shares			
	PCL (International) Holdings B.V. (Netherlands) (Impairment provision)	Subsidiary	(7,300.00)	-
7	Repayment of Loan by Subsidiary			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	1,781.80	-
8	Interest on loan given to subsidiaries			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	187.31	178.32
	Balances outstanding			
1	Remuneration payable (exclusive of taxes)			
	Mr.Yatin S. Shah	Key management personnel	27.91	13.84
	Mr. Ravindra R. Joshi	Key management personnel	19.87	16.38
	Mr. Karan Y. Shah	Key management personnel	7.44	17.38
	Mr. Sarvesh N. Joshi (upto July 26, 2023)	Key management personnel	-	1.44
	Dr.Suhasini Y. Shah	Key management personnel	4.50	4.50
	Mrs.Savani A. Laddha	Key management personnel	4.50	4.50
	Mr. Ameet N Dravid	Key management personnel	4.50	4.50
	Mr. Suhas J. Ahirrao	Key management personnel	4.50	4.50
	Ms. Apurva P. Joshi	Key management personnel	4.50	4.50
	Mrs. Anagha S. Anasingaraju	Key management personnel	4.50	4.50

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
	Mr. Tanmay M. Pethkar, Company Secretary (up to January 05, 2025)	Key management personnel	-	0.57
	Mr. Harshal J. Kher, Company Secretary (w.e.f. February 12, 2025)	Key management personnel	0.66	-
2	Trade and other payables			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	19.49	18.70
	Emiss Mobile Systems B.V.	Step down Subsidiary	-	25.26
3	Sale of goods, material or Services (exclusive of Taxes)			
	Memco Engineering Pvt Ltd (Nashik)	Subsidiary	93.77	-
4	Investment in equity shares			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	4,485.49	11,785.49
	Memco Engineering Pvt Ltd (Nashik)	Subsidiary	4,485.35	4,485.35
5	Interest on loan given to subsidiaries			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	41.61	12.38
6	Loan given to subsidiaries			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	7,956.55	9,531.91

Compensation of key managerial personnel of the Company

Particulars	March 31, 2025	March 31, 2024
Short term employee benefits (gross salary)	673.22	709.85
Post employment benefits (PF + superannuation)	93.63	83.09
Total compensation paid to key management personnel *	766.85	792.94

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period.

* The Compensation of key management personnel do not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation/ premium paid are not available.

NOTE 34: SEGMENT INFORMATION

The Company is engaged in manufacturing of camshafts. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Company has structured its operations into a single operating segment; however based on the geographic distribution of activities, the chief operating decision make identified India and outside India as two reportable geographical segments.

Revenue from customers	March 31, 2025	March 31, 2024
Within India	37,098.68	34,948.89
Outside India		
Asia	8,652.23	7,075.32
Europe	2,317.19	11,866.23
Others	13,131.99	13,571.37
	24,101.41	32,512.92
Total revenue	61,200.09	67,461.81



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for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The revenue information above is based on the locations of the customers.

Company's significant revenues are derived from two customers (March 31, 2024: four customer) contributing 10% of more to the Company revenue, representing approximately ₹: 17,368.78 Lakhs (March 31, 2024 : ₹ 31.914.76 Lakhs) of the Company's total revenue from operations.

Non-current operating assets*

All of the Company's non current operating assets are within India as on March 31, 2025 and March 31, 2024.

* As defined in paragraph 33 (b) of Ind AS 108 "Operating segments" non current assets excludes financial instruments, deferred tax assets and post-employment benefit assets.

NOTE 35 : FAIR VALUES

Particulars of financial instruments by category of classification

Financial assets	March 31, 2025		March 31, 2024	
	Carried at FVTPL	Carried at ammortised cost	Carried at FVTPL	Carried at ammortised cost
Loans & advances	-	7,956.55	-	9,531.91
Investment in mutual fund & other financial instruments	31,227.87	-	21,826.72	-
Forward contracts receivable	-	-	39.46	-
Bank balances other than cash and cash equivalents	-	4,483.05	-	4,385.65
Other financial assets	-	649.64	-	512.20
Trade receivable	-	15,027.64	-	13,603.51
Cash & cash equivalents	-	2,626.29	-	1,079.33
Total	31,227.87	30,743.17	21,866.18	29,112.60

Financial liabilities	March 31, 2025		March 31, 2024	
	Carried at FVTPL	Carried at ammortised cost	Carried at FVTPL	Carried at ammortised cost
Borrowings	-	7,090.06	-	5,915.25
Trade payable	-	6,799.11	-	8,178.16
Other financial liabilities	39.54	1,808.64	-	1,687.42
Lease liability	-	143.35	-	-
Total	39.54	15,841.16	-	15,780.83

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(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 36 : FAIR VALUE HIERARCHY

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

A) The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	March 31, 2025	31,227.87	31,226.57	-	1.30

Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2025:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value:					
Foreign exchange forward contracts	March 31, 2025	39.54	-	39.54	-

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	March 31, 2024	21,826.72	21,825.42	-	1.30
Foreign exchange forward contracts	March 31, 2024	39.46	-	39.46	-

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- > The fair values of the quoted mutual funds are based on price (i.e. the NAV of the mutual funds) quotations at the reporting date.
- > The fair values of derivative forward contracts is determined using the marked-to-market valuation done by the banks.
- > The Fair value of Level 3 is determined on the basis of best estimate & information available.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

B) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that cash and cash equivalents (including term deposits), trade receivables, trade payables, borrowings, lease liability and other financial liabilities approximate their carrying amounts because of the short term nature of these financial instruments.

The amortised cost using effective interest rate (EIR) of non-current financial assets consisting of security deposit, lease receivables, loans to subsidiary and term deposit with more than 12 months are not significantly different from the carrying amount.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

NOTE 37 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value and to ensure the Company's ability to continue as a going concern. The Company manages its capital structure and makes adjustments for compliance with the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders. The Company monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. Total debt comprises of short term borrowing which represents packing credit and cash credit taken from bank. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

	March 31, 2025	March 31, 2024
Borrowings (refer note 12)	7,090.06	5,915.25
Less: cash and cash equivalent (refer note 9)	2,626.29	1,079.33
Net debt (i)	4,463.77	4,835.92
Equity	88,792.10	88,983.42
Total Equity (ii)	88,792.10	88,983.42
Overall financing (iii) = (i) + (ii)	93,255.87	93,819.34
Gearing ratio = (i) / (iii)	4.79%	5.15%

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

NOTE 38 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities, other than derivatives, comprise of short term borrowings, lease liabilities and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include security deposits, trade and other receivables, investments in mutual funds and cash and cash equivalents that derive directly from its operations and loan given to subsidiary.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, and derivative financial instruments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The sensitivity analysis in the following sections relate to the position as at March 31, 2025 and March 31, 2024.

The analysis exclude the impact of movements in market variables on the carrying values of gratuity and other post retirement obligations and provisions.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates.

Sensitivity

Year	Increase/ (decrease) in basis points	Effect on profit before tax In ₹
March 31, 2025	50.00	(23.78)
	(50.00)	23.78
March 31, 2024	50.00	(23.40)
	(50.00)	23.40

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency) and loan given to subsidiary.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure.

For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

Foreign currency exposure

Nature of exposure	Currency	March 31, 2025		March 31, 2024	
		Amount in F.C.	Amount in ₹	Amount in F.C.	Amount in ₹
Trade receivables	USD	58.98	5,013.20	90.87	7,536.66
	EUR	2.49	227.56	3.21	286.17
Trade payables	USD	1.74	149.40	1.81	151.71
	EUR	0.11	10.07	0.50	45.47
	JPY	-	-	137.82	76.63
Loan given to subsidiaries	EUR	87.05	7,956.55	107.05	9,531.91
Interest on loan given to subsidiaries	EUR	0.46	41.61	0.14	12.38
Forward contract	USD	84.88	7,321.00	80.30	6,729.49
	EUR	3.20	304.41	2.46	222.33

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR and JPY exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sensitivity

Year	Change in USD rate	Effect on profit before tax In ₹
March 31, 2025	5%	609.24
	(5%)	(609.24)
March 31, 2024	5%	705.72
	(5%)	(705.72)

Year	Change in EUR rate	Effect on profit before tax In ₹
March 31, 2025	5%	426.13
	(5%)	(426.13)
March 31, 2024	5%	500.09
	(5%)	(500.09)

Year	Change in JPY rate	Effect on profit before tax In ₹
March 31, 2025	5%	-
	(5%)	-
March 31, 2024	5%	(3.83)
	(5%)	3.83

Commodity risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of camshafts and therefore require a continuous supply majorly of pig iron, MS scrap and resin coated sand.

The Company's exposure to the risk of exchange in key raw material prices are mitigated by the fact that the price increases/decreases from the vendors are passed on to the customers based on understanding with the customers. Hence the fluctuation of prices of key raw materials do not materially affect the statement of profit and loss. Also asat March 31, 2025, there were no open purchase commitments/ pending material purchase order in respect of key raw materials. Accordingly, no sensitivity analysis have been performed by the management.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in note 8. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy.

The investment of surplus funds is made in mutual funds and fixed deposits which are approved by the Director.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 and March 31, 2024 is the carrying amounts as illustrated in note 9.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligation as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liability when due.

The table below summarises the maturity profile of the Company's financial liabilities:

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended March 31, 2025				
Current borrowings	7,090.06	-	-	7,090.06
Other financial liabilities	1,848.18	-	-	1,848.18
Trade payables	6,799.11	-	-	6,799.11
Lease liabilities	-	35.26	108.09	143.35
	15,737.35	35.26	108.09	15,880.70

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended March 31, 2024				
Current borrowings	5,915.25	-	-	5,915.25
Other financial liabilities	1,687.42	-	-	1,687.42
Trade payables	8,178.16	-	-	8,178.16
Lease liabilities	-	-	-	-
	15,780.83	-	-	15,780.83

NOTE 39 :

Disclosure pursuant to Schedule V read with regulations 34(3) and 53(f) of the SEBI(Listing Obligations And Disclosure Requirements) Regulations,2015

A) Amount of loans / advances in nature of loans outstanding from subsidiaries as at March 31, 2025:

Name of the Company	Balance as at		Maximum outstanding	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
To Subsidiary Company				
PCL (International) Holding B.V.	7,956.55	9,531.91	9,531.91	9,531.91

B) Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: Nil (other than subsidiaries as mention above)



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

C) Investments by the loanee in the shares of parent company and subsidiary Company, when the Company has made a loan or advance in the nature of loan as at March 31, 2025:

Name of the Company	Balance as at		Maximum outstanding	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
To step-down subsidiary companies				
MFT Motoren und Fahrzeugtechnik GmbH (MFT)- Germany	2,426.67	2,364.01	2,426.67	2,364.01
EUR 26,55,000 & EUR 26,55,000 For March 2025 & March 2024 respectively				
(Converted into ₹ using 91.40 ₹/ Euro & ₹ 89.04 ₹/Euro for March 2025 & March 2024 respectively)				
Emoss Mobile Systems B.V., Netherlands	5,529.88	7,167.90	7,105.24	7,167.90
EUR 60,50,197 & EUR 80,50,197 For March 2025 & March 2024 respectively				
(Converted into ₹ using 91.40 ₹/ Euro & ₹ 89.04 ₹/Euro for March 2025 & March 2024 respectively)				

NOTE 40 : CORPORATE SOCIAL RESPONSIBILITY EXPENDITURE

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are health care, education, sustainability, social issues. A CSR committee has been formed by the Company as per the Act. The funds are utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars	March 31, 2025	March 31, 2024
A Gross amount required to be spent as per Section 135 of the Act	160.32	152.47
Add: amount unspent from previous years	-	-
Total gross amount required to be spent during the year	160.32	152.47
B Amount approved by the board to be spent during the year	160.32	152.47
C Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above *	157.08	154.54
* The expense considered for FY 2024-25 and FY 2023-24 is ₹ 160.32 Lakhs and 152.47 Lakhs respectively and balance has been transferred to prepaid expense.		
D Details related to amount spent		
Contribution to PM CARES Fund	-	-
Spent on CSR activities(healthcare, education, sustainability, social issues)	157.08	154.54
Total	157.08	154.54

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

E Details of excess CSR expenditure

Nature of activity	Balance short/ (excess) as at April 01, 2024	Amount required to be spent during the year	Amount spent during the year	Balance short/ (excess) as at March 31, 2025
Spent on CSR activities(healthcare, education, sustainability,social issues)	(5.90)	160.32	157.08	(2.66)

Nature of activity	Balance short/ (excess) as at April 01, 2023	Amount required to be spent during the year	Amount spent during the year	Balance short/ (excess) as at March 31, 2024
Spent on CSR activities(healthcare, education, sustainability,social issues)	(3.83)	152.47	154.54	(5.90)

NOTE 41 : TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN NAME OF THE COMPANY

There are no title deeds of immovable property which are not held in the name of the Company.

NOTE 42 : LEASES WHERE COMPANY IS A LESSEE

During FY 2021-22, Company has obtained office premises on lease from Redbrick Offices Limited for a period of 3 years. Payment of lease rentals has been made in accordance with the rentals specified in Schedule. Lease liability has been recognised in the books of accounts by Company at present value of lease payments and Right of use asset at cost in accordance with the requirements of IND AS 116.

During the FY 2024-25, Company has obtained land at Mangalwedha on lease for a period of 29 years. Payment of lease rentals has been made in accordance with the rentals specified in the schedule agreed. Lease Liability has been recognised in the books of accounts by the Company at present value of the lease payments and Right of Use asset at cost in accordance with the requirements of IND AS 116.

(ia) Changes in the carrying value of Right-of-use Assets

Particulars	Category of ROU Asset
	Land and Building
Balance as at March 31, 2023	4.92
Additions	-
Deletion	-
Depreciation	4.92
Balance as at March 31, 2024	-
Additions	203.76
Deletion	-
Depreciation	0.23
Balance as at March 31, 2025	203.53



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ib) Changes in the Lease liabilities

Particulars	Category of ROU Asset
	Land and Building
Balance as at March 31, 2023	5.56
Additions	-
Interest on lease liability	-
Lease Payments	5.56
Balance as at March 31, 2024	-
Additions	203.76
Interest on lease liability	0.49
Lease Payments	60.90
Balance as at March 31, 2025	143.35

(ii) Break-up of current and non-current lease liabilities

Particulars	March 31, 2025	March 31, 2024
Current Lease Liabilities	-	-
Non-current Lease Liabilities	143.35	-

(iii) Maturity analysis of lease liabilities

Particulars	March 31, 2025	March 31, 2024
Less than one year	-	-
One to five years	35.26	-
More than five years	108.09	-
Total	143.35	-

(iv) Amounts recognised in statement of Profit and Loss account

Particulars	March 31, 2025	March 31, 2024
Interest on Lease Liabilities	0.49	-
Depreciation on ROU asset	0.23	4.92
Total	0.72	4.92

(v) Amounts recognised in statement of Cash Flows

Particulars	March 31, 2025	March 31, 2024
Total Cash outflow for leases	60.90	5.56

(v) Amounts recognised in Profit and Loss account - Short term leases

Lease arrangements which qualify as short-term leases under Ind AS 116 (Leases), have been recognised as an expense in the Statement of Profit and Loss for the year ended March 31, 2025 and March 31, 2024.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 43 : Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

Type of Borrower	Loans/ Advances granted Individually or Jointly with other.	Repayable on demand (Yes / No)	Terms/ Period of repayment is specified (Yes / No)	March 31, 2025		March 31, 2024	
				Amount outstanding as at the balance sheet date	% of Total	Amount outstanding as at the balance sheet date	% of Total
Promoter	-	-	-	-	-	-	-
Directors	-	-	-	-	-	-	-
KMPs	-	-	-	-	-	-	-
Related Parties							
i) PCL (International) Holdings B.V. (Netherlands) (wholly owned subsidiary)	Individually	No	Yes	7,956.55	100%	9,531.91	100%
Total of Loan and Advances in the nature of Loan (Refer Note 5B and 33)				7,956.55	100%	9,531.91	100%

NOTE 44 : AGEING OF CWIP

(a) For Capital-work-in progress ageing schedule

March 31, 2025

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,218.96	2,470.45	-	-	5,689.41
Projects temporarily suspended	-	-	-	-	-

March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,671.39	-	-	-	2,671.39
Projects temporarily suspended	-	-	-	-	-

(b) i) March 31, 2025

There are no projects as Capital Work in Progress as at March 31, 2025, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

ii) March 31, 2024

There are no projects as Capital Work in Progress as at March 31, 2024, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

NOTE 45 : DETAILS OF BENAMI PROPERTY HELD

The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 46 : RECONCILIATION OF QUARTERLY RETURNS OR STATEMENTS OF CURRENT ASSETS FILED WITH BANKS:

March 31, 2025

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-24	Bank of India and Bank of Baroda	Trade Receivables	14,425.67	20,340.36	(5,914.69)	The difference is due to submission to the Banks before financial reporting closure process.
		Trade Payables *	5,900.43	5,796.34	104.09	
		Inventories	7,176.48	3,713.08	3,463.40	
Sep-24	Bank of India and Bank of Baroda	Trade Receivables	13,086.71	17,409.93	(4,323.22)	
		Trade Payables *	5,663.63	5,539.33	124.30	
		Inventories	6,561.46	2,484.77	4,076.69	
Dec-24	Bank of India and Bank of Baroda	Trade Receivables	11,590.15	15,215.45	(3,625.30)	
		Trade Payables *	5,218.38	5,209.12	9.26	
		Inventories	5,812.51	3,060.95	2,751.56	
Mar-25	Bank of India and Bank of Baroda	Trade Receivables **	11,870.71	15,677.29	(3,806.58)	
		Trade Payables *	6,548.50	6,245.06	303.44	
		Inventories	6,172.15	2,988.54	3,183.61	

March 31, 2024

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	Bank of India and Bank of Baroda	Trade Receivables	15,315.78	20,277.20	(4,961.42)	The difference is due to submission to the Banks before financial reporting closure process.
		Trade Payables *	7,599.57	8,064.80	(465.23)	
		Inventories	6,185.95	2,737.28	3,448.67	
Sep-23	Bank of India and Bank of Baroda	Trade Receivables	14,854.63	19,741.95	(4,887.32)	
		Trade Payables *	7,002.53	6,849.46	153.07	
		Inventories	6,749.81	3,457.44	3,292.37	
Dec-23	Bank of India and Bank of Baroda	Trade Receivables	13,500.48	19,585.84	(6,085.36)	
		Trade Payables *	7,220.64	7,077.33	143.31	
		Inventories	7,846.69	3,320.35	4,526.34	
Mar-24	Bank of India and Bank of Baroda	Trade Receivables	13,603.51	19,477.80	(5,874.29)	
		Trade Payables *	7,770.93	7,618.76	152.17	
		Inventories	7,801.89	3,749.25	4,052.64	

* Excluding provision for expenses and including capital payables

** Excluding Unbilled dues.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 47 : WILFUL DEFAULTER

The Company has not being declared as wilful defaluter by any bank or financials instiution or any government authority.

NOTE 48 : RELATIONSHIP WITH STRUCK OFF COMPANIES UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF COMPANIES ACT, 1956,

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

NOTE 49 : REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

NOTE 50 : COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

NOTE 51 : UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM:

- (i) 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
- (ii) 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,

NOTE 52 : RATIOS

S. no.	Ratio	Particulars		Ratio as on	Ratio as on	Variation	Reason (If variation is more than 25%)
		Numerator	Denominator	March 31, 2025	March 31, 2024		
(a)	Current ratio	Current assets	Current Liabilities	3.58	3.12	14.70%	
(b)	Debt-equity ratio	Debt= All borrowings	Shareholder's equity	0.08	0.07	20.12%	



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

S. no.	Ratio	Particulars		Ratio as on	Ratio as on	Variation	Reason (If variation is more than 25%)
		Numerator	Denominator	March 31, 2025	March 31, 2024		
(c)	Debt service coverage ratio	Net Operating Income= Net profit after taxes + Non-cash operating expenses + finance cost	Debt Service = Interest & Lease Payments + Principal Repayments (Excluding Working capital borrowings)	11.65	35.96	(67.61%)	The decline in the Debt Service Coverage Ratio during the current year is primarily due to the following: A reduction in earnings before interest, tax, depreciation, and amortisation (EBITDA), driven by lower operational performance; and the impact of exceptional items during the year (refer Note 26A), while the debt repayment obligations remained unchanged.
(d)	Return on equity ratio	Net income= net profits after taxes	Average shareholder's equity	0.83%	9.17%	(90.97%)	The decline in the Return on Equity (ROE) ratio during the current year is primarily attributable to the following: - A decrease in net profit, driven by lower operational performance and the impact of exceptional items during the year (refer Note 26A); and - Although average shareholders' equity remained consistent with the previous year, the decline in profitability resulted in a lower return on the equity base.
(e)	Inventory turnover ratio	Cost of goods sold	Average Inventory	2.70	2.86	(5.41%)	
(f)	Trade receivables turnover ratio	Revenue from sale of products and services = total revenue from operations less export incentives	Average trade receivables	4.24	4.75	(10.74%)	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

S. no.	Ratio	Particulars		Ratio as on	Ratio as on	Variation	Reason (If variation is more than 25%)
		Numerator	Denominator	March 31, 2025	March 31, 2024		
(g)	Trade payables turnover ratio	Purchases for raw material, stores and consumables, packing material	Average trade payables (trade payable relating to purchases and consumables)	5.00	4.94	1.14%	
(h)	Net capital turnover ratio	Revenue from sale of products and services = total revenue from operations less export incentives	Average working capital	1.56	2.07	(24.69%)	
(i)	Net profit ratio	Net profit	Revenue from operations	1%	12%	(89.66%)	A decrease in net profit, is majorly driven by lower operational performance and the impact of exceptional items during the year (refer Note 26A);
(j)	Return on capital employed	EBIT= earnings before interest and taxes	Capital employed= Total asset-current liability	5%	12%	(60.26%)	The decline in the Return on Capital Employed (ROCE) ratio during the current year is primarily attributable to the following: - A decrease in net profit, resulting from lower operational performance and the impact of exceptional items during the year (refer Note 26A); and - While the capital employed remained largely unchanged, the decline in profitability led to a lower return on the capital base.
(k)	Return on investment	Gain on Mutual fund(including unrealised gain)	(Opening Investment in Mutual Fund + Closing investment in mutual fund)/2	7%	9%	(17.44%)	



NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 53 : UNDISCLOSED INCOME

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year and previous 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.)

NOTE 54 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY:

The Company has not traded or invested in crypto currency or virtual currency during the financial year.

NOTE 55 : SOCIAL SECURITY CODE

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

NOTE 56 : PREVIOUS YEAR COMPARATIVES

Previous year's figures have been regrouped/reclassified, where necessary, to correspond with the current year's classification/disclosure.

NOTE 57 : EVENTS AFTER THE REPORTING PERIOD

No Significant Subsequent events have been observed which may require an adjustments to the financial statements.

NOTE 58 : AUDIT TRAIL

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of accounts along with the date when such changes were made and ensuring that the audit trail cannot be disabled. Companies must also now ensure daily backups of their financial data, to be stored on servers physically located within India.

Pursuant to the above requirements, the Company uses two primary software systems:

- a. Maintaining books of Accounts
- b. Payroll Processing

In respect of the accounting software used for maintaining the books of account, the Company, after thorough testing and validation, did not enable audit trail functionality for direct data changes at the database level, considering the potential adverse impact on system performance. However, the Company has established and maintained an adequate internal control framework over financial reporting. Based on its internal assessment, management has concluded that the internal controls were effective for the year ended March 31, 2025. The Company is currently in the process of upgrading its systems to fully comply with the database-level audit trail requirements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

With respect to the payroll software, which is operated by third party vendor and the Management has placed reliance on the independent service organisation audit report submitted by the respective service providers for compliance of the aforesaid requirements. The independent service organisation audit report of the accounting software used for maintaining its books of account do not specifically address compliance with the daily backup and audit trail features as mandated by the MCA. The Management is actively engaging with the service provider to obtain the necessary confirmations and documentation to ensure full compliance with the MCA's requirements going forward.

As per our report attached of even date

For MSKA & Associates

Chartered Accountants

Firm Regn. Number: 105047W

Nitin Manohar Juman

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah

Managing Director

DIN: 00318140

Place: Solapur

Date: May 27, 2025

Ravindra R. Joshi

Whole-time Director & CFO

DIN: 03338134

Place: Solapur

Date: May 27, 2025

Karan Y. Shah

Whole-time Director

DIN. 07985441

Place: Solapur

Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number :

A69147

Place: Pune

Date: May 27, 2025



INDEPENDENT AUDITOR'S REPORT

To
the Members of

Precision Camshafts Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of Precision Camshafts Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of reports of other auditor on separate financial statements and on the other financial information of subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act")

in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at March 31, 2025, and of consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI"), and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and on consideration of audit reports of other auditor referred to in paragraph of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTER

Key audit matter are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	Impairment of Goodwill Refer Note 4A to the consolidated financial statements The Group has carrying value of Goodwill amounting to ₹ 1,358.97 lakhs as on March 31, 2025 which represents 1.25 % of the total asset of the Group. The group performed its annual impairment test of goodwill and has provided for impairment amount to ₹ 299.39 lakhs. The carrying value of Goodwill is tested annually for impairment provision by reference to value in use. In determining the value in use of the business unit,	Our procedure included, but not limited to the following: 1. Obtained an understanding of the Group's policy on assessment of impairment of Goodwill and the key assumption used by the Management, including design and implementation of controls over preparation of annual budgets and future forecasts for business units and the approach followed for annual impairment and validation of Management review controls. 2. Tested the operating effectiveness of the controls over the preparation of annual budgets and future forecasts for business units and the approach followed for annual impairment.

Independent Auditors' Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	the Group has applied judgment in estimating future revenues, profitability, cash flow, growth rate and discount rates. Due to the significance of the carrying value of goodwill and impairment provision thereon, and high degree of management judgments & estimation uncertainty involved in performing impairment testing & provisioning, we have identified provision for impairment of goodwill as a key audit matter.	3. Obtained and reviewed the valuation report issued by the Company's independent valuation expert, and assessed the expert's competence, capability and objectivity. 4. Assessed the appropriateness of the valuation methodology applied and reasonableness of the assumptions used i.e. the discount rate and long-term growth rates used in the forecast. 5. Verified completeness, arithmetical accuracy and validity of the data used in the calculations 6. Assessed reasonableness of the future revenue and margins projections, by reviewing the historical accuracy of the Group's estimates and its ability to produce accurate long-term forecasts. 7. Assessed the Holding Company's sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in carrying value of Goodwill. 8. Evaluated the appropriateness and adequacy of disclosures given in the consolidated financial statements, including disclosure of significant assumptions and judgements, in accordance with applicable Indian Accounting Standards.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report including Annexures to Director's report but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is

a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds



Independent Auditors' Report (Contd.)

and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

AUDITOR' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Consolidated Financial Statements.

OTHER MATTER:

- a. We did not audit the financial statements of 4 (four)

subsidiaries, whose financial statements reflect total assets of ₹ 26,107.41 lakhs as at March 31, 2025, total revenues of ₹ 25,340.80 lakhs and net cash outflows amounting to ₹ 997.66 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditor on the separate financial statements of the subsidiaries referred to in the Other Matter section above we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and based on the other auditor report except for the matters stated in the paragraph 1(h)(vi) below on reporting under Rule 11(g).

Further, in the absence of sufficient appropriate audit evidence in the form of independent service auditor's report of the service organisation in relation to software used by the holding company and its subsidiary company incorporated in India for maintaining their books of accounts for payroll processing, we and other auditor of subsidiary company incorporated in India are unable to comment whether back-up of the books of account and other books and papers maintained in electronic mode, have been kept in servers

Independent Auditors' Report (Contd.)

physically located in India on a daily basis in relation to payroll processing.

- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditor of its subsidiary company incorporated in India, none of the directors of these entities are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 1(b) above on reporting under Section 143(3)(b) and paragraph 1(h)(vi) below on reporting under Rule 11(g).
- g. With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 32(b) to the consolidated financial statements.
 - ii. The Group did not have any material

foreseeable losses on long term contracts including derivate contracts.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
- iv. 1. The respective Managements of the Holding Company and its subsidiary, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary to or in any other person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that such parties shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
2. The respective Managements of the Holding Company and its subsidiary, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been received by the Holding Company or any of such subsidiary from any person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Holding Company or any of such subsidiary shall, directly or indirectly,



Independent Auditors' Report (Contd.)

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.

3. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary which are companies incorporated in India whose financial statements have been audited under the Act, and according to the information and explanations provided to us by the Management of the Holding company in this regard nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.
- v. On the basis of our verification and on consideration of the reports of the statutory auditor of subsidiary that is an Indian company under the Act, we report that:
 - i) the final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.
 - ii) The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of their respective members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 40 to the consolidated financial statements)
- vi. a. Based on our examination which included test checks, and based on the

other auditor report of the subsidiary company incorporated in India, whose financial statements have been audited under the Act, the holding Company, and its subsidiary company incorporated in India have used an accounting software for maintaining their respective books of accounts which have a feature of recording audit trail (edit log) facility, except that no audit trail feature was enabled at the database level in respect of an accounting software to log any direct data changes as explained in Note 57 to the consolidated financial statements.

Further, where enabled, audit trail feature has been operated for all relevant transactions recorded in the accounting software. Also, during the course of our examination, we and the auditor of subsidiary company incorporated in India, did not come across any instance of audit trail feature being tampered with in respect of such accounting software. Additionally, the audit trail of prior year has been preserved by the holding company, its subsidiary company incorporated in India, as per the statutory requirements for record retention to the extent it was enabled and recorded in prior years.

- b. Based on our examination which included test checks, and based on the other auditor report of its subsidiary company incorporated in India whose financial statements have been audited under the Act, the holding Company and its subsidiary company incorporated in India have used an accounting software for maintaining their payroll records, which is managed and maintained by a third-party software service provider as explained in Note 57 to the consolidated financial statements. However, in absence of adequate coverage in SOC report of the said software we and the auditor of subsidiary company incorporated in India are unable to comment whether the said accounting software has a feature of recording audit trail (edit log) facility and whether the same has operated throughout the year

Independent Auditors' Report (Contd.)

for all relevant transactions recorded in the software or whether there is any instance of audit trail feature being tampered with. Additionally, we and other auditor of subsidiary company incorporated in India are unable to comment whether the audit trail of prior year has been preserved as per the statutory requirements for record retention.

- iv) 2. In our opinion, according to information, explanations given to us, the remuneration paid by the holding company and its subsidiary company

incorporated in India, to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

3. According to the information and explanations given to us, the details of qualifications/ adverse remarks made by us and the respective auditor of the subsidiary, in the Companies (Auditor's Report) Order 2020 (CARO) Reports issued till date of our audit report for the companies included in the consolidated financial statements are as follows:

Sr.No.	Name of the Company	CIN	Type of Company (Holding/ Subsidiary)	Clause number of the CARO Report which is qualified or Adverse
1.	Precision Camshafts Limited	L24231PN1992PLC067126	Holding	Ii (b)
2.	Precision Camshafts Limited	L24231PN1992PLC067126	Holding	iii (c)
3.	Precision Camshafts Limited	L24231PN1992PLC067126	Holding	vii (b)

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Jumani

Partner

Membership No. 111700

UDIN: 25111700BMKSGX1947

Place: Pune

Date: May 27, 2025



ANNEXURE A

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR YEAR ENDED MARCH 31, 2025

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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 Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements 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 the management and Board of Directors.
- Conclude on the appropriateness of the management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business

activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Nitin Manohar Jumani

Partner

Place: Pune

Date: May 27, 2025

Membership No. 111700

UDIN: 25111700BMKSGX1947

ANNEXURE B

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED

[Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Precision Camshafts Limited on the consolidated Financial Statements for the year ended March 31, 2025].

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

OPINION

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls reference to consolidated financial statements of Precision Camshafts Limited (hereinafter referred to as "the Holding Company") which includes the internal financial controls over financial reporting of the Holding Company and its subsidiary company (the Holding Company and its subsidiary together referred to as "the Group"), which are companies incorporated in India, as of that date.

In our opinion, and to the best of our information and according to the explanations given to us, the Group, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal financial controls with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

MANAGEMENT AND BOARD OF DIRECTOR'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Management and the Board of Directors of the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by 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 the respective company's policies, the safeguarding of its

assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Group, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Group, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A Company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's



ANNEXURE B (Contd.)

internal financial control with reference to consolidated financial statements 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, 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 with reference

to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OTHER MATTER :

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to 1 (one) subsidiary company, which is incorporated in India, is based on the corresponding reports of the auditor of such company incorporated in India.

Our opinion is not modified in respect of this matter.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Juman
Partner

Place: Pune
Date: May 27, 2025

Membership No. 111700
UDIN: 25111700BMKSGX1947

CONSOLIDATED BALANCE SHEET

as at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
ASSETS			
I. Non-current assets			
(a) Property, plant and equipment	3	26,861.82	30,592.83
(b) Capital work-in-progress	3A	5,831.17	2,768.31
(c) Investment property	3B	294.49	-
(d) Goodwill on consolidation	4A	1,358.97	1,658.36
(e) Other intangible assets	4	122.00	224.49
(f) Financial assets			
(i) Investments	5A	7.46	7.46
(ii) Other financial assets	5B	517.67	563.35
(g) Deferred tax assets (net)	30	785.32	776.77
(h) Other non-current assets	6	1,519.65	562.87
Total non-current assets		37,298.55	37,154.44
II. Current assets			
(a) Inventories	7	11,391.78	14,368.97
(b) Financial assets			
(i) Investments	5A	31,953.09	22,502.72
(ii) Trade receivables	8	16,463.99	17,552.63
(iii) Cash and cash equivalents	9	4,879.30	4,330.00
(iv) Bank balances other than (iii) above	9	4,483.05	4,581.16
(v) Other financial assets	5B	201.66	148.10
(c) Other current assets	6	1,171.10	2,782.56
Total current assets		70,543.97	66,266.14
Assets classified as held for sale	19	625.73	925.47
TOTAL ASSETS		1,08,468.25	1,04,346.05
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	9,498.58	9,498.58
(b) Other equity	11	69,751.47	65,336.39
Total Equity attributable to equity holders of Holding company		79,250.05	74,834.97
Non controlling interest		-	-
Total equity		79,250.05	74,834.97
Liabilities			
I. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	230.61	663.12
(ii) Lease liabilities	14	963.56	380.31
(b) Provisions	17	1,071.69	826.88
(c) Deferred tax liabilities (net)	30	1,077.59	670.52
(d) Other non-current liabilities	16	294.35	409.19
Total non-current liabilities		3,637.80	2,950.02
II. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	9,428.85	9,583.86
(ii) Trade payables	15		
- total outstanding dues of micro enterprises and small enterprises		836.23	1,252.87
- total outstanding dues of creditors other than micro enterprises and small enterprises		8,677.86	10,442.21
(iii) Other financial liabilities	13	2,273.56	2,204.88
(iv) Lease Liabilities	14	1,413.96	384.10
(b) Other current liabilities	16	1,619.31	1,954.62
(c) Provisions	17	320.83	413.16
(d) Current tax liabilities (net)	18	738.69	264.25
Total current liabilities		25,309.29	26,499.95
Liabilities related to assets classified as held for sale	19A	271.11	61.11
Total liabilities		29,218.20	29,511.08
Total Equity and Liabilities		1,08,468.25	1,04,346.05

Summary of material accounting policies

2

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For **MSKA & Associates**

Chartered Accountants

ICAI Firm Reg No: 105047W

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Nitin Manohar Juman

Partner

Membership Number: 111700

Yatin S. Shah

Managing Director

DIN: 00318140

Ravindra R. Joshi

Whole-time Director & CFO

DIN: 03338134

Karan Y. Shah

Whole-time Director

DIN: 07985441

Harshal J. Kher

Company Secretary

Membership Number :
A69147

Place: Pune

Date: May 27, 2025

Place: Solapur

Date: May 27, 2025

Place: Solapur

Date: May 27, 2025

Place: Solapur

Date: May 27, 2025

Place: Pune

Date: May 27, 2025



CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	20	86,536.22	1,03,113.70
Other income	21	2,957.59	2,862.60
Total income (I)		89,493.81	1,05,976.30
EXPENSES			
Cost of raw materials and components consumed	22	26,915.36	37,641.84
(Increase) / decrease in inventories of finished goods and work-in-progress	23	2,980.69	2,796.87
Employee benefits expenses	24	17,184.84	19,149.05
Other expenses	25	31,367.30	33,506.61
Total expenses (II)		78,448.19	93,094.38
Earnings before interest, tax, depreciation and amortisation (EBITDA) (III)= (I) - (II)		11,045.62	12,881.93
Finance costs	26	817.04	833.90
Finance Income	27	(327.48)	(297.67)
Depreciation and amortisation expense	28	5,735.30	8,157.72
Profit before exceptional items and tax		4,820.76	4,187.98
Exceptional items	38	3,492.61	1,829.19
Profit before tax		8,313.37	6,017.16
Tax expense			
Current tax	30	2,499.39	2,031.77
(Excess) / short provision of tax relating to earlier years		21.84	-
Deferred tax	30	381.63	(49.91)
Total tax expenses		2,902.86	1,981.86
Profit for the year		5,410.51	4,035.31
Other comprehensive income			
A. Other comprehensive income/ (loss) not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains / (losses) on defined benefit plans		45.54	45.84
Income tax effect		(11.46)	(11.54)
		34.08	34.30
B. Other comprehensive income/ (loss) to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		(79.53)	63.15
		(79.53)	63.15
Other comprehensive income/ (loss) for the year, net of tax [A+B]		(45.45)	97.45
Total comprehensive income for the year, net of tax		5,365.06	4,132.76
Profit for the year Attributable to:			
Equity holders of the Holding Company		5,410.51	4,035.31
Non Controlling interests		-	-
		5,410.51	4,035.31
Other comprehensive income/ (loss) for the year Attributable to:			
Equity holders of the Holding Company		(45.45)	97.45
Non Controlling interests		-	-
		(45.45)	97.45
Total Comprehensive Income for the year Attributable to:			
Equity holders of the Holding Company		5,365.06	4,132.76
Non Controlling interests		-	-
		5,365.06	4,132.76
Earning per share [nominal value per share ₹ 10 (March 31, 2024: ₹ 10)]	29		
a) Basic		5.70	4.25
b) Diluted		5.70	4.25

Summary of material accounting policies

2

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For MSKA & Associates
Chartered Accountants
ICAI Firm Reg No: 105047W

**For and on behalf of the Board of Directors of
Precision Camshafts Limited**
CIN : L24231PN1992PLC067126

Nitin Manohar Juman
Partner
Membership Number: 111700

Yatin S. Shah
Managing Director
DIN: 00318140

Ravindra R. Joshi
Whole-time Director & CFO
DIN: 03338134

Karan Y. Shah
Whole-time Director
DIN: 07985441

Harshal J. Kher
Company Secretary
Membership Number :
A69147

Place: Pune
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Pune
Date: May 27, 2025

STATEMENT OF CONSOLIDATED CASH FLOWS

for the Year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	8,313.37	6,017.16
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets	5,735.30	8,157.72
Net foreign exchange loss/(gain) differences (unrealised)	112.31	(73.95)
Gain on mutual fund (realised and unrealised)	(1,974.28)	(1,765.74)
Loss on sale of asset / asset written off (Net)	84.87	46.71
Finance income (including fair value change in financial instruments)	(327.49)	(297.67)
Finance costs (including fair value change in financial instruments)	817.04	833.90
Liabilities written back	-	(144.06)
Advances received from customers written back	-	(7,024.24)
Inventory written down	-	3,650.04
Impairment of Property, Plant and Equipment	100.00	1,545.01
Impairment of Goodwill	305.11	-
Operating profit before working capital changes	13,166.22	10,944.89
Working capital adjustments:		
(Increase) / decrease in other assets	1,459.33	(433.28)
(Increase) / decrease in other financial assets	144.47	157.69
(Increase) / decrease in trade and other receivables and prepayments	968.79	524.02
(Increase) / decrease in inventories	2,977.19	4,434.22
Increase / (decrease) in provisions	545.43	84.05
Increase / (decrease) in other current liabilities	(713.51)	14.35
Increase / (decrease) in other financial liabilities	(67.84)	349.33
Increase / (decrease) in trade and other payables	(2,102.36)	(966.19)
Cash generated from operations	16,377.73	15,109.08
Income tax paid (net of refunds)	(2,031.21)	(2,015.95)
Net cash flows from operating activities (A)	14,346.51	13,093.13
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(5,404.47)	(6,547.75)
Proceeds from sale of PPE	143.34	195.75
Purchase of financial instruments - Term deposits	(89.48)	(438.55)
Advance received against sale of land	210.00	61.11
Investment in mutual fund	(7,476.08)	(3,000.08)
Interest received (finance income)	323.27	289.48
Net cash flows used in investing activities (B)	(12,293.42)	(9,440.04)



STATEMENT OF STANDALONE CASH FLOWS

for the Year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(817.12)	(833.90)
(Repayment)/ Proceeds in relation to borrowings (net)	(587.52)	958.94
Final dividend paid on shares	(950.51)	(960.73)
Payment of lease obligations	(518.53)	(415.10)
Proceeds from sale and leaseback arrangements	1,449.38	-
Net cash flows used in financing activities (C)	(1,424.30)	(1,250.79)
Net increase in cash and cash equivalents (A+B+C)	628.80	2,402.30
Effect of exchange differences on translation of foreign currency on cash and cash equivalents	(79.50)	63.15
Cash and cash equivalents at the beginning of the year	4,330.00	1,864.55
Cash and cash equivalents as at year end	4,879.30	4,330.00
Components of cash and cash equivalents:		
Balances with banks:		
On current accounts	4,826.62	4,275.35
Deposit with original maturity of less than 3 months	50.51	50.47
Cash in hand	2.17	4.18
Cash and cash equivalents at year end	4,879.30	4,330.00

Summary of material accounting policies

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For MSKA & Associates

Chartered Accountants

ICAI Firm Reg No: 105047W

Nitin Manohar Juman

Partner

Membership Number: 111700

Place: Pune

Date: May 27, 2025

For and on behalf of the Board of Directors of

Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah

Managing Director

DIN: 00318140

Place: Solapur

Date: May 27, 2025

Ravindra R. Joshi

Whole-time Director & CFO

DIN: 03338134

Place: Solapur

Date: May 27, 2025

Karan Y. Shah

Whole-time Director

DIN: 07985441

Place: Solapur

Date: May 27, 2025

Harshal J. Kher

Company Secretary

Membership Number : A69147

Place: Pune

Date: May 27, 2025

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

A EQUITY SHARE CAPITAL

Equity shares of ₹ 10 (refer note 10) each issued, subscribed and fully paid	Number	₹
At April 01, 2023	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2024	9,49,85,835	9,498.58
Issued during the year	-	-
At March 31, 2025	9,49,85,835	9,498.58

B OTHER EQUITY

Attributable to the equity holders of the Holding Company (refer note 11)

Particulars	Reserve and surplus				Other Comprehensive Income		Total equity
	Securities premium account	General Reserve	Retained Earnings	Capital Reserve	Remeasurement gain on defined benefit plans	Foreign currency translation reserve	
As at April 01, 2023	21,739.59	472.21	37,967.35	1,412.02	156.29	406.39	62,153.84
Profit for the year	-	-	4,035.31	-	-	-	4,035.31
Other comprehensive income for the year, net of tax	-	-	-	-	34.30	-	34.30
Total Comprehensive income for the year	-	-	4,035.31	-	34.30	-	4,069.61
Reversal of tax benefit directly routed through equity (deferred tax)	(0.35)	-	-	-	-	-	(0.35)
Exchange differences on translation of foreign operation	-	-	-	-	-	63.15	63.15
Final dividend for year ended March 31, 2023	-	-	(949.86)	-	-	-	(949.86)
As at March 31, 2024	21,739.24	472.21	41,052.79	1,412.02	190.59	469.54	65,336.39
Profit/(loss) for the year	-	-	5,410.51	-	-	-	5,410.51
Other comprehensive income for the year, net of tax	-	-	-	-	34.08	-	34.08
Total Comprehensive income for the year	-	-	5,410.51	-	34.08	-	5,444.59
Reversal of tax benefit (deferred tax)	(0.12)	-	-	-	-	-	(0.12)
Exchange differences on translation of foreign operation	-	-	-	-	-	(79.53)	(79.53)
Final dividend for year ended March 31, 2024	-	-	(949.86)	-	-	-	(949.86)
As at March 31, 2025	21,739.12	472.21	45,513.44	1,412.02	224.67	390.01	69,751.47

The accompanying notes are an integral part of the Consolidated financial statements.

As per our report attached of even date

For MSKA & Associates
Chartered Accountants
ICAI Firm Reg No: 105047W

Nitin Manohar Jumani
Partner
Membership Number: 111700

Place: Pune
Date: May 27, 2025

For and on behalf of the Board of Directors of Precision Camshafts Limited

CIN : L24231PN1992PLC067126

Yatin S. Shah
Managing Director
DIN: 00318140

Place: Solapur
Date: May 27, 2025

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Whole-time Director & CFO
DIN: 03338134

Place: Solapur
Date: May 27, 2025

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Whole-time Director
DIN: 07985441

Place: Solapur
Date: May 27, 2025

Harshal J. Kher
Company Secretary
Membership Number : A69147

Place: Pune
Date: May 27, 2025



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. REPORTING ENTITY

Precision Camshafts Limited ("the Company" or "the parent") is a public company domiciled in India and was incorporated in 1993 with its equity shares listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The Company has its office registered at D5, M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255.

These consolidated financial statements comprise the financial statements of the Company and its subsidiaries (together referred to as the 'Group') for the year ended March 31, 2025. The Group is primarily involved in Manufacturing of auto-components (Camshafts & others) & Kit sets which are used for electrifying the fuel trucks.

These consolidated financial statements were approved for issue in accordance with a resolution of the directors on May 27, 2025.

2(a) Basis of preparation of Financial Statements

(i) Statement of compliance and basis of Preparation

These consolidated financial statements of the group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied to all the years presented except where a newly issued Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

Details of the Group material accounting policies are included in Note 2(c).

(ii) EBITDA Measurement Policy:

The Group has elected to present earnings before interest, tax, depreciation and amortisation (EBITDA) as a separate line item on the face of the statement of profit and loss to provide a clear view of operational performance. In its measurement the Group does not include depreciation and amortisation expense, finance income, finance costs and tax expense to reflect core business performance accurately.

(iii) Functional and presentation currency

The consolidated financial Statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lakh to two decimal points, unless otherwise indicated.

(iv) Basis of measurement

These consolidated financial Statements have been prepared on a historical cost convention on accrual basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit liability	Present value of defined benefit obligation less fair value of plan assets

(v) Going Concern Assumption

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern.

(vi) Basis of Consolidation:

The consolidated financial statements incorporate the financial statements of the Company and all its subsidiaries, being the entities that it controls. Control is evidenced where the Group has power over the investee or is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over investee. Power is demonstrated through existing rights that give the ability to direct relevant activities, which significantly affect the entity returns. The financial statements of subsidiaries are prepared for the same reporting year as the parent company. Where necessary, adjustments are made to the financial statements of subsidiaries to align the accounting policies in line with accounting policies of the Group. Intragroup balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

(vii) Critical accounting judgements and key sources of estimation uncertainty

In preparing these consolidated Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In particular, information about significant areas of

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated Financial Statements are included in the following notes:

a) Critical Accounting Estimates

- Note 31 – The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 3 - Property, plant and equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life. The policy for the same has been explained under Note 2(c).
- Note 8 - The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. The policy for the same has been explained under Note 2(c).
- Note 4A-The Group assesses the carrying value of goodwill for impairment. This involves

allocating goodwill to the relevant cash-generating unit (CGUS) or group of CGUS that are expected to benefit from the synergies of the combination. This process requires significant judgment, including assumptions about future cash flows, growth rates, and discount rates, reflecting management's best estimates under current market conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).

- Note 7-The Group assesses inventory at the lower of cost and net realisable value (NRV). NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The provision for NRV is based on Current and forecasted market trends, Obsolescence & sales projections. This estimate involves significant judgment and is reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 19-The Group classifies assets as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. Management assesses whether the sale is highly probable and the asset is available for immediate sale in its present condition. The estimation involves significant judgment, including assumptions about the selling price, costs to sell, and the timeframe for the sale, based on current market conditions. The policy for the same has been explained under Note 2(c).

2(b) Changes in accounting policies and disclosures

(i) Ind AS 117, Insurance Contracts

The Ministry of Corporate Affairs ("MCA") notified the Ind AS 117, Insurance Contracts, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after 1 April 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply.

The application of Ind AS 117 had no impact on the consolidated financial statements as the Group has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) Ind AS 116, Leases

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amended Ind AS 116, Leases, with respect to lease liability in a sale and leaseback transaction. The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

These amendments do not have any material impact on the amount recognised in these consolidated financial statements of the group.

(iii) New standards and amendments issued but not effective

There are no such standards which are notified but not yet effective

2(c) Material accounting policies

(i) Foreign currency

Foreign currency transactions and translation

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (₹), which is the Company's functional and Group's presentation currency.

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. Gains/losses arising out of fluctuation in foreign exchange rates between the transaction date and settlement date are recognised in the profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date and the exchange differences are recognised in the profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Group companies

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet,
- income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- All resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(ii) Financial Instruments

Non derivative financial instruments consist of:

- financial assets, which include cash and cash

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

equivalents, trade receivables, investments in equity & Mutual funds and eligible current and non current assets; and

- financial liabilities, which include borrowings, trade payables, lease liability and eligible current and noncurrent liabilities.

(a) Recognition of Non derivative financial instruments:

Non-derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents.

The Group's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks and are considered part of the Group's cash management system.

Investments

Financial instruments measured at fair value through profit or loss ("FVTPL"):

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the statement of profit and loss. The gain or loss on disposal is recognised in the statement of profit and loss.

Other financial assets

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These comprise trade receivables, lease receivables, and eligible current and noncurrent assets. They are presented as current assets, except for those expected to be realised later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that

do not contain a significant financing component are measured at the Transaction Price.

Trade payables and other liabilities

Trade payables are initially recognised at transaction price, and subsequently carried at transaction price.

Other liabilities are initially recognised at transaction price, and subsequently carried at amortised cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value of these instruments.

(b) Derecognition of financial instruments

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Group retains substantially all the risks and rewards of a transferred financial asset, the Group continues to recognise the financial asset and recognises a borrowing for the proceeds received. A financial liability (or a part of a financial liability) is derecognised from the Group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(c) Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the Balance Sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(iii) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost (cash price equivalent), which includes capitalised borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

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 profit or loss.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Capital work in progress is stated at cost and includes the cost of the assets that are not ready for their intended use at the Balance Sheet date.

PPE is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

ii. Subsequent expenditure

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

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method except in case of one subsidiary namely Memco engineering private limited where written down value method is followed and is generally recognised in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the Group is furnished below:

Particulars	Useful lives (years)
Buildings	30 -60
Roads	5-10
Plant & Machinery	3-15
Computer	3-5
Office Equipment	5
Furniture and fixtures	5-10
Vehicles	5-8
Electrical installation	10

Cost of leasehold land is amortised over the period of lease i.e, 80 years to 99 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

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

(iv) Intangible assets

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. Intangible assets are amortised over its useful life on straight line basis. The estimated useful life of amortisable intangibles is reviewed and where appropriate is adjusted, annually.

The estimated useful lives of the amortisable intangible assets are as follows:

Particulars	Useful lives (years)
Computer Software	3-5
Technical Knowhow	3-7

(v) Asset classified as held for sale.

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Following their classification as held for sale, non current assets are not depreciated.

(vi) Investment Property.

(i) Investment properties carried at cost:

Properties that are held for long-term rental yields and/or for capital appreciation are classified as investment properties. Investment properties are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. Depreciation is recognised using the straight line method so as to amortise the cost of investment properties over their useful lives as specified in Schedule II of the Companies Act, 2013. Freehold land and properties under construction are not depreciated.

(ii) Reclassification to/from investment property:

When an item of property, plant and equipment or right-of-use assets is transferred to investment property following a change in its use, the carrying amount of the item immediately prior to transfer is recognised as the deemed cost of the investment property for subsequent accounting.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(iii) Derecognition of Investment property:

An item of investment property is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of investment property is determined as the difference between the sales proceeds and the carrying amount of the property and is recognised in the Statement of Profit and Loss.

Income received from investment property is recognised in the Statement of Profit and Loss on a straight line basis over the term of the lease/ agreement.

(vii) Impairment

i. Impairment of Financial assets

The Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, Lease receivables and other financial assets. Expected credit loss is the difference between the contractual cash flows and the cash flows that the entity expects to receive discounted using the effective interest rate.

Loss allowances for trade receivables, Lease receivables are measured at an amount equal to lifetime expected credit loss. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Lifetime expected credit loss is computed based on a provision matrix which takes in to account risk profiling of customers and historical credit loss experience adjusted for forward looking information.

ii. Impairment of non-financial assets

The Group's non-financial assets such as property, plant and equipment, Goodwill, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely

independent of the cash inflows of other assets or CGUs. Goodwill is allocated on initial recognition to each of the Group's CGUs that are expected to benefit from a business combination that gives rise to the goodwill.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. An impairment loss recognised for goodwill is not reversed.

(viii) Inventories:

Inventories are valued at lower of cost and net realisable value including necessary provision for obsolescence. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The comparison of cost and net realisable value is made on an item by item basis.

The cost of raw materials, components, consumable stores and spare parts are determined using the weighted average method and includes freight, taxes and duties, net of duty credits wherever applicable.

Finished goods and work in progress are valued at lower of cost and net realisable value. Cost includes all direct costs including applicable manufacturing overheads incurred in bringing them to their present location and condition



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ix) Leases

The Group as a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date.

The right-of-use asset is initially measured at cost. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the future lease payments, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(x) Employee benefits

i. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g. under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Post-employment benefits (defined benefit plans)

The Holding company and subsidiary company incorporated in India provides for retirement

benefits in the form of Gratuity. A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Holding company and subsidiary company has obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Holding company and subsidiary company incorporated in India, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The holding company and subsidiary company incorporated in India determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Holding company and subsidiary company incorporated in India recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii. Defined contribution plans

The Holding company and subsidiary company incorporated in India makes defined contribution to Government Employee Provident Fund, and Superannuation Scheme, which are recognised in the Statement of Profit and Loss on accrual basis.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(xi) Revenue Recognition

The Group derives revenue primarily from sale of auto-components (Camshafts & others) & Kit sets which are used for electrifying the fuel trucks. The Group also earns revenue from Tooling contract used in manufacturing of camshafts.

Sale of Products & Kit sets:

Revenue from sale of product & Kit sets is recognised at point in time when control of the goods has transferred to the customer. Control over a good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. Revenue from product sales are recorded net of allowances for estimated rebates and estimates of product returns, all of which are established at the time of sale

Tooling contract:

The Group recognises revenue from developed tools only when they are approved by the customer. Accordingly,

revenue from tooling is recognised at a point in time, post-approval by the customer, at the transaction price agreed upon in the contract.

(xii) Government Grant and Export Incentives:

Grants from the Government are recognised at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating revenue.

Government grants in the nature of export incentives are accounted for in the period of export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

(xiii) Dividend:

Dividends are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is when declared by the directors. In the case of final dividends, this is when approved by the shareholders at the annual general meeting.

(xiv) Income tax

Income tax comprises current and deferred tax.

i. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside Statement of Profit and Loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii. Deferred tax

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the consolidated balance sheet differs from its tax base, except for differences arising on:

- The initial recognition of goodwill,
- The initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit, and
- Investments in subsidiaries and joint arrangements where the Group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

The amount of the asset or liability is determined using tax rates that have been enacted or substantively enacted by the reporting date and are expected to apply when the deferred tax liabilities/(assets) are settled/(recovered).

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

that an outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting date and are adjusted to reflect the current best estimates.

The Group uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

(xvi) Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance. The Group is engaged in manufacturing of auto-components (camshafts & others) & Kit sets which are used for electrifying the fuel trucks. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Group has structured its operations into a single operating segment; however based on the geographic distribution of activities, the CODM has identified India and outside India as two reportable geographical segments. Refer Note No 34 for segment information presented.

(xv) Provisions and Contingent Liabilities

The Group estimates the provisions that have present obligations as a result of past events, and it is probable

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold land	Freehold Land	Buildings	Plants and equipment	Office equipment	Furniture and fixtures	Vehicles	Electrical installation	Computer-hardware	Right of use Asset-Plant and machinery	Right of use Asset - Land and buildings	Total
At Cost												
At April 01, 2023	941.37	724.44	13,237.47	66,430.74	3,422.42	243.62	496.38	38.95	352.69	-	2,109.52	87,997.60
Additions	-	64.35	1,051.97	10,776.40	141.59	49.41	369.07	-	9.88	-	270.00	12,732.67
Disposals	-	-	-	(2,260.79)	-	-	(109.04)	-	-	-	(596.28)	(2,966.11)
Assets classified as held for sale	(18.05)	-	(1,207.71)	(18.36)	(4.67)	(36.82)	-	-	-	-	-	(1,285.61)
Other adjustment												
- Foreign currency translation reserve	-	23.92	67.85	128.86	10.08	-	0.99	-	(166.69)	-	9.30	74.31
At March 31, 2024	923.32	812.71	13,149.58	75,056.85	3,569.42	256.21	757.40	38.95	195.88	-	1,792.54	96,552.86
Additions	-	-	20.81	1,327.09	31.31	14.06	62.59	7.18	11.58	791.29	743.88	3,009.80
Disposals**	-	-	-	(17,418.78)	(1,027.03)	(0.37)	(254.72)	-	(0.97)	-	(55.02)	(18,756.89)
Other adjustment												
- Foreign currency translation reserve	-	8.11	96.58	567.32	76.04	-	1.18	-	4.58	5.76	45.55	805.11
At March 31, 2025	923.32	820.82	13,266.97	59,532.48	2,649.74	269.90	566.45	46.13	211.07	797.05	2,526.95	81,610.88
Depreciation and impairment												
At April 01, 2023	72.95	-	5,279.53	50,453.35	3,031.05	220.13	193.68	16.39	241.48	-	1,013.15	60,521.71
Charge for the year	11.56	-	517.54	4,920.51	236.03	7.75	79.66	5.14	38.28	-	474.29	6,290.76
Disposals	-	-	-	(1,644.79)	-	-	(52.13)	-	-	-	(380.72)	(2,077.64)
Assets classified as held for sale	(5.57)	-	(295.82)	(18.00)	(4.67)	(36.09)	-	-	-	-	-	(360.15)
Foreign currency translation reserve	-		19.63	121.85	7.56	-	0.23	-	(113.61)	-	2.56	38.22
Impairment	-	-	-	1,547.13	-	-	-	-	-	-	-	1,547.13
At March 31, 2024	78.94	-	5,520.88	55,380.05	3,269.97	191.79	221.44	21.53	166.15	-	1,109.28	65,960.03



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Leasehold land	Freehold Land	Buildings	Plants and equipment	Office equipment	Furniture and fixtures	Vehicles	Electrical installation	Computer-hardware	Right of use Asset-Plant and machinery	Right of use Asset - Land and buildings	Total
Charge for the year	11.64	-	532.52	4,398.63	109.35	10.77	74.13	3.71	25.06	118.69	336.18	5,620.68
Disposals	-	-	-	(16,601.37)	(972.02)	(0.37)	(50.71)	-	(0.97)	-	(8.19)	(17,633.63)
Foreign currency translation reserve	-	-	64.91	531.40	71.82	-	0.95	-	3.94	0.86	28.09	701.98
Impairment Provision *	-	-	-	100.00	-	-	-	-	-	-	-	100.00
At March 31, 2025	90.58	-	6,118.31	43,808.71	2,479.12	202.19	245.81	25.24	194.18	119.55	1,465.36	54,749.06
Net Block												
At March 31, 2025	832.74	820.82	7,148.66	15,723.77	170.62	67.71	320.64	20.89	16.89	677.50	1,061.58	26,861.82
At March 31, 2024	844.38	812.71	7,628.70	19,676.80	299.45	64.42	535.96	17.42	29.73	-	683.26	30,592.83

* Property, plant and equipment (including capital work-in-progress) were tested for impairment during the year where indicators of impairment existed. During the year ended March 31, 2025, the Holding Company has recognised an impairment provision of ₹ 100 Lakhs in respect of asset used for job work project. The impairment recognised is included within exceptional items in the statement of profit and loss.

**The disposal during the year includes a sale and leaseback arrangement undertaken by one of the subsidiary company. This transaction has been accounted for in accordance with the requirements of Ind AS 116 – Leases.

For further details, refer Note 43A to the financial statements.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3A: CAPITAL WORK IN PROGRESS

Particulars	Capital work in progress
At April 01, 2023	8,127.35
Additions	5,944.91
Disposals	-
Capitalised during year	(11,294.38)
Other Adjustment	
- Foreign currency translation reserve	(9.57)
At March 31, 2024	2,768.31
Additions	4,466.69
Disposals	(49.18)
Capitalised during year	(1,356.87)
Other Adjustment	
- Foreign currency translation reserve	2.22
At March 31, 2025	5,831.17
Net book value	
At March 31, 2025	5,831.17
At March 31, 2024	2,768.31

Asset under construction

Capital work-in-progress (CWIP) comprises cost of assets that are not yet installed and ready for their intended use at the balance sheet date. Capital work in progress as at March 31, 2025 comprises expenditure for plant and machinery & building in the course of construction. Refer Note 44 for ageing of CWIP.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3B: INVESTMENT PROPERTY

Particulars	Buildings
Cost	
Gross Carrying amount as at 1 April 2024	-
Additions (reclassified from Asset held for sale)	299.74
Disposals/adjustments	-
At March 31, 2025	299.74
Accumulated depreciation	
Accumulated depreciation as at 1 April 2024	-
For the year	5.25
Disposals/adjustments	-
At March 31, 2025	5.25
Net book value	
At March 31, 2025	294.49
At March 31, 2024	-

The Holding Company's investment properties consist of 11 residential Flats in Vaishnavi Multicons, 1-LGF, Saurabh Apartment, Solapur in India which the Holding company intends to let out on rental basis. As of March 31, 2025, no rental agreement has been entered into resulting in no income being booked from the investment property.

Estimation of fair value

As at March 31, 2025, the fair values of the property is ₹ 317.23 Lakhs. These valuations are based on valuations performed by M/S A.V.Joshi & Associates, a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. A valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

Description of valuation techniques used and key inputs to valuation on investment properties:

The Holding Company intends to earn rental income from the property in the future. Accordingly, the fair value of the property has been determined based on prevailing market rates, as assessed by an independent valuer which is derived from observable market data. This valuation reflects the estimated amount for which the property could be exchanged between knowledgeable, willing parties at the reporting date.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

Particulars	Computer software	Corporate Design & New Homepage	Customer Realtions	Research & development	Technical Knowhow	Development	IP Technology	Total
At Cost								
At April 01, 2023	678.46	68.18	2,554.78	340.00	4,265.71	38.10	3,725.15	11,670.38
Additions	50.92	-	-	-	65.90	-	-	116.82
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	148.37	-	105.08	-	277.31	(38.10)	269.19	761.85
At March 31, 2024	877.75	68.18	2,659.86	340.00	4,608.92	-	3,994.34	12,549.05
Additions	3.17	-	-	-	-	-	-	3.17
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	18.40	-	-	-	107.88	-	-	126.28
At March 31, 2025	899.32	68.18	2,659.86	340.00	4,716.80	-	3,994.34	12,678.50
Amortisation and impairment								
At April 01, 2023	479.27	68.17	2,554.78	340.00	3,387.57	38.10	2,850.50	9,718.39
Charge for the year (refer note 28)	129.87	0.01	-	-	873.07	-	864.01	1,866.96
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	105.78	-	105.08	-	286.62	(38.10)	279.83	739.21
At March 31, 2024	714.92	68.18	2,659.86	340.00	4,547.26	-	3,994.34	12,324.56
Charge for the year (refer note 28)	97.97	-	-	-	11.40	-	-	109.37
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	15.28	-	-	-	107.29	-	-	122.57
At March 31, 2025	828.17	68.18	2,659.86	340.00	4,665.95	-	3,994.34	12,556.50
Net Block								
At March 31, 2025	71.15	-	-	-	50.85	-	-	122.00
At March 31, 2024	162.83	-	-	-	61.66	-	-	224.49



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 4A: INTANGIBLE ASSET UNDER DEVELOPMENT & GOODWILL ON CONSOLIDATION

Particulars	Intangible asset under development	Goodwill on Consolidation
At April 01, 2023	45.00	3,740.63
Additions	-	-
Disposals/ Write off	(45.00)	-
Other Adjustment	-	-
- Foreign currency translation reserve	-	1.01
At March 31, 2024	-	3,741.64
Additions	-	-
Disposals/ Write off	-	-
Other Adjustment	-	-
- Foreign currency translation reserve	-	-
At March 31, 2025	-	3,741.64
Amortisation		
At April 01, 2023	-	2,083.28
Charge for the year	-	-
Disposals	-	-
Other Adjustment	-	-
- Foreign currency translation reserve	-	-
At March 31, 2025	-	2,083.28
Charge for the year	-	-
Disposals	-	-
Impairment of Goodwill *	-	299.39
Other Adjustment	-	-
- Foreign currency translation reserve	-	-
At March 31, 2025	-	2,382.67
Net book value		
At March 31, 2025	-	1,358.97
At March 31, 2024	-	1,658.36

Impairment of Goodwill:

Goodwill arising on consolidation represents the excess of the consideration transferred over the Group's share of the net fair value of the identifiable assets and liabilities of the acquired entity at the date of acquisition. As per the requirements of Ind AS 36 – Impairment of Assets, goodwill is not amortised but is subject to annual impairment testing or more frequently if indicators of impairment exist.

Impairment Testing and CGU Allocation:

The goodwill has been allocated to the following entity(i.e respective (CGU)), which is expected to benefit from the synergies of the business combination.

Particulars	March 31, 2025		March 31, 2024	
	Memco Engineering Private Limited	EMOSS Mobile Systems B.V	Memco Engineering Private Limited	EMOSS Mobile Systems B.V
Opening Good will (a)	1,358.97	299.39	1,358.97	298.38
FCTR Adjustment (b)	-	-	-	1.01
Impairment Provision (c)	-	(299.39)	-	-
Closing Good will [a+ b+ c]	1,358.97	-	1,358.97	299.39

The Group carried out an impairment assessment as at March 31, 2025. The recoverable amount of each cash generating unit (CGU) is determined based on value-in-use calculations. The calculations use cash flow projections based on financial budgets approved by management covering a detailed three-year period. Cash flows beyond the three year period are extrapolated using a estimated growth rate determined by management as stated below.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Key Assumptions Used in the Valuation:

Particulars	Memco Engineering Private Limited	EMOSS Mobile Systems B.V
Discount rate	15.02%	12.85%
Terminal growth Rate	5.00%	7.00%

Impairment Conclusion:

Based on the assessment performed, considering the continued decline in operational performance and other relevant indicators, the Company has fully impaired its investment in the subsidiary EMOSS in the standalone financial statements.

Consequently, in the consolidated financial statements, the entire goodwill relating to EMOSS has also been fully impaired as of the reporting date. Accordingly, no sensitivity analysis has been performed for this Cash Generating Unit (CGU).

For the remaining CGUs, no indicators of impairment were identified as of the reporting date, and hence, no impairment has been recognised.

This impairment has been presented under “Exceptional Items” in the consolidated statement of profit and loss.

NOTE 5: FINANCIAL ASSETS

5A) Investments

Particulars	As at March 31, 2025	As at March 31, 2024
(i) At fair value through profit or loss (FVTPL)		
a) Investments in equity instruments		
Other investments		
Shares of Laxmi Co-op. Bank Limited	1.25	1.25
5000 Equity shares of ₹ 25 each fully paid-up (March 31, 2024: 5,000 equity shares)		
Shares of Solapur Janata Sahakari Bank Limited	0.05	0.05
500 Equity shares of ₹ 10 each fully paid-up (March 31, 2024: 500 equity shares)		
Shares of Thane Janata Bank	4.63	4.63
9259 Equity shares of ₹ 50 each fully paid-up (March 31, 2024: 9259 equity shares)		
Shares of Janlaxmi Bank	1.30	1.30
5198 Equity shares of ₹ 25 each fully paid-up (March 31, 2024: 5198 equity shares)		
Shares of Mahila Bank	0.21	0.21
850 Equity shares of ₹ 25 each fully paid-up (March 31, 2024: 850 equity shares)		
Shares of Godavari Bank	0.01	0.01
10 Equity shares of ₹100 each fully paid-up (March 31, 2024: 10 equity shares)		
Shares of NAMCO Bank	0.01	0.01
28 Equity shares of ₹ 25 each fully paid-up (March 31, 2024: 28 equity shares)		
b) Investments in mutual funds		
Quoted mutual funds		
HDFC Corporate Bond Fund - Growth	1,314.78	541.97
ICICI Prudential Saving Fund-Growth	2,746.40	2,545.32



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
ICICI Prudential Banking and PSU Debt Fund - Growth	532.75	493.03
ICICI Prudential Corporate Bond Fund - Growth	914.58	844.47
ICICI Prudential Short term Fund-Growth	213.23	197.31
ICICI Prudential All Seasons Bond Fund - Growth	1,920.96	1,041.20
ICICI Prudential Money Market Fund - Growth	548.01	508.63
Nippon india short term fund - growth plan - growth option	-	118.55
Nippon India low duration fund - growth plan- growth option	-	239.01
ABSL Corporate Bond Fund-Growth	1,874.49	960.19
ABSL Sun life Low duration Fund	130.57	121.89
ABSL Saving Fund Growth	274.83	255.03
ABSL Nifty SDL PSU Bond Sept	481.40	446.49
Axis Short Term Fund-Growth	855.62	790.27
Axis Bluechip Fund - Growth	317.59	303.61
Axis Money Market Fund - Regular Growth	548.16	508.75
Axis Banking & PSU Debit Fund - Growth	509.63	471.88
Axis All Seasons Debt Fund of Funds Regular Growth	-	243.91
Axis Treasury Advantage Fund - Regular Growth (TA-GP)	597.71	554.86
Axis Nifty AAA Bond Plus SDL Apr 2026 50:50 ETF FoF - Regular Growth	236.35	221.09
Bandhan Corporate Bond Fund Regular Plan- Growth (erstwhile IDFC Corporate Bond Fund Regular Plan-Growth)	-	667.01
IDFC Ultra Short Term Fund-Growth(Reg Plan)	-	595.52
Bandhan Ultra Short Term Fund Regular Plan-Growth (erstwhile IDFC Ultra Short Term Fund Regular Plan-Growth)	644.89	3.61
IDFC Low Duration Fund - Growth	-	-
TATA banking & PSU debt fund regular plan	-	171.77
Kotak Low Duration Fund Std Growth (Regular Plan)	-	2,320.48
Kotak Nifty SDL APR 2027 top 12 Equal Weight Index Fund Regular	240.46	222.10
Kotak banking and PSU debt fund	666.91	616.75
Kotak Savings Growth Fund	-	13.78
Kotak Bond Fund short term Growth	304.87	474.43
Kotak Corporate Bond Fund standard - Growth	509.87	1,181.27
Kotak Floating Rate Fund Growth - Regular plan	651.32	600.53
Kotak Dynamic Bond Reg Plan Growth	1,367.11	1,056.58
Baroda Bnp Paribas Multi Cap Fund	634.91	585.69
SBI Magnum ultra short duration fund Regular Growth	-	129.10
SBI Short term debt Fund Regular Plan	-	191.53
Sundaram Large And Mid Cap Fund - Regular Growth	240.70	223.00
Canara Robeco Force Collection A/C	198.96	185.99
Canara Robeco Blue chip equity Fund	177.31	162.75
HDFC Banking and PSU Debt Fund	75.88	89.96
HDFC Equity saving Fund	79.21	100.00
Edelweiss Mutual Fund	477.02	443.48
ICICI Prudential Ultra Short Term Fund	1,719.59	240.78
Axis Income Advantage Fund of Funds - Regular Growth - ASGP	884.96	-
UTI Floater Fund	128.08	17.05
UTI Money Market Fund	-	102.53
ICICI Prudentil Fund	583.90	5.07

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
ICICI Pru All Seasons Bond Fund (G)	1,187.56	
ICICI Pru Corporate Bond Fund (G)	1,132.41	-
Nippon India Corporate Bond Fund (G)	1,280.55	-
Axis Corporate Bond Fund (G)	882.05	-
Invesco India Corporate Bond Fund Reg (G)	567.02	-
SBI Savings Fund	1,532.18	-
SBI Balanced Advantage Fund Reg (G)	294.97	-
SBI Corporate Bond Fund (G)	626.45	-
Kotak Balanced Advantage fund growth	194.12	-
HDFC Short Term Debt Fund (G)	103.71	-
Axis Dynamic Bond Fund (G)	259.20	-
Axis Short Duration Fund (G)	103.79	-
Tata Corporate Bond Fund Regular Plan Growth	186.07	
Total Investments at FVTPL	31,960.55	22,510.18
Non-current	7.46	7.46
Current	31,953.09	22,502.72
	31,960.55	22,510.18
Total Investments	31,960.55	22,510.18
Aggregate book value of quoted investments	31,953.09	22,502.72
Aggregate book value of unquoted investments	7.46	7.46

5B) Other financial assets

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Derivative instruments		
Foreign-exchange forward contracts*	-	39.46
(ii) Others		
(a) Bank deposits with more than 12 months maturity	352.41	164.82
(b) Interest accrued on Fixed deposits	9.45	11.45
(c) Lease Receivable	-	80.89
(d) Income accrued on Others	18.50	12.29
(e) Other receivable	52.07	119.20
(f) Security Deposits#	286.90	283.34
Total	719.33	711.45
Non-current	517.67	563.35
Current	201.66	148.10
	719.33	711.45

* The holding company entered into foreign exchange forward contracts with the intention to reduce the foreign exchange exposure of trade receivables and trade payables.

Security deposit is with electricity department; which carrying interest at the rate of 4% to 7% for the company.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 6: OTHER ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
Capital advances	1,057.82	172.43
Prepaid expense	491.88	592.77
Advances for purchase of materials	32.99	110.18
Income tax deposited with tax authorities (under protest)	348.72	335.42
Other Advances with Provident fund authorities (under protest)	12.12	12.12
Income accrued on Export incentives	160.16	296.83
Balances with statutory/government authorities	473.24	1,695.77
Other receivables	91.46	90.71
Advance tax (net of provision for taxation)	22.36	39.20
Total	2,690.75	3,345.43
Non-current	1,519.65	562.87
Current	1,171.10	2,782.56
	2,690.75	3,345.43

NOTE 7: INVENTORIES

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials and components (at cost)	2,347.97	1,564.06
Stores, spares and packing materials (at cost)	2,146.45	2,926.86
Work in progress (at cost)	2,345.06	4,405.70
Finished goods (at lower of cost and net realisable value)*	4,552.30	5,472.35
Total	11,391.78	14,368.97

During the year ended March 31, 2025 ₹ 49.99 Lakhs (March 31, 2024 ₹ 87.40 Lakhs) was recorded as write down of inventory.

*Finished goods includes Goods in transit ₹ 2,733.51 lakhs (March 31, 2024: ₹ 4,096.71 lakhs)

NOTE 8: TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables	16,463.99	17,552.63
Total	16,463.99	17,552.63
Break-up for security details:		
- Secured, considered good	-	-
- Unsecured, considered good	16,463.99	17,552.63
- Trade receivables - Credit impaired	705.75	275.35
Total	17,169.74	17,827.98
Impairment allowance (allowance for bad and doubtful debts)		
- Doubtful	(705.75)	(275.35)
Total	16,463.99	17,552.63

The net carrying value of trade receivables is considered a reasonable approximation of fair value

Trade receivables are non-interest bearing and are generally on terms of 30 to 150 days.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Ageing of trade receivables as on March 31, 2025

	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	3,156.93	5,535.04	7,728.92	42.71	0.39	-	-	16,463.99
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	62.49	33.54	581.57	24.61	3.54	705.75
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	(62.50)	(33.53)	(581.57)	(24.61)	(3.54)	(705.75)
	3,156.93	5,535.04	7,728.91	42.72	0.39	-	-	16,463.99

Ageing of trade receivables as on March 31, 2024

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	-	7,250.20	10,193.29	109.05	0.09	-	-	17,552.63
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	155.34	116.47	3.54	-	275.35
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	(155.34)	(116.47)	(3.54)	-	(275.35)
	-	7,250.20	10,193.29	109.05	0.09	-	-	17,552.63



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 9: CASH AND BANK BALANCES

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents		
Balance with Banks:		
Current accounts	4,826.62	4,275.35
Deposits with original maturity of less than three months	50.51	50.47
Cash on hand	2.17	4.18
Total cash and cash equivalents	4,879.30	4,330.00
Other bank balances		
Deposits with maturity for more than 3 months but less than 12 months from the balance sheet date *	4,478.34	4,575.79
Unclaimed Dividend Accounts	4.71	5.37
Total other bank balances	4,483.05	4,581.16
Total	9,362.35	8,911.16

Cash at banks earns interest at fixed rates based on fixed deposit receipts made by the Group. Fixed deposits are made for varying periods of between 1 month to 48 months, depending on the immediate cash requirements of the Group, and earn interest at the respective short term / long term deposit rates.

* Deposits with bank of ₹ 422.27 lakhs (March 31, 2024 : ₹ 186.96 lakhs) held as lien by banks against bank guarantees.

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents		
Balance with Banks:		
Current accounts	4,826.62	4,275.35
Deposits with original maturity of less than three months	50.51	50.47
Cash on hand	2.17	4.18
Total cash and cash equivalents	4,879.30	4,330.00

NOTE 10: SHARE CAPITAL

A) Authorised share capital

Particulars	Equity shares	
	Number	Amount
At April 01, 2023	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At March 31, 2024	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At March 31, 2025	10,00,00,000	10,000.00

Terms/rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹ 10 per share (March 31, 2024: ₹ 10 per share). Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees.

The Board of Directors, of the Holding company, in their meeting on May 23, 2024, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2024. The amount

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

was recognised as distributions to equity shareholders during the year ended March 31, 2025 and the total appropriation was ₹ 949.86 lakhs.

The Board of Directors, of the Holding company, in their meeting on May 27, 2025, proposed a final dividend of ₹ 1.00 per equity share for the year ended March 31, 2025. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Holding Company.

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

B) Issued, subscribed and fully paid-up

Equity shares of ₹ 10 each at par value	Number	Amount
At April 01, 2023	9,49,85,835	9,498.58
Issued during the year		
At March 31, 2024	9,49,85,835	9,498.58
Issued during the year		
At March 31, 2025	9,49,85,835	9,498.58

Details of shareholders holding more than 5% shares in the company

Particulars	March 31, 2025		March 31, 2024	
	No. of shares	% holding in the class	No. of shares	% holding in the class
Equity shares of ₹ 10 each fully paid				
Yatin S. Shah	3,77,88,717	39.78%	3,77,88,717	39.78%
Cams Technology Limited	1,35,07,685	14.22%	1,35,07,685	14.22%
Suhasini Y. Shah	1,07,78,461	11.35%	1,07,78,461	11.35%
Jayant V. Aradhye	80,85,861	8.51%	81,76,826	8.61%
	7,01,60,724	73.86%	7,02,51,689	73.96%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Details of shares held by promoters at the end of the year

Promoter name	March 31, 2025			March 31, 2024		
	No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
Yatin S. Shah	3,77,88,717	39.78%	-	3,77,88,717	39.78%	-
Cams Technology Limited	1,35,07,685	14.22%	-	1,35,07,685	14.22%	-
Suhasini Y. Shah	1,07,78,461	11.35%	-	1,07,78,461	11.35%	-
Karan Y. Shah	14,500	0.02%	-	14,500	0.02%	-
Tanvi Y. Shah	2,000	0.00%	-	2,000	0.00%	-
Mayura K. Shah	1,000	0.00%	-	1,000	0.00%	-
Total	6,20,92,363	65.37%	-	6,20,92,363	65.37%	-



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 11: OTHER EQUITY

Particulars	In ₹
A) Securities premium	
At April 01, 2023	21,739.59
Less: Reversal of tax benefit (deferred tax)	(0.35)
At March 31, 2024	21,739.24
Less: Reversal of tax benefit (deferred tax)	(0.12)
At March 31, 2025	21,739.12
B) General reserve	
At April 01, 2023	472.21
Increase/ (decrease) during the year	-
At March 31, 2024	472.21
Increase/ (decrease) during the year	-
At March 31, 2025	472.21
D) Retained earnings	
At April 01, 2023	37,967.35
Add: Profit for the year	4,035.31
Less: Final equity dividend at ₹ 1 per share paid	(949.86)
At March 31, 2024	41,052.79
Add: Profit for the year	5,410.51
Less: Final equity dividend at ₹ 1 per share paid	(949.86)
At March 31, 2025	45,513.44
E) Other reserves	
At April 01, 2023	156.29
Add: Other comprehensive income for the year	34.30
At March 31, 2024	190.59
Add: Other comprehensive income for the year	34.08
At March 31, 2025	224.67
E) Capital reserves	
At April 01, 2023	1,412.02
Increase/ (decrease) during the year	-
At March 31, 2024	1,412.02
Increase/ (decrease) during the year	-
At March 31, 2025	1,412.02
F) Other reserves	
Foreign currency translation reserve	
At April 01, 2023	406.39
Add: Exchange differences on translation of foreign operations	63.15
At March 31, 2024	469.54
Add: Exchange differences on translation of foreign operations	(79.53)
At March 31, 2025	390.01
G) Total Other Equity [A+B+C+D+E+F]	69,751.47

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Nature and purpose of reserves:

Securities premium account

The amount received in excess of face value of the equity shares is recognised in Securities Premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date, exercise price and nominal value of share is accounted as securities premium.

General reserve

The Group had transferred a portion of the net profit of the entity before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

Retained earnings

Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders and any other adjustments.

Capital reserve

The Group had recognised excess of the identifiable assets and liabilities acquired over the consideration paid for acquisition of subsidiary referred to as bargain purchase on acquisition in capital reserve.

Foreign currency translation reserve

Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and are accumulated in separate reserve within equity. The cumulative amount is reclassified to profit and loss, when the investment is disposed off.

NOTE 12: FINANCIAL LIABILITIES - BORROWINGS

Particulars	Rate of interest	Maturity	As at March 31, 2025	As at March 31, 2024
a) Non Current borrowings				
Term Loan				
i. From Bank (secured)				
Foreign currency loan 4	2 to 6% in Euro		230.61	642.55
Bank I				
Citi Bank Loan A/C	10.17%	May-25	-	11.67
ii. From Financial institution in foreign currency (secured)	2 to 6% in Euro		-	8.90
Total Non Current borrowings (Long Term Borrowings)			230.61	663.12
b) Current borrowings				
Current maturity of long term loans				
Foreign currency loan 4 (secured)	2 to 6% in Euro		530.22	768.41
Bank II				
Term loan 4- 005	9.75%	Sep-24	-	24.66
Term loan 5- 006	9.75%	Sep-24	-	2.54
Term loan 6- 007	9.75%	Sep-24	-	4.52
Citi Bank Loan A/C	10.17%	May-25	11.92	46.98
			542.14	847.11



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Rate of interest	Maturity	As at March 31, 2025	As at March 31, 2024
Other Short term borrowings				
Cash credit in foreign currency (secured)	7.00%	On Demand	1,303.67	2,502.43
Cash credit in ₹ (secured)	10.40%	On Demand	492.98	319.07
Packing credit in ₹ (Secured)	3.75% to 9.30%	On Demand	7,090.06	5,915.25
Total Current borrowings (Short Term Borrowings)			9,428.85	9,583.86
Aggregate value of secured loans			9,659.46	10,246.98
Aggregate unsecured loans			-	-

Foreign currency loan 4 (secured) carries the rate of interest rate from 2% to 6% in Euro p.a. The loan is secured by mortgage on commercial property, equipments, machines & inventories, in Cunewalde, Germany. The loan matures in 5 to 10 years.

From Financials Institutions -carries the rate of interest rate from 2% to 6 % in Euro p.a. The loan is secured by mortgage on commercial property, equipments, machines & inventories, in Cunewalde, Germany. The shareholders loan of Euro 26,55,000 is subordinated.

Term loan 4-005:

Term loan 4 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan was repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans had been secured by the corporate guarantee of holding company Precision Camshafts Limited.

Term loan 5-006:

Term loan 5 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan was repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans had been secured by the corporate guarantee of holding company Precision Camshafts Limited

Term loan 6-007:

Term loan 6 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan was repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans had been secured by the corporate guarantee of holding company Precision Camshafts Limited

Citi Bank Loan A/C - Loan Initiation-D06LCRR191920001

Term loan from citi bank carries interest at the rate of 10.17% (March 31, 2024: 9.75% p.a). The tenure of the loan is 70 Months. The loan is repayable in 20 quarterly instalments commencing from September 2020. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans has been secured by the corporate guarantee of holding company Precision Camshafts Limited.

The Group does not have any continuing defaults in repayment of loans and interest during the year and as at the reporting date.

Cash credit from banks:

Packing credit ₹ 7,090.06 Lakhs in INR are secured by first pari passu charge by way of hypothecation of current assets including inventories and trade receivables. Further, the facilities are collaterally secured by extension of pari passu charge by way of hypothecation of plant and machinery and equitable mortgage of factory land and building situated at Plot No. D5 to D7, MIDC Chincholi, Solapur. The loan has been secured by the personal guarantee of directors Mr. Yatin S. Shah and Dr. Suhasini Y. Shah.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Cash credit of ₹ 492.98 lakhs is secured by hypothecation of current assets of the Company.. Cash credit has also been secured by collateral securities of existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur. The cash credit has been secured by corporate guarantee of Holding Company Precision Camshaft Limited.

Cash credit of ₹ 1,303.67 Lakhs is secured by hypothecation of current assets of the Company. Cash credit has also been secured by collateral securities of existing and future moveable and immoveable fixed assets of Köblitzer Str. 7, 02733 Cunewalde, Germany.

The carrying amounts of property, plant and equipment pledged as security for non-current borrowings are disclosed in note 3. And carrying amount of inventories, trade receivables and fixed deposits are pledged as security for short term borrowings.

Term loan from banks contain certain covenants relating to debt service coverage ratio, total debt gearing ratio, interest Coverage ratio, Fixed asset coverage ratio. All the ratios mentioned above are within the level stipulated by the banks in its prescribed sanctions. The Group has also satisfied all other debt covenants prescribed in the terms of bank loan.

NOTE 13: OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Financial liability at FVTPL		
Foreign-exchange forward contracts*	39.54	-
Other financial liabilities at amortised cost		
Unpaid matured deposits and interest accrued thereon	137.30	137.30
Employee benefit liabilities	1,470.65	1,432.76
Sundry payables for capital goods purchased	538.46	440.75
Unclaimed dividend	4.71	5.37
Other payables	82.90	188.70
Total	2,273.56	2,204.88
Non - current	-	-
Current	2,273.56	2,204.88
	2,273.56	2,204.88

* The holding company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

NOTE 14: LEASE LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Lease liabilities	2,377.52	764.41
Total	2,377.52	764.41
Non - current	963.56	380.31
Current	1,413.96	384.10
	2,377.52	764.41



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 15: TRADE PAYABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	836.23	1,252.87
- Total outstanding dues of creditors other than micro enterprises and small enterprises	8,677.86	10,442.21
Total	9,514.09	11,695.08
Non-current	-	-
Current	9,514.09	11,695.08
Total	9,514.09	11,695.08

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 90 days term.

Trade payable ageing as on March 31, 2025

Particulars	Unbilled dues	Payables not due	Current				
			Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	819.24	16.99	-	-	-	836.23
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	1,190.28	4,919.29	2,567.88	0.41	-	-	8,677.86
(iv) Disputed dues – Others	-	-	-	-	-	-	-
	1,190.28	5,738.53	2,584.87	0.41	-	-	9,514.09

Trade payable ageing as on March 31, 2024

Particulars	Unbilled dues	Payables not due	Current				
			Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	1,169.09	83.78	-	-	-	1,252.87
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	1,092.94	5,193.77	4,118.75	36.75	-	-	10,442.21
(iv) Disputed dues – Others	-	-	-	-	-	-	-
	1,092.94	6,362.86	4,202.53	36.75	-	-	11,695.08

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Disclosure relating to suppliers registered under MSMED Act based on the information available with the company

Particulars	As at March 31, 2025	As at March 31, 2024
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	836.23	1,252.87
Interest due on above		0.01
ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006.	-	-
The amounts of the payment made to the supplier beyond the appointed day during each accounting year	9,815.53	10,806.33
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under= MSMED Act, 2006 *	48.30	77.02
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	0.01

* The interest provision in respect of delays in payments to suppliers beyond the appointed date, as required under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, has not been accrued in the books of account.

NOTE 16: OTHER LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Advances from customers	974.52	1,059.61
Statutory Dues payable	290.37	488.68
Other payables	648.77	815.52
Total	1,913.66	2,363.81
Non Current	294.35	409.19
Current	1,619.31	1,954.62
	1,913.66	2,363.81

NOTE 17: PROVISIONS

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Employee benefits:		
Provision for Gratuity	388.16	288.60
Provision for Compensated absences (unfunded)	569.91	604.04
Provision for warranty	434.45	347.40
Total	1,392.52	1,240.04
Non Current	1,071.69	826.88
Current	320.83	413.16
	1,392.52	1,240.04

Also refer note 31 for detailed disclosure.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 18: CURRENT TAX LIABILITIES (NET)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for income tax (net of advance taxes)	738.69	264.25
Total	738.69	264.25

NOTE 19: ASSETS CLASSIFIED AS HELD FOR SALE

Particulars	As at March 31, 2025	As at March 31, 2024
Asset classified as held for sale *	625.73	925.47
Total	625.73	925.47

* During the previous year, the Holding Company has taken approval for sale of certain assets - i.e. Land - W39 & E90, flats at Vaishnavi Buildcon and Vaishnavi Heights and E102/103 located in Solapur and the Corporate Office located at Senapati Bapat Road Pune.

The Holding Company is currently using E102 / 103 and all the other properties are available for immediate sale and accounted as held for sale by the Holding Company

Note 19A: Liabilities related to assets classified as held for sale

Particulars	As at March 31, 2025	As at March 31, 2024
Advance received against asset classified as held for sale *	271.11	61.11
Total	271.11	61.11

*The Holding Company has received advance against sale of Land - E90 & W39 in the previous as well as current year. Both these sale are expected to be completed before June 2025.

NOTE 20: REVENUE FROM OPERATIONS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers		
Sale of Products	84,123.68	99,665.10
Sale of Parts	-	1.45
Sale of services	618.10	1,571.25
Total sale of products and services	84,741.78	1,01,237.80
Other operating income		
Tooling income	756.23	383.68
Scrap sales	306.80	384.75
Export incentives	501.46	814.40
Other operating income	229.95	293.07
Total other operating income	1,794.44	1,875.90
Total revenue from operations	86,536.22	1,03,113.70

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 21: OTHER INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Fair value gain on financial instruments at fair value through profit or loss	1,732.45	1,765.74
Realised gain on Sale of mutual funds	241.83	-
Foreign Exchange differences (net)	644.90	685.10
Trade Payable no longer required written back	45.69	5.94
Incomes from electricity and energy tax	-	41.46
Profit on fixed assets sold /discarded (net)	5.40	36.69
Miscellaneous income	287.32	327.67
Total Other Income	2,957.59	2,862.60

NOTE 22: COST OF RAW MATERIALS AND COMPONENTS CONSUMED

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year	1,564.06	6,768.40
Add: purchases	27,699.27	32,437.50
	29,263.33	39,205.90
Less: inventory at the end of the year	2,347.97	1,564.06
Cost of raw materials and components consumed	26,915.36	37,641.84

NOTE 23: (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock:		
Finished goods	5,472.35	4,731.60
Work In Progress	4,405.70	7,943.32
	9,878.05	12,674.92
Closing stock:		
Finished goods	4,552.30	5,472.35
Work In Progress	2,345.06	4,405.70
	6,897.36	9,878.05
(Increase)/decrease in inventories	2,980.69	2,796.87

NOTE 24: EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages, bonus and commission	14,498.73	16,342.25
Contribution to provident fund and other funds	2,135.00	2,259.61
Gratuity expense (refer note 31)	179.69	163.38
Staff welfare expenses	371.42	383.81
Total employee benefit expenses	17,184.84	19,149.05



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 25: OTHER EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of components and spares	10,053.69	10,558.16
Packing materials consumed	766.54	921.67
Power and fuel expenses	8,581.35	9,657.65
Job work expenses	1,866.17	2,295.58
Freight outward charges	1,926.35	2,062.86
Rent	396.30	280.06
Rates and taxes	175.34	212.00
Insurance	317.94	334.92
Repairs and maintenance		
Plant and machinery	2,390.11	1,604.80
Building	142.90	313.30
Others	1,018.97	1,051.75
Advertisement and sales promotion	104.16	98.69
Donation	40.01	37.47
CSR expenditure (refer note below)	160.34	152.47
Sales commission	99.26	142.00
Travelling and conveyance	806.45	933.24
Communication costs	63.85	69.77
Legal and professional fees	940.54	1,175.05
Auditors' remuneration and expenses		
Statutory audit	70.84	90.22
Out of pocket expenses	2.69	0.23
Provision for doubtful debts (net of reversals)	375.77	-
Loss on fixed assets sold /discarded (net)	91.77	38.33
Testing charges	33.31	22.63
Write off of Intangible assets under development	-	45.00
Research and development expenses	-	114.16
Warranty Expenses	97.10	323.90
Miscellaneous expenses	845.55	970.71
Total Other expenses	31,367.30	33,506.61

CSR expenditure

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Amount required to be spent by the group during the year	160.32	152.47
Amount of expenditure incurred	157.08	154.54
Amount of shortfall for the year	-	-
Amount of Excess Expenditure for the year	-	(2.07)
Opening balance of shortfall / (excess) expenditure	(5.90)	(3.83)
Amount of cumulative shortfall/ (excess) expenditure at the end of the year	(2.66)	(5.90)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 26: FINANCE COSTS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings	589.16	708.19
Interest on delay payment of taxes	55.00	47.15
Bank charges	81.91	74.63
Other finance costs	90.97	3.93
Total finance costs	817.04	833.90

NOTE 27: FINANCE INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on		
Bank deposits	314.13	279.03
Others	13.35	18.64
Total finance income	327.48	297.67

NOTE 28: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation of property, plant and equipment (refer note 3)	5,620.68	6,290.76
Depreciation on Investment property (refer note 3B)	5.25	-
Amortisation of intangible assets (refer note 4)	109.37	1,866.96
Total Depreciation & Amortisation Expenses	5,735.30	8,157.72

NOTE 29: EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profits for the year attributable to equity holders of the Holding Company by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit attributable to equity holders of Holding Company	5,410.51	4,035.31
Weighted average number of equity shares in calculating basic EPS	9,49,85,835	9,49,85,835
Effect of Dilution:	-	-
Weighted average number of equity shares in calculating diluted EPS	9,49,85,835	9,49,85,835
Earnings per share (basic) (Rupees/share)	5.70	4.25
Earnings per share (diluted) (Rupees/share)	5.70	4.25



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 30: INCOME TAX

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current income tax:		
Current income tax charge	2,499.39	2,031.77
(Excess) / short provision of tax relating to earlier years	21.84	-
Deferred tax:		
Relating to origination and reversal of temporary differences	381.63	(49.91)
Income tax expense reported in the statement of profit or loss	2,902.86	1,981.86

OCI Section

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Tax effect on:		
Net loss/(gain) on remeasurements of defined benefit plans	(11.46)	(11.54)
Deferred tax (expense)/credit charged to OCI	(11.46)	(11.54)

Reconciliation of closing balance of Deferred tax liability/(asset)

Particulars	As at March 31, 2025	As at March 31, 2024
PPE: impact of difference between tax depreciation and depreciation / amortisation for the financial reporting	615.71	607.34
Liability due to fair valuation of mutual fund	833.56	419.27
Others	1.71	10.33
Gross deferred tax liability	1,450.98	1,036.94
Deferred tax assets		
Employee related costs allowed for tax purposes on payment basis	285.84	244.18
Msme Payments allowed for tax purposes on payment basis	152.35	209.30
VRS compensation	90.18	141.57
Forward Contracts	9.95	-
Asset Held for Sale [Capital Loss]	-	56.53
Lease Liability created during the year	36.85	-
Deferred tax on accumulated loss	577.52	488.83
Others	6.02	2.78
Gross deferred tax assets	1,158.71	1,143.19
Net deferred tax liability/ (asset)	292.27	(106.25)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Reconciliation of deferred tax assets

Deferred tax assets are not offset with above deferred tax liability since the Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities (deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax credit for the year		
Closing deferred tax liability/ (asset) (net)	292.27	(106.25)
Less: opening deferred tax liability/ (asset) (net)	(106.25)	(76.68)
Deferred tax movement for the year (a)	398.52	(29.57)
Deferred tax charge recorded in securities premium account (b)	0.12	0.37
Deferred tax (credit) / charge for the year (c = a-b)	398.40	(29.94)
Deferred tax charge considered in OCI (d)	(11.46)	(11.54)
Foreign Exchange (gain)/loss (e)	7.16	(8.43)
Adjustments in respect of deferred tax for earlier years	(12.47)	-
Deferred tax credit for the year to be charged to statement of profit or loss (c+d+e+f)	381.63	(49.91)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31 Mar'25 and 31 Mar'24

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Accounting profit before tax	8,313.37	6,017.17
Accounting profit before income tax	8,313.37	6,017.17
At India's statutory tax rate 25.17% (March 31, 2024 - 25.17%)	2,092.31	1,514.40
On Mutual fund Gain due to indexation benefit & different rate of taxation	126.63	(435.39)
On Permanent Disallowance	64.26	47.18
Effect of differential tax rate of subsidiary	-	205.42
Tax expense relating to prior years	21.84	-
Other items	(22.05)	3.03
Deferred tax asset not recognised on carried forward losses	544.52	647.22
On Exceptional Items	75.35	-
At the effective income tax rate of 34.92% (March 31, 2024 - 32.94%)	2,902.86	1,981.86
Income tax reported in the consolidated statement of profit and loss	2,902.86	1,981.86

Reconciliation of deferred tax liabilities/(asset) (net):

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance as of April, 01	(106.25)	(76.68)
Tax (income)/expense during the period recognised in profit or loss	381.63	(49.91)
Tax (income)/expense during the period recognised in Equity	0.12	0.37
Tax (income)/expense during the period recognised in OCI	11.46	11.54
Foreign Exchange Gain/(loss)	(7.16)	8.43
Adjustments in respect of deferred tax for earlier years	12.47	-
Closing Balance as at March 31	292.27	(106.25)



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Deferred tax relates to the following

Particulars	Balance Sheet		Profit & Loss	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Accelerated depreciation for tax purposes	615.71	607.34	8.37	(84.46)
Fair value of mutual fund	833.56	419.27	414.29	9.02
Voluntary retirement scheme allowed as deduction over a period of five years	(90.18)	(141.57)	51.39	48.28
Employee benefit expenses allowed on payment basis under Sec 43B	(285.84)	(244.18)	(41.66)	106.13
Other	(4.31)	7.55	(11.86)	10.99
Amount to be charged in Statement of OCI	-	-	(11.46)	(11.54)
Loss on assets held for sale	-	(56.53)	56.53	-
Lease Liability created during the year	(36.85)	-	(36.85)	-
Forward Contracts	(9.95)	-	(9.95)	-
Additional deduction U/s 80JJAA	-	-	-	7.24
Msme Payments allowed for tax purposes on payment basis	(152.35)	(209.30)	56.95	(209.30)
On Accumulated losses	(577.52)	(488.83)	(88.69)	82.06
Foreign Exchange adjustment & Adjustments in respect of deferred tax for earlier years	-	-	(5.31)	(8.43)
	292.27	(106.25)	381.63	(49.91)

NOTE 31: DISCLOSURE PURSUANT TO EMPLOYEE BENEFITS

A. Defined contribution plans::

Amount of ₹ 2,135.00 Lakhs (March 31, 2024: ₹ 2,259.61 Lakhs) is recognised as expenses and included in Note No. 24 "Employee benefit expense"

B. Defined benefit plans:

Gratuity

The Holding Company has a defined benefit gratuity plan in India (funded). The Holding Company's defined benefit gratuity plan is a final salary plan for India employees, which requires contributions to be made to a separately administered fund. The gratuity plan governed by the Payment of Gratuity Act, 1972. As per the Payment of Gratuity Act, 1972, an employee who has completed five years of service is entitled to specific benefits. The level of benefits provided depends on the member's length of service and salary at retirement age.

The Indian Subsidiary has a defined benefit gratuity plan in India and the same is unfunded.

Plan assets - Gratuity Fund of holding company is ₹ 1,395.51 Lakhs

	March 31, 2025	March 31, 2024
Net benefit expense March 31, 2025 (recognised in profit or loss)		
Current service cost	165.59	152.62
Interest cost on benefit	14.10	10.76
	179.69	163.38

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

March 31, 2025: Changes in defined benefit obligation and plan assets

	April 1, 2024	Gratuity cost charged to statement of profit and loss		Benefit paid	Remeasurement gains/(losses) in other comprehensive income				Contributions by employer	March 31, 2025
		Service cost	Net interest (expense) / income		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments		
Gratuity										
Defined benefit obligation	(1,539.32)	(165.59)	(105.38)	(270.97)	-	-	(54.53)	104.31	49.78	(1,723.68)
Fair value of plan assets	1,310.73	-	91.28	91.28	(4.24)	-	-	-	(4.24)	1,395.51
Benefit liability	(228.59)	(165.59)	(14.10)	(179.69)	(4.24)	-	(54.53)	104.31	45.53	(328.17)

March 31, 2024: Changes in defined benefit obligation and plan assets

	April 1, 2023	Gratuity cost charged to statement of profit and loss		Benefit paid	Remeasurement gains/(losses) in other comprehensive income				Contributions by employer	March 31, 2024
		Service cost	Net interest (expense) / income		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments		
Gratuity										
Defined benefit obligation	(1,410.93)	(152.62)	(100.18)	(252.79)	-	-	(45.70)	100.56	54.86	(1,539.32)
Fair value of plan assets	1,246.58	-	89.42	89.42	(9.02)	-	-	-	(9.02)	1,310.73
Benefit liability	(164.35)	(152.62)	(10.76)	(163.38)	(9.02)	-	(45.70)	100.56	45.84	(228.59)

As at March 31, 2025 & March 31, 2024 the amount of gratuity provision also includes gratuity provision of ₹ 60 Lakhs & 60 Lakhs respectively provided for promotor director in the books of holding company whose gratuity payment is not considered for actuarial valuations.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The major categories of plan assets and the fair value of the total plan assets of Gratuity are as follows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Type of asset: Group gratuity scheme of LIC of India		
Fair value of total plan assets	1,395.51	1,310.73
(%) of total plan assets	100%	100%

The principal assumptions used in determining above defined benefit obligations for the Group's plans are shown below:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Discount rate	6.7% to 6.82%	6.97% to 7.50%
Future salary increase	8.00%	8.00%
Expected rate of return on plan assets	6.96%	6.77%
Expected average remaining working lives (in years)	14.73 to 15	15 to 15.33

A quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity

Particulars	Sensitivity level	Effect on defined benefit obligation (impact)	
		Year ended March 31, 2025	Year ended March 31, 2024
Discount rate #	1% increase	1,463.59	1,294.40
	1% decrease	1,854.14	1,649.48
Future salary increase*	1% increase	1,845.05	1,641.69
	1% decrease	1,467.43	1,297.58

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The discount rate is based on the prevailing market yields of Government securities as at the Balance Sheet date for the estimated term of the obligations.

* The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

The followings are the expected future benefit payments for the defined benefit plan :

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Within the next 12 months (next annual reporting period)	73.82	63.76
Between 2 and 5 years	304.89	261.58
Beyond 5 years	764.69	709.65
Total expected payments	1,143.40	1,034.99

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended March 31, 2025 Years	Year ended March 31, 2024 Years
Gratuity	11.87 to 12	12 to 12.27

The followings are the expected contributions to planned assets for the next year:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Gratuity	89.47	90.00

Risk Exposure

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets under perform this yield, this will create a deficit. All plan assets are maintained in a trust fund managed by Life Insurance Corporation of India (LIC) who has been providing consistent and competitive returns over the years. The Group has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Group has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence, 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an yields increase in the value of the plans' bond holdings.

Future salary escalation and inflation risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in higher present value of liabilities. Further, unexpected salary increases provided at the discretion of the management may lead to uncertainties in estimating this increasing risk.

Asset-Liability mismatch risk

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Group is successfully able to neutralise valuation swings caused by interest rate movements. Hence, companies are encouraged to adopt asset-liability management.

NOTE 32: COMMITMENTS AND CONTINGENCIES

a. Commitments

- (i) Estimated amount of contracts remaining to be executed on capital account and material not provided for (net of advances): at March 31, 2025, the Group had commitments of ₹ 4,403.59 lakhs (March 31, 2024: ₹ 3,111.27 lakhs)

b. Contingent liabilities

- (i) Claims against the Group not acknowledged as debts (Legal claims)

Authorities and description of case	As at March 31, 2025	As at March 31, 2024	Note Reference
The Collector of Stamps, Solapur - Additional Stamp duty demanded for cancellation and issue of shares on amalgamation of Precision Valvetrain Components Limited	31.79	31.79	a.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Authorities and description of case	As at March 31, 2025	As at March 31, 2024	Note Reference
Employees provident fund and Miscellaneous Provision Act, 1952 and other labour laws towards contribution to provident fund and other employee costs. (Amount reported is excluding interest)	24.23	24.23	b.
Commissioner of Central Excise, Pune - Demand of sales tax retained under sales tax deferral scheme.	20.76	20.76	c.
Income tax Act, 1961 - Tax demand on disallowance of ESOP expenditure	1,701.16	1,701.16	d.
Order u/s 270A from Assessing Officer imposing a penalty for the assessment year 18-19 for demand of income tax towards disallowance u/s 14A of the Act.	3.47	3.47	e.
Order from the commissioner of State Tax(GST) for the year 2017-18 demanding GST on tooling income & Mismatch in Input tax credit.	200.62	200.62	f.
Order under section 144C(1) of the Income Tax Act, 1961, for the assessment years 2020-21 & 2021-22, pertaining to adjustments on account of international transactions related to corporate guarantees:			
i. A.Y. 2020-21	19.47	19.47	g.
ii. A.Y. 2021-22	5.41	5.41	h.

(ia) Sub-Notes:

- The Collector of Stamps, Solapur has demanded payment of stamp duty of ₹ 31.79 Lakhs (March 31, 2024: ₹ 31.79 Lakhs) for cancellation and issue of equity shares after amalgamation of Precision Valvetrain Components Limited (PVPL) with the Company in year 2007-2008. The Company has filed an appeal against demand made by the Collector of Stamps, Solapur with Controlling Revenue Authority, Pune.
- The Holding Company had received an order from the Commissioner of Provident fund for the year May 2003 to May 2006 demanding PF liability amounting to ₹ 24.23 lakhs (March 31, 2024: ₹24.23 lakhs) excluding interest. The Holding Company had filed writ petition with the Hon'ble High court Mumbai against the said order and had paid ₹12.12 lakhs under protest.
- The Holding Company had received an order from the Commissioner of Central Excise Pune for the year 2002-03, 2003-04 and 2004-05 demanding excise duty amounting to ₹ 20.76 lakhs (March 31, 2024: ₹ 20.76 lakhs) on sales tax retained under sales tax deferral scheme. The Company had filed appeal against the order with CESTAT and CESTAT via its order transfer the said case to the jurisdiction commissioner.
- The Holding Company had received order from Assessing Officer for the assessment year 2014-15 for demand of income tax amounting to ₹ 1,701.16 lakhs (March 31, 2024 ₹1,701.16 lakhs) towards disallowance of ESOP expenditures and other disallowances. The Company had filed appeal against the above order with commissioner of income tax (Appeals) and has paid ₹ 335.41 Lakhs (March 31, 2024: 335.41 lakhs) under protest.
- The Holding Company had received an order from Assessing Officer for the assessment year 18-19 for demand of income tax amounting to ₹ 7.08 lakhs (March 31, 2024: ₹ 7.08 lakhs) towards disallowance u/s 14A of the Act. The Company has paid the said demand within due date specified by the department. Further assessing officer had passed an order u/s 270A imposing a penalty for ₹ 3.47 lakhs (March 31, 2024 ₹ 3.47 lakhs) for under reporting of income for incremental disallowance made u/s 14A of the act. The Company had filed appeal against the penalty order with Commissioner of Income Tax (Appeals) and has paid ₹ 0.70 lakhs under protest.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

- f. The Holding Company had received order from the commissioner of State Tax(GST) for the year 2017-18 demanding GST amounting to ₹ 200.62 Lakhs (March 31, 2024: 200.62 lakhs) (including interest and penalty) on tooling income & Mismatch in Input tax credit. The Company had filed writ petition with the Hon'ble High court Mumbai against the said order.
- g. During the previous year (FY 23-24) , the Holding Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2020-21. The draft order pertains to adjustments on account of international transactions related to corporate guarantees and disallowance under section 14A of the Act, amounting to ₹ 19.47 Lakhs. The Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance. In the current year 24-25, final order has been received from DRP, and the Company has filed an appeal in ITAT, pune against the said order. The appeal proceedings are under progress and the Company has paid 7.79 lakhs in the current year under protest agianst the liability amount.
- h. During the previous year (FY 23-24), the Holding Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2021-22. The draft order pertains to adjustments on account of international transactions related to corporate guarantees amounting to ₹ 5.41 Lakhs. The Company had filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance. In the current year 24-25, final order has been received from DRP, and the Company has filed an appeal in ITAT, pune against the said order. The appeal proceedings are under progress and the Company has paid 5.40 lakhs (in FY 24-25) under protest agianst the liability amount.

In all the cases mentioned above and basis the management assessment , outflow is not probable, and hence not provided by the Group.

NOTE 33: RELATED PARTY TRANSACTIONS

A Names of the related party and related party relationship:

a) Related parties under 'Ind AS 24- Related Party Disclosures', with whom transactions have taken place during the period

i) Key management personnel (KMP)

Mr. Yatin S. Shah , Managing Director

Dr. Suhasini Y. Shah, Non executive director & Director of subsidiary company

Mr. Ravindra R. Joshi, Director

Mr. Karan Y. Shah, Director

Mr. Sarvesh N. Joshi, Independent Director (upto July 26, 2023)

Ms. Smita N. Mandem, Director of subsidiary

Ms. Romita Mehta, Director of subsidiary

Mrs. Savani A. Laddha, Independent Director

Mr. Gautam V. Wakankar (up to April 30, 2023)

Mr. Ameet N Dravid, Independent Director

Mr. Suhas J. Ahirrao, Independent Director

Ms. Apurva P. Joshi, Independent Director

Mrs. Anagha S. Anasingaraju, Independent Director

Mr. Tanmay M. Pethkar, Company Secretary (up to January 05, 2025)

Mr. Harshal J. Kher, Company Secretary (w.e.f. February 12, 2025)



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii) Relatives of key management personnel (RKMP)

Ms. Tanvi Y. Shah, daughter of Mr. Yatin S. Shah

Mrs. Mayura K. Shah, Wife of Mr. Karan Y. Shah

iii) Enterprises owned or significantly influenced by key management personnel or their relatives:

Chitale Clinic Private Limited

Precision Foundation & Medical Research Trust

Yatin S. Shah (HUF)

Cams Technology Limited

Core Power (w.e.f 01.10.2023)

B Disclosure in respect of material related party transaction during the year:

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
1	Remuneration*			
	Mr.Yatin S. Shah	Key management personnel	344.25	344.25
	Dr. Suhasini Y. Shah	Key management personnel	35.00	35.00
	Mr. Ravindra R. Joshi	Key management personnel	307.31	313.19
	Mr. Karan Y. Shah	Key management personnel	107.66	127.66
	Mr. Sarvesh N. Joshi (upto 26.07.2023)	Key management personnel	-	1.60
	Mrs.Savani A. Laddha	Key management personnel	5.00	5.00
	Mr. Ameet N Dravid	Key management personnel	5.00	5.00
	Mr. Gautam V. Wakankar (upto 30.04.2023)	Key management personnel	-	0.94
	Ms. Smita Mandem	Key management personnel	28.75	27.83
	Ms. Romita Mehta	Key management personnel	5.40	5.34
	Mr. Heldt, Oliver (upto 28.02.2025)	Key management personnel	146.42	168.56
	Mr. Suhas J. Ahirrao	Key management personnel	5.00	5.00
	Ms. Apurva P. Joshi	Key management personnel	5.00	5.00
	Mrs. Anagha S. Anasingaraju	Key management personnel	5.00	5.00
	Mr. Tanmay M. Pethkar (upto 05.01.2025)	Key management personnel	6.25	5.30
	Mr. Harshal J. Kher, Company Secretary (w.e.f. 12.02.2025)	Key management personnel	1.38	-
2	Final dividend paid on equity shares			
	Cams Technology Limited	Entities where KMP / RKMP having significant influence	135.08	135.08
	Mr.Yatin S. Shah	Key management personnel	377.89	377.89
	Dr. Suhasini Y. Shah	Key management personnel	107.78	107.78
	Mr. Ravindra R. Joshi	Key management personnel	0.17	0.17
	Mr. Karan Y. Shah	Key management personnel	0.15	0.15
	Ms. Tanvi Y. Shah	Relatives of Key management personnel	0.02	0.02
	Ms. Mayura K. Shah	Relatives of Key management personnel	0.01	0.01

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
3	Donation Paid			
	Precision Foundation and Medical Research Trust	Entities where KMP / RKMP have significant influence	40.00	35.00
4	Purchases of goods, material or services (exclusive of taxes)			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	72.72	71.29
	Core Power	Entities where KMP / RKMP have significant influence	138.26	82.05

Balances outstanding

Sr. No.	Particulars	Relationship	March 31, 2025	March 31, 2024
1	Remuneration payable (exclusive of taxes)			
	Mr.Yatin S. Shah	Key management personnel	27.91	13.84
	Mr. Ravindra R. Joshi	Key management personnel	19.87	16.38
	Dr. Suhasini Y. Shah	Key management personnel	5.74	7.00
	Mr. Karan Y. Shah	Key management personnel	8.38	19.88
	Mr. Sarvesh N. Joshi (upto 26.07.2023)	Key management personnel	-	1.44
	Mrs. Savani A. Laddha	Key management personnel	4.50	4.50
	Mr. Ameet N Dravid	Key management personnel	4.50	4.50
	Mr. Heldt Oliver (upto 28.02.2025)	Key management personnel	12.20	13.03
	Mr. Suhas J. Ahirrao	Key management personnel	4.50	4.50
	Ms. Apurva P. Joshi	Key management personnel	4.50	4.50
	Mrs. Anagha S. Anasingaraju	Key management personnel	4.50	4.50
	Mr. Tanmay M. Pethkar (upto 05.01.2025)	Key management personnel	-	0.57
	Mr. Harshal J. Kher, Company Secretary (w.e.f. 12.02.2025)	Key management personnel	0.66	-
2	Trade payables			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	19.49	18.70
	Core Power		-	13.36

Compensation of Key managerial personnel of the Company

Particulars	March 31, 2025	March 31, 2024
Short term employee benefits (Gross salary)	913.79	971.59
Post employment benefits (PF+Superannuation)	93.63	83.09
Total compensation paid to key management personnel	1,007.42	1,054.68

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period.

* The Compensation of key management personnel do not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation/ premium paid are not available.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 34: SEGMENT INFORMATION

The Group is engaged in manufacturing of Camshafts. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Group has structured its operations into single operating segment; however based on the geographic distribution of activities, the chief operating decision make identified India and outside India as two reportable geographical segments.

Revenue from Customers	March 31, 2025	March 31, 2024
Within India	41,805.08	39,880.86
Outside India		
Asia	8,652.23	7,075.32
Europe	20,022.19	35,534.66
Others	16,056.72	20,622.86
	44,731.14	63,232.84
Total revenue	86,536.22	1,03,113.70

The revenue information above is based on the locations of the customers.

There is no customer whose revenue constitutes 10% or more of the group's total revenue. Further details regarding major customers constitute 10% or more of total revenue of each company within the group are disclosed in the respective financial statements.

Non-current operating assets*	March 31, 2025	March 31, 2024
Within India	32,358.05	31,128.34
Outside India		
Asia	-	-
Europe	3,630.06	4,678.52
Others	-	-
	3,630.06	4,678.52
Total	35,988.10	35,806.85

* As defined in paragraph 33 (b) of Ind AS 108 "Operating segments" non current assets excludes financial instruments, deferred tax assets and post-employment benefit assets.

NOTE 35: FINANCIAL INSTRUMENTS - FAIR VALUES

Particulars of Financial Instruments by category of classification

Financial assets	March 31, 2025		March 31, 2024	
	Carried at FVTPL	Carried at Amortised Cost	Carried at FVTPL	Carried at Amortised Cost
Investments at FVTPL	31,960.55	-	22,510.18	-
Foreign exchange forward contracts	-	-	39.46	-
Other financial assets	-	719.33	-	507.17
Cash and cash equivalents	-	4,879.30	-	4,330.00
Term Deposits with Banks [Short Term + Long Term]	-	4,483.05	-	4,745.98
Trade receivables	-	16,463.99	-	17,552.63
Total	31,960.55	26,545.66	22,549.64	27,135.78

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Financial liabilities	March 31, 2025		March 31, 2024	
	Carried at FVTPL	Carried at Amortised Cost	Carried at FVTPL	Carried at Amortised Cost
Borrowings(Including current maturities of Long term borrowings)	-	9,659.46	-	10,246.98
Other financial liabilities	39.54	2,234.02	-	2,204.88
Lease liability		2,377.53		764.41
Trade payables	-	9,514.08	-	11,695.08
Total	39.54	23,785.09	-	24,911.35

NOTE 36: FAIR VALUE HIERARCHY

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

A) The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025:

Assets measured at fair value:	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Investments	March 31, 2025	31,960.55	31,953.09	-	7.46

Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2025:

Assets measured at fair value:	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Foreign exchange forward contracts receivable	March 31, 2025	39.54	-	39.54	-

Assets measured at fair value:	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Investments	March 31, 2024	22,510.18	22,502.72	-	7.46
Foreign exchange forward contracts receivable	March 31, 2024	39.46	-	39.46	-

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The following methods and assumptions were used to estimate the fair values:

- > The fair values of the quoted mutual funds are based on price (i.e. the NAV of the mutual funds) quotations at the reporting date.
- > The fair values of derivative forward contracts is determined using the marked-to-market valuation done by the banks.
- > The Fair value of Level 3 is determined on the basis of best estimate & information available.

B) Fair Value of financial assets and liabilities measured at amortised cost

The management assessed that cash and cash equivalents (including term deposits), trade receivables, other receivables, trade payables, Short term borrowings, lease liability and other financial liabilities approximate their carrying amounts because of the short term nature of these financial instruments.

The amortised cost using effective interest rate (EIR) of non-current financial assets consisting of security deposit, and term deposit with more than 12 months and in case of non current financial liabilities consisting of long term borrowings and non current lease liability are not significantly different from the carrying amount.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

NOTE 37: GROUP INFORMATION

Information about subsidiary and step down subsidiaries

Name	Country of incorporation	Principal activities	% equity interest	
			March 31, 2025	March 31, 2024
PCL (International) Holding B.V.	Netherlands	Finance, marketing and sales	100%	100%
Memco Engineering Private Limited	India	Manufacturing of parts of diesel engine, break parts and parts of measuring instruments	100%	100%
MFT Motoren und Fahrzeugtechnik GmbH (Through Wholly owned subsidiary PCL (International) Holding B.V.)	Germany	Manufacturing of camshafts as well as prismatic components	100%	100%
Emiss Mobile Systems B.V., Netherlands (Through Wholly owned subsidiary PCL (International) Holding B.V.)	Netherlands	Designing, developing, producing and supplying complete electric powertrains for trucks, busses, military vehicles and heavy equipment	100%	100%

NOTE 38: EXCEPTIONAL ITEMS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Write Back of advances received from customer on order cancellation	-	7,024.24
Write down of inventory to net realisable value in relation to the cancelled order	-	(3,650.04)
Impairment of property, plant and equipment (refer note 3)	(100.00)	(1,545.01)
Compensation from customer *	3,892.00	-
Impairment of goodwill (refer note 4)	(299.39)	-
Net Amount	3,492.61	1,829.19

* Compensation from Customer - During the year ended March 31, 2025, the Holding Company has settled to receive compensation for the termination of certain purchase contracts and indemnification for capacity under-utilisation from two major customers amounting to ₹ 3,892 lakhs. The Group has recognised the stated income as an exceptional item for the year ended March 31, 2025.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 39: CAPITAL MANAGEMENT

For the purpose of the group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the group's capital management is to maximise the shareholder value and to ensure the group's ability to continue as a going concern. The group manages its capital structure and makes adjustments for compliance with the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders. The group monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. Total debt comprises of long term and short term borrowing which represents term loans, packing credit and cash credit taken from banks and financial institution. The group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

	March 31, 2025	March 31, 2024
Borrowings (refer note 12)	9,659.46	10,246.98
Less: cash and cash equivalents (refer note 9)	(4,879.30)	(4,330.00)
Net debt (i)	4,780.16	5,916.98
Equity	79,250.05	74,834.97
Total Equity (ii)	79,250.05	74,834.97
Overall financing (iii) = (i) + (ii)	84,030.21	80,751.95
Gearing ratio (i) / (iii)	5.69%	7.33%

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

NOTE 40: DIVIDEND DISTRIBUTION MADE AND PROPOSED

	March 31, 2025	March 31, 2024
Cash dividends on equity shares declared and paid		
Final dividend for the year ended on March 31, 2024 (₹ 1.00 per share)	949.86	-
Final dividend for the year ended on March 31, 2023 (₹ 1.00 per share)	-	949.86
	949.86	949.86

The Board of Directors, of Holding Company, in their meeting on May 26, 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2023. Subsequently, the dividend has been paid by the Holding Company in FY 2023-24.

The Board of Directors, of Holding Company, in their meeting on May 23, 2024, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2024. Subsequently, the dividend has been paid by the Holding Company in current year.

The Board of Directors, of Holding Company, in their meeting on May 27, 2025, proposed a final dividend of ₹ 1.00 per equity share for the year ended March 31, 2025. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Holding Company.

NOTE 41: FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings; trade and other payables, lease liability and other financial liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, trade and other receivables, investments in mutual funds and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at March 31, 2025 and March 31, 2024.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and other post retirement obligations and provisions.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term and short-term debt obligations with floating interest rates.

Sensitivity

Year	Increase/decrease in basis points	Effect on profit before tax
March 31, 2025	50.00	(36.66)
	(50.00)	36.66
March 31, 2024	50.00	(45.76)
	(50.00)	45.76

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency) and borrowings of the Group.

When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

Foreign currency Exposure

Nature of Exposure	Currency	March 31, 2025		March 31, 2024	
		Amount in Curr	Amount in ₹	Amount in Curr	Amount in ₹
Trade Receivables	USD	58.98	5,013.20	90.87	7,536.66
	EUR	2.49	227.56	3.21	286.17
Trade Payables	USD	1.74	149.40	1.81	151.71
	EUR	0.11	10.07	0.50	45.47
	JPY	-	-	137.82	76.63
Forward Contract	USD	84.88	7,321.00	80.30	6,729.49
	EUR	3.20	304.41	2.46	222.33

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR and JPY exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The impact on the Group's pre-tax equity is due to changes in the fair value of forward exchange contracts designated as cash flow hedges and net investment hedges. The Group's exposure to foreign currency changes for all other currencies is not material.

Sensitivity

Year	Change in USD rate	Effect on profit before tax
March 31, 2025	5%	609.24
	(5%)	(609.24)
March 31, 2024	5%	705.72
	(5%)	(705.72)

Year	Change in EUR rate	Effect on profit before tax
March 31, 2025	5%	426.13
	(5%)	(426.13)
March 31, 2024	5%	500.09
	(5%)	(500.09)

Year	Change in EUR rate	Effect on profit before tax
March 31, 2025	5%	-
	(5%)	-
March 31, 2024	5%	(3.83)
	(5%)	3.83

Commodity risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of Camshafts, parts of diesel engine, break parts and parts of measuring instruments and therefore require a continuous supply majorly of Pig iron, MS Scrap, Resin coated sand and steel bars.

The Group's exposure to the risk of exchange in key raw material prices are mitigated by the fact that the price increases/decreases from the vendors are passed on to the customers based on understanding with the customers. Hence the fluctuation of prices of key raw materials do not materially affect the consolidated statement of profit and loss. Also as at March 31, 2025, there were no open purchase commitments/ pending material purchase order in respect of key raw materials.

Accordingly, no sensitivity analysis have been performed by the management.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Trade receivables

Customer credit risk is managed subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 8. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy.

The investment of surplus funds is made in mutual funds and fixed deposits which are approved by the Director.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 and March 31, 2024 is the carrying amounts as illustrated in note 9.

Liquidity risk

Liquidity risk is the risk that the group's will not be able to meet its financial obligation as they become due. The group's manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liability when due.

The table below summarises the maturity profile of the group's financial liabilities:

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year Ended March 31, 2025				
Non current Borrowings	-	230.61	-	230.61
Current Borrowings	9,428.85	-	-	9,428.85
Lease Liability	1,413.96	855.47	108.09	2,377.52
Other financial liabilities	2,273.56	-	-	2,273.56
Trade payables	9,514.09	-	-	9,514.09
	22,630.46	1,086.08	108.09	23,824.63

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year Ended March 31, 2024				
Non current Borrowings	-	663.12	-	663.12
Current Borrowings	9,583.86	-	-	9,583.86
Lease Liability	384.10	380.31	-	764.41
Other financial liabilities	2,204.88	-	-	2,204.88
Trade payables	11,695.08	-	-	11,695.08
	23,867.91	1,043.43	-	24,911.35

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 42: ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III OF THE COMPANIES ACT 2013.

Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income (OCI)		Share in Total comprehensive Income (TCI)	
	As % of conso. net assets	Amt	As % of conso. P&L	Amt	As % of conso. OCI	Amt	As % of TCI	Amt
Parent								
Precision Camshafts Limited ((including effect of consolidation elimination and adjustment effects)	112.04%	88,792.10	13.60%	735.73	(50.44%)	22.92	14.14%	758.65
Subsidiaries								
Indian:								
1. Memco Engineering Private Limited	3.45%	2,734.93	2.54%	137.39	(24.55%)	11.16	2.77%	148.55
Foreign:								
PCL (International) Holding B.V. (Consolidated) (attributable to equity holders of parent)	(6.60%)	(5,231.62)	(50.57%)	(2,736.32)	174.99%	(79.53)	(52.48%)	(2,815.85)
Consolidation elimination and adjustment effects *	(8.89%)	(7,045.36)	134.44%	7,273.71	-	-	135.58%	7,273.71
Total	100.00%	79,250.05	100.00%	5,410.51	100.00%	(45.45)	100.00%	5,365.06

* The consolidation adjustments primarily pertain to the impairment of investment in subsidiaries recorded by the holding company, which has been eliminated at the consolidated level. Additionally, the adjustments include entries related to intercompany transactions.

NOTE 43 : LEASES WHERE COMPANY IS A LESSEE

Changes in the carrying value of Right-of-use Assets

Particulars	Asset Class 1 (Land and Building)	Asset Class 2 (Plant & Machinery)
Balance as at April 01, 2023	1,096.37	-
Additions	270.00	-
Deletion	(215.56)	-
Depreciation	(474.29)	-
Foreign Currency translation reserve	6.73	-
Balance as at March 31, 2024	683.26	-
Additions	743.88	791.29
Deletion	(46.83)	-
Depreciation	(336.18)	(118.69)
Foreign Currency translation reserve	17.46	4.89
Balance as at March 31, 2025	1,061.59	677.49



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Changes in the Lease liabilities

Particulars	Category of ROU Asset	Category of ROU Asset
	Land and Building	Plant and Machinery
Balance as at April 01, 2023	1,179.51	-
Additions (net)	-	-
Lease Payments	(415.10)	-
Balance as at March 31, 2024	764.40	-
Additions (net)	486.68	1,644.97
Lease Payments	(256.73)	(261.80)
Balance as at March 31, 2025	994.35	1,383.17

Break-up of current and non-current lease liabilities

Particulars	March 31, 2025	March 31, 2024
Current Lease Liabilities	1,413.96	384.10
Non-current Lease Liabilities	963.56	380.31

Maturity analysis of lease liabilities

Particulars	March 31, 2025	March 31, 2024
Less than one year	1,413.96	384.10
One to five years	855.47	380.31
More than five years	108.09	-
Total	2,377.52	764.41

Amounts recognised in statement of Profit and Loss account

Particulars	March 31, 2025	March 31, 2024
Interest on Lease Liabilities	-	42.77
Depreciation on ROU asset	454.87	474.29
Total	454.87	517.06

Amounts recognised in statement of Cash Flows

Particulars	March 31, 2025	March 31, 2024
Total Cash outflow for leases	518.53	415.10

Amounts recognised in Profit and Loss account - Short term leases

Lease arrangements which qualify as short-term leases under Ind AS 116 (Leases), have been recognised as an expense in the Statement of Profit and Loss for the year ended March 31, 2025 and March 31, 2024.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 43A : DISCLOSURE FOR SALE AND LEASEBACK TRANSACTIONS :

- (a) During the FY 24-25, the subsidiary company PCL (International) Holding B.V. entered into a sale and leaseback transaction involving certain owned plant and machinery.
- (b) Reasons and Prevalence of Sale and Leaseback Transactions:
- The Company undertakes sale and leaseback arrangements selectively as part of its capital efficiency and asset-light strategy, primarily for the following reasons:
- Unlock capital tied in fixed assets;
 - Improve liquidity and return metrics;
- (c) Key Terms and Conditions of Transactions :
- Particulars of Asset sold and leased back - Plant and machinery (owned by subsidiary company)
 - Sale consideration - ₹ 1,449.38 lakhs
 - Lessor - Nord Leasing GmbH
 - Carrying value of asset sold - Net block of ₹ 764.77 lakhs
 - Loss on sale (recognised immediately) - ₹ 37.73 lakhs
 - Lease term - 60 months
 - Lease payment terms - ₹ 29.09 lakhs for each month
- (d) The Company recognised a Right-of-Use (ROU) asset of ₹ 797.05 lakhs and a Lease Liability of Euro 1,527.32 lakhs at the inception of the leaseback.
- (e) The Cash Flow effect of proceeds from sale and leaseback transactions of ₹ 1,449.38 lakhs have been reported in the Consolidated Cash Flow Statement of March 31, 2025.

NOTE 44 : AGEING OF CWIP

- (a) For Capital-work-in progress ageing schedule

March 31, 2025

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,310.77	2,520.40		-	5,831.17
Projects temporarily suspended	-	-	-	-	-

March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,671.39	-	96.92	-	2,768.31
Projects temporarily suspended	-	-	-	-	-



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(b) i) March 31, 2025

There are no projects as Capital Work in Progress as at March 31, 2025, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

ii) March 31, 2024

There are no projects as Capital Work in Progress as at March 31, 2024, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

NOTE 45 : RECONCILIATION OF QUARTERLY RETURNS OR STATEMENTS OF CURRENT ASSETS FILED BY THE HOLDING COMPANY WITH BANKS:

March 31, 2025

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-24	Bank of India and Bank of Baroda	Trade Receivables	14,425.67	20,340.36	(5,914.69)	The difference is due to submission to the Banks before financial reporting closure process.
		Trade Payables *	5,900.43	5,796.34	104.09	
		Inventories	7,176.48	3,713.08	3,463.40	
Sep-24	Bank of India and Bank of Baroda	Trade Receivables	13,086.71	17,409.93	(4,323.22)	
		Trade Payables *	5,663.63	5,539.33	124.30	
		Inventories	6,561.46	2,484.77	4,076.69	
Dec-24	Bank of India and Bank of Baroda	Trade Receivables	11,590.15	15,215.45	(3,625.30)	
		Trade Payables *	5,218.38	5,209.12	9.26	
		Inventories	5,812.51	3,060.95	2,751.56	
Mar-25	Bank of India and Bank of Baroda	Trade Receivables **	11,870.71	15,677.29	(3,806.58)	
		Trade Payables *	6,548.50	6,245.06	303.44	
		Inventories	6,172.15	2,988.54	3,183.61	

March 31, 2024

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	Bank of India and Bank of Baroda	Trade Receivables	15,315.78	20,277.20	(4,961.42)	The difference is due to submission to the Banks before financial reporting closure process.
		Trade Payables *	7,599.57	8,064.80	(465.23)	
		Inventories	6,185.95	2,737.28	3,448.67	
Sep-23	Bank of India and Bank of Baroda	Trade Receivables	14,854.63	19,741.95	(4,887.32)	
		Trade Payables *	7,002.53	6,849.46	153.07	
		Inventories	6,749.81	3,457.44	3,292.37	
Dec-23	Bank of India and Bank of Baroda	Trade Receivables	13,500.48	19,585.84	(6,085.36)	
		Trade Payables *	7,220.64	7,077.33	143.31	
		Inventories	7,846.69	3,320.35	4,526.34	
Mar-24	Bank of India and Bank of Baroda	Trade Receivables	13,603.51	19,477.80	(5,874.29)	
		Trade Payables *	7,770.93	7,618.76	152.17	
		Inventories	7,801.89	3,749.25	4,052.64	

* Excluding provision for expenses and including capital payables

** Excluding Unbilled dues.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 46 : DETAILS OF BENAMI PROPERTY HELD

The group does not have any benami property, where any proceeding has been initiated or pending against the group for holding any benami property.

NOTE 47 : WILFUL DEFAULTER

The group has not being declared as wilful defaulter by any bank or financial institution or any government authority.

NOTE 48 : RELATIONSHIP WITH STRUCK OFF COMPANIES UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF COMPANIES ACT, 1956,

The group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

NOTE 49 : REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

NOTE 50 : COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

NOTE 51 : UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM:

- (i) The group 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
- (ii) The group 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 Group 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,

NOTE 52 : UNDISCLOSED INCOME

The group does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year and previous 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.)

NOTE 53 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY:

The group has not traded or invested in crypto currency or virtual currency during the financial year.

NOTE 54: SOCIAL SECURITY CODE

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued.

The Group will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 55: PREVIOUS YEAR COMPARATIVES

Previous year's figures have been regrouped/reclassified to correspond with the current year's classification/disclosure.

NOTE 56 : EVENTS AFTER THE REPORTING PERIOD

No Significant Subsequent events have been observed which may require an adjustments to the financial statements.

NOTE 57 : AUDIT TRAIL

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts)

Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of accounts along with the date when such changes were made and ensuring that the audit trail cannot be disabled. Companies must also now ensure daily backups of their financial data, to be stored on servers physically located within India.

The Holding Company and its subsidiary company incorporated in India use two primary software systems:

- Maintaining books of Accounts
- Payroll Processing

In respect of the accounting software used for maintaining the books of account, the Holding Company and its subsidiary Company incorporated in India, after thorough testing and validation, did not enable audit trail functionality for direct data changes at the database level, considering the potential adverse impact on system performance. However, the Holding Company and its subsidiary company incorporated in India has established and maintained an adequate internal control framework over financial reporting. Based on its internal assessment, management has concluded that the internal controls were effective for the year ended March 31, 2025. The Holding Company and its subsidiary company incorporated in India is currently in the process of upgrading its systems to fully comply with the database-level audit trail requirements.

With respect to the payroll software, which is operated by third party vendor and the Management has placed reliance on the independent service organisation audit report submitted by the respective service providers for compliance of the aforesaid requirements. The independent service organisation audit report of the accounting software used for maintaining its books of account do not specifically address compliance with the daily backup and audit trail features as mandated by the MCA. The Management of the Holding Company and its subsidiary company incorporated in India is actively engaging with the service provider to obtain the necessary confirmations and documentation to ensure full compliance with the MCA's requirements going forward.

The accompanying notes are an integral part of the financial statements

As per our report attached of even date

For M S K A & Associates
Chartered Accountants
ICAI Firm Reg No: 105047W

For and on behalf of the Board of Directors of
Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Juman
Partner
Membership Number: 111700

Yatin S. Shah
Managing Director
DIN. 00318140

Ravindra R. Joshi
Whole-time Director & CFO
DIN. 03338134

Karan Y. Shah
Whole-time Director
DIN. 07985441

Harshal J. Kher
Company Secretary
Membership Number:
A69147

Place: Pune
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Solapur
Date: May 27, 2025

Place: Pune
Date: May 27, 2025

PRECISION CAMSHAFTS LIMITED

CIN: L24231PN1992PLC067126

Regd. Office: D5, M.I.D.C. Chincholi, Solapur-413255, Maharashtra, India.

Tel.: +91 -9168646536/37 Fax: +91 (217) 2357645

Website: www.pclindia.in E-mail: info@pclindia.in;

Date: May 27, 2025

Dear Member,

You are cordially invited to attend the 33rd Annual General Meeting (AGM) of Precision Camshafts Limited ('the Company') which is scheduled to be held on Wednesday, July 30, 2025, at 3.00 PM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Notice of the meeting, containing business to be transacted, along with Explanatory Statement thereon is enclosed herewith.

As per Section 108 of the Companies Act 2013, read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before and during the meeting. The instructions for e-voting are enclosed herewith in AGM Notice.

Yours Sincerely,

For **Precision Camshafts Limited**

Yatin S. Shah

Chairman and Managing Director

DIN: 00318140

Enclosures-

- Notice of the 33rd AGM.
- Instructions for members for remote e-voting and joining Annual General Meeting.
- Instructions for members for e-voting on the day of the Annual General Meeting.
- Instructions for members for attending the Annual General Meeting through VC/OAVM.
- Explanatory Statement as per Section 102 of the Companies Act, 2013.

NOTICE

NOTICE is given that the 33rd Annual General Meeting (AGM) of the members of Precision Camshafts Limited will be held on Wednesday, July 30, 2025 at 3.00 PM (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt: -
 - (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, including Reports of the Board of Directors and Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, including the Reports of the Auditors thereon.
2. To declare final dividend of ₹. 1 per equity share of ₹ 10/- each for the Financial Year ended March 31, 2025.
3. To appoint a director in place of Mr. Ravindra R. Joshi (DIN:03338134), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **TO APPOINT MS. RUCHI BHAVE, PRACTISING COMPANY SECRETARY AS A SECRETARIAL AUDITOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS.**

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactments(s) thereof for the time being in force) and pursuant to recommendations of Audit Committee and Board of Directors of the Company, Ms. Ruchi Bhave, Practising Company Secretary, Pune be and is hereby appointed as Secretarial Auditor of the Company for a term of 5(Five) consecutive years to conduct the Secretarial Audit From Financial Year 2025-26 to Financial year 2029-30 on such remuneration, as may be mutually agreed between the Board/ Audit Committee and the Auditor.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is, hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

5. **TO RATIFY THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2026.**

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

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the members of the Company hereby ratify the remuneration of ₹.1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus taxes thereon, and out-of-pocket expenses incurred in connection with the audit, if any, chargeable extra on actual basis, payable to M/s. S. V. Vhatte & Associates, Cost Accountants (Membership No: 7501 Firm Registration No. 100280) who have been appointed as Cost Auditors by the Board of Directors of the Company, to conduct cost audit of the cost records of the Company for the Financial Year ending March 31, 2026.

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof) be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto.”

6. **TO APPROVE THE REMUNERATION PAYABLE TO THE PROMOTER GROUP IN EXCESS OF THE LIMITS PRESCRIBED UNDER REGULATION 17(6)(e) OF THE SEBI LISTING REGULATIONS, 2015**

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

“RESOLVED THAT pursuant to the amendment made in Regulation 17(6) (e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the

consent of the Members be and is hereby accorded for the payment of remuneration in aggregate of a sum which may exceed 5% of Net Profits (computed in a manner laid down under Section 198 of the Companies Act, 2013) of the Company, to all the Promoter Executive for each of the financial years from FY 2025-26 and onwards until the expiry of their tenure of services subject to the condition that the payment of such remuneration shall be within the overall limits as approved by the members of the Company at the time of approving their tenures of

appointment in the respective General Meetings which shall in any case be within the maximum overall ceiling limit as prescribed under Schedule V of the Companies Act, 2013.”

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to the above resolution.”

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah

Chairman and Managing Director
DIN: 00318140

Date: May 27, 2025
Place: Pune

CIN : L24231PN1992PLC067126
Website : www.pclindia.in
E-mail ID: cs@pclindia.in

Registered Office

D-5 Chincholi, MIDC, Solapur-413255,
Maharashtra, India
Phone: +91 9168646531/32/33

Corporate Office:

3rd Floor, “Kohinoor B Zone Baner”,
Mumbai – Bangalore Highway, Baner, Pune – 411045
Phone: -020-25673050

NOTES:

1. For holding general meetings through VC/OAVM, the Ministry of Corporate Affairs ("MCA") vide General Circular No. 09/2024 dated September 19, 2024, read with previous circulars issued by MCA in this regard (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India ("SEBI") read together with other circulars issued by SEBI in this regard (collectively referred to as "SEBI Circulars"), the Companies are allowed to hold Annual General Meeting ("AGM") through VC or OAVM, without the physical presence of Members at a common venue till September 30, 2025. Hence, in compliance with the said circulars and provisions of the Companies Act, 2013 (the "Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC/OAVM.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), setting out the material facts for each item of special business mentioned in items enumerated above of the Notice to be transacted at the AGM is annexed and forms an integral part of the Notice.
3. In terms of the MCA and SEBI Circulars, physical attendance of the Members to the AGM venue is not required and general meeting be held through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
4. In terms of the MCA and SEBI Circulars, the AGM is conducted through VC/OAVM, and since physical attendance of member is dispensed with, there is no requirement of appointment of proxies. Therefore, the facility for appointment of Proxy by the Members is not available for this AGM and hence Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. In accordance with the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), read with clarification/guidance note on applicability of Secretarial Standards – 1 and 2, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be deemed to be the venue of the AGM.
6. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of Tax at Source (TDS) will be made within the statutory time limit. As it is important for the Company to receive the relevant information from members to determine the rate of tax deduction, the members are requested to furnish relevant documentation in the prescribed manner on

the portal of Registrar and Transfer Agent ("RTA") on or before cut-off date i.e. **Wednesday, July 23, 2025**. The applicable TDS rate for dividends and documents to be furnished by each category of members is given in the **Annexure II**. The format of relevant documents can be downloaded at [MUFG Intime India Private Limited](#). The relevant documents can be uploaded on the RTA's portal at [MUFG Intime India Private Limited](#). The information given in the Annexure may not be exhaustive and the members should evaluate on their own about the category for which they should furnish the documents. In absence of all the relevant documents, the Company shall determine TDS rate based on information available with the RTA (for shares held in physical form) and the Depository Participants ("DPs") (for shares held in dematerialised form). Please note that the duly completed & signed documents should be uploaded on the portal of the RTA on or before July 22, 2025. Ambiguous, incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after the above-mentioned date & time. Members are also requested to update changes in their Residential Status, if any, with the RTA (for shares held in physical form) & the DPs (for shares held in dematerialised form), along with the supporting documents. If the Permanent Account Number ("PAN") is not as per the database of the Income-tax portal, it would be considered as an invalid PAN. Further, individual members are requested to link their Aadhaar number with the PAN. In case, TDS is deducted at a higher rate in the absence of receipt of the specified details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return, only in case your valid PAN is registered with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialised form). No claim shall lie against the Company for such taxes deducted. Members should note that any document/form not uploaded on the portal will not be considered for the purpose of processing and shall be rejected, therefore, it should be uploaded on the portal only. In case of any queries, please write to us at tds.dividend@pclindia.in

7. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN,

choice of nomination, contact details including mobile number, bank account details and specimen signature.

8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and relevant MCA circulars and Regulation 44 of SEBI Listing Regulations, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency.
11. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their Depository Participant (DP) only and not to the Company or its Registrar and Transfer Agent. Any such changes effected by the DPs will automatically reflect in The Company's subsequent records.
12. The Company's Registrar and Transfer Agents for its Share Registry work (physical and electronic) are MUFG Intime India Private Limited (Block No. 202, Akshay Complex, 2nd floor, near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001).
13. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company.
14. The Board of Directors, in their meeting held on May 27, 2025 have appointed Mr. Jayavant B. Bhavé, Proprietor of M/s J. B. Bhavé and Co., Company Secretaries, Pune as the scrutiniser for conducting the E-voting process in a fair and transparent manner.

ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

15. In accordance with the General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 10/2022 dated December 28, 2022 issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI, the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), including the Notice of AGM are being sent only in electronic mode to Members whose e-mail address is registered with the Company/Registrar and Transfer Agent ("RTA") or Depository Participant(s) ("DP"). The Company will not be dispatching physical copies of such statements and Notice of AGM to any member.
16. Members are requested to check that the correct account number has been recorded with the Depository. Members holding shares in electronic form are requested to intimate any change in their addresses, e-mail IDs, signature(s) or bank mandates to their respective DPs with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to intimate such changes to the RTA of the Company by furnishing Form No. ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/ MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023.
17. In order to increase the efficiency of the voting process and pursuant to SEBI circular no. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024, all individual Members holding shares in demat mode can now cast their vote by way of a single login credential, through either their demat accounts / websites of Depositories / DPs thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and e-mail ID with their Depository Participants to access this facility.
18. A copy of the Notice of this AGM along with Annual Report for the Financial Year 2024-25, is available on the website of the Company at <https://www.pclindia.in> and on the website of Stock Exchanges i.e. BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. [Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 2020, in relation to “e-voting Facility Provided by Listed Entities”]

The remote e-voting period begins on Sunday, July 27, 2025, at 9:00 A.M. and ends on Tuesday, July 29, 2025, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, July 23, 2025, may cast their vote electronically. The voting right of shareholders

shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, July 23, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store Google Play



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client

ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 - After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for

which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to jbhave@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@pclindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@pclindia.in. If you are an Individual

shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 09, 2023 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@pclindia.in. The same will be replied by the Company suitably.
2. Members holding shares as on the cut-off date i.e. **Wednesday, July 23, 2025** and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers by sending an email to cs@pclindia.in during, **Thursday, July 24, 2025 at 9:00 A.M. upto Saturday, July 26, 2025 at 05:00 P.M.** Those members who have registered themselves as speaker will only be allowed to speak/express their views/ask questions during the AGM.
 3. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: May 27, 2025
Place : Solapur

PROCEDURE FOR SPEAKER REGISTRATION, SUBMISSION OF QUESTIONS / QUERIES:

1. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, members are requested to express their views/send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number, their queries/views/questions at cs@pclindia.in.

EXPLANATORY STATEMENT AS PER SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 4****TO APPOINT MS. RUCHI BHAVE, PRACTICING COMPANY SECRETARY AS A SECRETARIAL AUDITOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS.**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Regulation 24A of SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 as amended from time to time and based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on May 27, 2025, approved the appointment of Ms. Ruchi Bhave, Practicing Company Secretary, Pune as the Secretarial Auditor of the Company for a term of 5(Five) consecutive years to conduct the Secretarial Audit of the Company from F.Y. 2025-26 to F.Y. 2029-30. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor. Further, the Company has received the consent letter as well as eligibility letter from the Auditor for her proposed appointment as secretarial auditor for a term of 5(Five) consecutive years commencing from F.Y. 2025-26.

Details as required under regulation 36 (5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

- The fee proposed to be paid to Ms. Ruchi Bhave, Practicing Company Secretary, Pune towards the Secretarial Audit for the FY 2025-26 is ₹ 2,00,000/-, plus out of pocket expenses, with the authority of Board of Directors to make revision as it may deem fit for the balance term, based on the recommendation of Audit Committee.

Ms. Ruchi Bhave, Practicing Company Secretary, Pune will be appointed for a term of 5(Five) consecutive years to conduct the Secretarial Audit of the Company from F.Y. 2025-26 to F.Y. 2029-30.

- The Audit Committee and the Board of Directors, while recommending the appointment of Ms. Ruchi Bhave, Practicing Company Secretary, Pune as the Secretarial Auditor, have considered, among other things, the credential of the Auditor and eligibility criteria prescribed under the act.

Additional disclosures as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dt. November 11, 2024:

Particulars	Details
Reason for change	Appointment
Date of Appointment and Term of Appointment	From FY 2025-26 to FY 2029-30 subject to the requisite approval from the members

Particulars	Details
Brief profile	Ms. Ruchi Bhave is a Practicing Company Secretary having experience of more than 7 years. She is an expert in legal documentation and filing of documents under Company Law and other corporate laws. She leads the core team for carrying out Secretarial Audit of Listed/ Unlisted entities ensuring end-to-end compliance of Companies Act, 2013, SEBI Regulations, FEMA Regulations and other applicable laws.
Disclosure of relationship with the Directors	Not Applicable

Item No. 5**RATIFICATION OF REMUNERATION TO M/S. S. V. VHATTE & ASSOCIATES, COST ACCOUNTANTS AS COST AUDITOR:**

The Board of Directors of the Company in their meeting held on May 27, 2025, approved the appointment and remuneration of M/s S. V. Vhatte & Associates, Cost Accountants [Firm Registration No.: 100280; Membership No. 7501] as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2025-26 at a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus taxes thereon and out-of-pocket expenses to be incurred during the Audit, subject to the approval of members at General Meeting.

In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the members of the Company.

The Directors recommend that the remuneration payable to the Cost Auditor in terms of the resolution set out at Item No. 5 of the Notice be ratified by the members.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Resolution set out in Item No. 5 for approval of members as ordinary resolution.

Item No. 6**TO APPROVE THE REMUNERATION PAYABLE TO THE PROMOTER GROUP IN EXCESS OF THE LIMITS PRESCRIBED UNDER REGULATION 17(6)(e) OF THE SEBI LISTING REGULATIONS, 2015**

As per the provisions of Section 197 of the Companies Act, 2013 the overall managerial remuneration to Directors shall not exceed 11 per cent (11%) of the net profits of the

Company calculated in accordance with Section 198 of the Act and should be within the sub-limits as prescribed under the second proviso to Sub-Section (1) of Section 197 of the Act. Prior to the amendments brought in by Companies (Amendment) Act, 2017 in Section 197, the Company may, with the approval of the Members at the general meeting and the approval from the Central Government, pay remuneration: (a) exceeding five per cent (5%) of net profits of the Company calculated in accordance with Section 198 of the Act to any one Managing Director or Whole Time Director or Manager; (b) where there is more than one Managing Director or Whole Time Director, exceeding ten per cent (10%) of the Net Profits of the Company to all such Directors and Manager; and (c) Exceeding one percent (1%) of Net Profits of the Company to all Directors who are neither Managing Director nor Whole Time Director of the Company.

However, as per the amendments made by the Companies (Amendment) Act, 2017 in the second proviso to Sub-Section (1) of Section 197 of the Act, which were made effective from September 12, 2018, If a public company is desirous of paying remuneration in excess of the above limits, such company may now do so after obtaining approval of the shareholders of company by means of a special resolution. The additional requirement of obtaining central government approval has been done away with. Further, as required under Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2015, inserted by SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the fees or compensation payable to executive directors who are promoters or members of the promoter group of the listed entity, shall be subject to the approval of the shareholders by special resolution in general meeting, if – (i) Annual remuneration payable to such executive director exceeds ₹ 5 Crores or 2.5 per cent (2.5%) of the net profits of the listed entity, whichever is higher; or (ii) Where there is more than one such director, the aggregate

annual remuneration to such directors exceeds 5 per cent (5%) of the net profits of the listed entity. The approval of the shareholders under the said Regulation shall be valid only till the expiry of the terms of such director.

In view of the above and in order to have a flexibility for payment of annual remuneration to the Managerial Personnel and the Executive Director(s) who are Promoter(s) or Member(s) of Promoter Group in excess of the limits as mentioned in Regulation 17 (6)(e) of the Listing Regulations and Section 197 of the Companies Act, 2013 from Financial Year 2025-26 and for subsequent years, till the expiry of respective term of such Executive Directors, it is necessary to obtain the approval of shareholders by way of Special Resolution.

The aggregate annual remuneration payable to executive directors who are promoters or members of the promoter group is within the prescribed limit. However, the remuneration may exceed the aforesaid specified limits and accordingly, approval of the Members is being sought for the Special Resolution as set out under Item No. 6 of the Notice for payment of remuneration to Directors in excess of sub-limits prescribed under the provisions of Section 197 of the Act and Regulation 17(6)(e) of the SEBI Listing Regulations for the Financial Year 2025-26 and subsequent years.

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: May 27, 2025
Place : Solapur

ANNEXURE II – TDS ON DIVIDEND**(Applicable for the Financial Year 2024-25)**

Pursuant to the provisions of the Income-tax Act, 1961 (“the Act”), the Company is required to withhold taxes at the prescribed rates at the time of payment of dividend. The applicable tax deduction at source (TDS) provisions for FY 2024-25 are summarised below:

1. Applicable TDS Rates on Dividend:

Shareholder Category	TDS Rate	Conditions
Resident Individual	10%	If valid PAN is furnished and aggregate dividend exceeds ₹5,000 during FY 2024-25
	20%	If PAN not furnished or is invalid
Resident Non-Individual (Companies, Firms, HUF, AOP, Trusts)	10%	With valid PAN
	20%	Without PAN or invalid PAN
Non-Resident Members (Including FPIs)	20%	Plus applicable surcharge and health & education cess. DTAA rate may apply if documents are submitted (see below)

Note: No TDS is applicable for resident individuals if total dividend paid or likely to be paid during FY 2024-25 does not exceed ₹5,000.

2. Section 206AB – Higher TDS for Non-Filers of ITR

As per Section 206AB of the Act, introduced by the Finance Act, 2021 and applicable for FY 2024-25, TDS shall be deducted at a higher rate for specified persons who have:

- Not filed their Income Tax Returns for the two preceding financial years, and
- Total TDS and TCS in each of those two years is ₹50,000 or more.

In such cases, **TDS will be at the higher of the following:**

- Twice the rate specified in the relevant provision of the Act; or
- Twice the rate or rates in force; or
- 5%

The Company shall determine the applicability of Section 206AB using the functionality provided by the Income Tax Department and shall not be liable for any consequences arising due to incorrect PAN/filing status.

3. Submitting Forms / Declaration to Claim Exemption or Lower TDS

In order to claim exemption from TDS or avail lower TDS or benefit of DTAA provisions, shareholders must upload the requisite documents on the portal of the Registrar and Share Transfer Agent (RTA) at:

<https://in.mpms.mufig.com/> under the ‘Forms for Tax Exemption on Dividend’ tab.

3.1 For Resident Individual Shareholders:

- Form 15G (for individuals below 60 years) or 15H (for individuals aged 60 or above), if applicable;
- Valid PAN;
- Any other documents as prescribed under the Act for lower or nil TDS.

3.2 For Resident Non-Individuals (Companies, HUFs, Trusts, Firms):

- Valid PAN;
- Lower withholding tax certificate under Section 197, if available.

3.3 For Mutual Funds:

- Valid PAN;
- SEBI Registration Certificate;
- Declaration that the income is exempt under Section 10(23D).

3.4 For Insurance Companies:

- Valid PAN;
- IRDAI Registration Certificate;
- Declaration confirming beneficial ownership of shares.

3.5 For Alternative Investment Funds (AIFs):

- Valid PAN;
- SEBI registration as Category I or II AIF;
- Declaration under Section 10(23FBA).

3.6 For Non-Resident Shareholders (including FPIs):

To avail the benefit of a lower TDS rate under the Double Taxation Avoidance Agreement (DTAA), non-resident shareholders must provide the following self-attested documents:

- PAN (mandatory as per Rule 37BC, even for DTAA);
- Tax Residency Certificate (TRC) for FY 2024-25, issued by the foreign revenue authority;
- Form 10F, duly filled and signed;
- Self-declaration confirming:
 - o Beneficial ownership of the shares;
 - o No Permanent Establishment (PE) in India;
 - o Eligibility under the specific DTAA;
- Any other documents as prescribed under the Act.

The Company is not obligated to apply DTAA benefits unless complete and satisfactory documentation is provided and reviewed by the Company.

4. Dividend Payable to Person Other Than Registered Member (Record Date Consideration)

If the dividend income is assessable in the hands of a person other than the registered member, the registered shareholder must furnish the following details on or before Wednesday, July 23, 2025:

- Name, PAN, and Address of the beneficial owner;
- Beneficiary account number (16 digits);
- Number of shares held;
- Reason for crediting TDS to another person.

Important Notes:

- PAN must be linked with Aadhaar to be valid (per Rule 114AAA).
- TDS is deducted at the time of payment or credit, whichever is earlier.
- All supporting documents must be submitted latest by Wednesday, July 23, 2025 to be considered for withholding tax purposes.

Please ensure that the relevant documents are submitted on time to avoid excess tax deduction.

NOTES



where **Passion**
meets **Performance**

PRECISION CAMSHAFTS LIMITED

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